

STATUTES

of the registered association

Friends of the Munich Intellectual Property Law Center (MIPLC) e.V.

(as of October 6, 2014)

Article 1 Name, Seat and Purpose

(1) The association is called

“Friends of the Munich Intellectual Property Law Center (MIPLC) e.V.”

It shall be listed in the Register of Associations.

(2) Its seat is in Munich.

(3) The association supports the University of Augsburg in the implementation of its Master program “Intellectual Property and Competition Law” at the Munich Intellectual Property Law Center (MIPLC) and in other scientific activities organized in the framework of the MIPLC. The association acts in accordance with Article 58 No. 1 AO (“Abgabenordnung”; German Tax Code). The association raises financial and physical resources and makes them available to the University of Augsburg for the specific purpose of promoting science and research as well as student support in the framework of the MIPLC. In particular, the following measures will be financed or subsidized:

- a) Events of scientific character at home and abroad
- b) Guest lectures
- c) Scientific excursions
- d) Scholarships to study at the MIPLC
- e) Measures to publicly present activities of the MIPLC.

Article 2

Non-Profit Character of the Association

The association fulfills solely and directly charitable purposes in the sense of section “Steuerbegünstigte Zwecke” (“Tax-privileged purposes”) of the Tax Code by pursuing the tasks described in Article 1, Paragraph 3. It is a charitable association and does not primarily pursue its own economic purposes. Its funds may only be used for purposes in accordance with the statutes of the association. The members as such do not receive any allotments from the funds of the association. No person may benefit from expenditures that are not in conformity with the purpose of the association, or through unreasonably high remunerations.

Article 3

Fiscal Year

The fiscal year is the calendar year.

Article 4

Membership

- (1) Membership shall be obtained by a written declaration of membership and an acceptance thereof by the Managing Board in writing or through any other text-based means. The Managing Board is entitled to refuse the admission to the association without giving reasons.
- (2) Natural and legal persons as well as other corporations of public or private law can become members of the association.
- (3) Members of the association shall pay membership fees. The amount of the annual membership fee shall be set by the General Assembly of Members who is entitled to allow for different amounts for different categories of members. Members shall be free to support the purpose of the association through contributions that go beyond the annual membership fee. By becoming a member, the annual membership fee becomes due. The annual membership fee shall be paid by March 1 of each year. There is no separate admission fee. Honorary members and employees of the MIPLC administration shall not pay any membership fees.
- (4) The membership shall end with death, resignation or exclusion, in the case of legal entities also with their dissolution. The membership may only be terminated in writing for the attention of the Managing Board and with a notice of three months prior to the end of a fiscal year. The exclusion may be made by decision of the Managing Board if there is

good reason. Good reason is particularly given when a member's behaviour has a significant negative impact on the purposes and goals of the association.

- (5) Members who are in arrears with at least one annual membership fee or, over the course of at least 12 months, with any membership fee payments, and who have not paid the membership fee despite two reminders in writing shall be deemed excluded at the end of the fiscal year, regardless of the continuing obligation to pay the membership fee up to the time of exclusion.
- (6) Members leaving shall not be entitled to any share in the association's assets or the reimbursement of their contributions.

Article 5 **Honorary Members**

Persons who have rendered outstanding services to the development or the support of the MIPLC can be appointed Honorary Members by the General Assembly of Members at the proposition of the Managing Board, even when they are not members of the association. In the same way, the Managing Board can propose Honorary Presidents for election by the General Assembly of Members.

Article 6 **Organs of the Association**

The organs of the association are the Managing Board and the General Assembly of Members.

Article 7 **Managing Board**

- (1) The Managing Board consists of the President, the Managing Director, and the Treasurer. Furthermore, up to three Vice Presidents as well as up to ten additional members of the Managing Board can be elected. The Managing Board shall be elected for a duration of three years by the General Assembly of Members. Reelection is permitted. An employee of the MIPLC administration should not be elected President of the association. At the end of an election period, the Managing Board remains in office until the election of the new Managing Board.

- (2) The President, the Managing Director, and the Treasurer make up the Managing Board in the sense of Article 26 BGB (German Code of Civil Law) (Legal Managing Board). Each member of the legal Managing Board shall have the sole power of representation towards third parties. The Managing Board shall run the affairs of the association, manage the association's assets, and execute the resolutions made by the association.
- (3) The President shall convene the Managing Board and the General Assembly of Members and chair the meetings. In case of his absence, one of his Vice Presidents, the Managing Director, or the Treasurer shall act as his substitute concerning all matters.
- (4) The Managing Board shall have a quorum whenever the President, a Vice President, the Managing Director, or the Treasurer, and altogether at least one third of the members of the Managing Board are present. Resolutions of the Managing Board shall be passed with a simple majority of the voting members. In the event of a tied vote, the President shall have the casting vote. A written vote is permitted.
- (5) The Managing Board works in principle on an honorary basis. Reasonable expenses shall be reimbursed against proof. The General Assembly of Members can resolve on a yearly or monthly lump-sum remuneration for individual or all members of the Managing Board.

Article 8 **General Assembly of Members**

- (1) A regular General Assembly of Members shall take place at least once a year. It is summoned by the President in writing or through any other text-based means with at least 14 days prior notice indicating the agenda.
- (2) Each member of the association has one vote.
- (3) The regular General Assembly of Members will, in particular, debate and resolve on:
 - a) The election of the Managing Board according to Article 7, paragraph 1
 - b) The report by the Managing Board on the activities of the association carried out since the last General Assembly of Members
 - c) The report of the Treasurer on the revenues and expenditures of the association since the last General Assembly of Members
 - d) The discharge of the Managing Board

- e) Amendments to the Statutes and, should the situation arise, the dissolution of the association. Amendments to the Statutes that become necessary by an order of the Registration Court can be resolved on by the Managing Board alone.
- (4) Requests to amend the Statutes or to dissolve the association can only be voted upon if these requests have been communicated to the members together with the invitation.
- (5) The General Assembly of Members shall be chaired by the President, one of his Vice Presidents, the Managing Director, or the Treasurer.
- (6) The General Assembly of Members shall pass resolutions by simple majority of those voting; in the event of a tie, the President has the casting vote. A tied election shall be decided by drawing lots. Amendments to the Statutes require a two-thirds majority of the members present .
- (7) An extraordinary General Assembly of Members must be convened within one month if a minimum of 10 percent of the members demand it giving reasons in writing and indicating the issue to be discussed.
- (8) Minutes of the resolutions made by the General Assembly of Members shall be recorded and signed by the President and the Managing Director.

Article 9

Treasury and Accounting

The Treasurer is responsible for the treasury and the accounting of the association in accordance with the instructions given by the Managing Board. The Treasurer reports on his activities to the General Assembly of Members.

Article 10

Votes

In all votes taking place according to these Statutes, abstentions shall not count.

Article 11

Dissolution of the Association

- (1) The General Assembly of Members decides on the dissolution of the association by a two-thirds majority of the members present.

- (2) In the event of a dissolution or an annulment of the association, or in case the original purpose of the association cannot be pursued any longer, the assets of the association shall be transferred to the University of Augsburg for the sole and immediate use for charitable scientific purposes. Membership fees and other contributions paid by the members to the association will not be refunded.

Munich, October 6, 2014

Translator's note:

This translation merely serves as an aid to understanding. Only the original Statutes of the Association in German have legal effect.