

## Statutes

*These statutes were drawn up on 5 February 2015 at the Haus der Wirtschaft in Berlin. The entry in the Register of Associations at Charlottenburg District Court was made on 9 March 2015 under registry number 95/VR/33920. The statutes were last changed through a resolution passed by the General Meeting on 10 September 2020.*

### Section 1 Name and Headquarters of the Association, Financial Year

1. The Association bears the name “Wirtschaftsforum der SPD” (Economic Forum of the SPD).
2. The Association must be entered in the Register of Associations and then bear the post-nominal letters “e.V.” (registered association).
3. The headquarters of the Association are in Berlin.
4. The financial year of the Association is the calendar year.

### Section 2 Purpose of the Association

1. The Association represents the general ideals and economic interests arising from the professional or business activities of all self-employed and freelance workers, as well as companies, within the meaning of section 3 para 1 point a) to d) of these statutes. For this purpose, the Association promotes the creation and further development of the social market economy as a valid economic and social system. The Association is guided by the understanding that the success of a sustainable and innovative economy, in particular with regard to the challenges of increasingly complex internationalisation, consists in connecting economic developments with social progress. Its members therefore recognise the supportive function of the economy in ensuring general well-being and make their contribution to promoting the common good and social cohesion in awareness of their social responsibility.
2. The Association provides its members with a multitude of lectures, discussions and events covering all economic and political interests to coordinate their professional interests. In addition, the purpose of the Association is realised through exchanges and collaborations with parliaments, authorities and other institutions as well as effective public relations work, especially through the publication and dissemination of position papers and other research and work results.
3. The purpose of the Association is neither targeted towards making profit nor towards representing the special economic interests of individual members or economic branches. The Association's funds are used exclusively for tasks mentioned in the statutes.

WIRTSCHAFTSFORUM DER SPD E.V.  
DOROTHEENSTRASSE 35  
10117 BERLIN

T +49 30 400 40 660  
F +49 30 400 40 666  
MAIL@SPD-WIRTSCHAFTSFORUM.DE

[SPD-WIRTSCHAFTSFORUM.DE](http://SPD-WIRTSCHAFTSFORUM.DE)

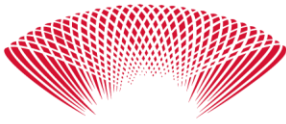
PRÄSIDIUM:  
DR. MICHAEL FRENZEL, PRÄSIDENT  
HEIKO KRETSCHMER, SCHATZMEISTER  
PROF. DR. SUSANNE KNORRE, VIZEPRÄSIDENTIN  
MATTHIAS MACHNIG, VIZEPRÄSIDENT  
PROF. DR. INES ZENKE, VIZEPRÄSIDENTIN

GESCHÄFTSFÜHRER:  
DR. FRANK WILHELMY

REGISTERGERICHT:  
AMTSGERICHT CHARLOTTENBURG / VR 33920

UST-IDNR.: DE 298512965  
STEUERNUMMER: 27/620/62175  
FA FÜR KÖRPERSCHAFTEN BERLIN

WEBERBANK AG BERLIN  
IBAN: DE81 1012 0100 1004 0066 66  
BIC: WELADED1WBB



4. The Association is entitled to participate in, found or purchase other companies or institutions, including other associations or foundations, so long as this participation serves the purpose of the Association.

### **Section 3 Membership**

1. A full member of the Association can be:
  - a) any employer,
  - b) any self-employed member of the liberal professions, as well as other self-employed persons, insofar as the approval of the latter does not change the statutory character as a professional organisation,
  - c) any company and any business association regardless of its legal form,
  - d) any member of a Board of Directors, supervisory board, advisory board or similar organ within a company,
  - e) any managerial employee or other persons, whose work shows a discernible special interest in the Association's activities. This, however, applies in limited scope and only in so far as in so doing the character and purpose of the Association is not impaired.

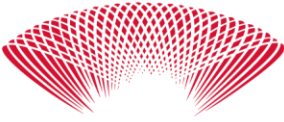
Full membership can continue even after the features or functions described in the aforementioned provisions have ceased to exist.

2. Leading public and academic figures, who support the goals of the Association in a special way in their work, can be appointed as supporting members.
3. Following a suggestion of the Executive Committee, natural persons from the General Meeting who have made particular contributions to the goals of the Association can be elected as honorary members.

### **Section 4 Rights and Obligations of the Membership**

1. Every member is entitled to take part in all public and Association events, as long as these are not predominantly aimed at certain member groups, in accordance with section 3 (1), and the participation of all members is not possible for organisational reasons.

In addition, each member has the right to propose, vote and speak in accordance with the provisions of these statutes and the applicable laws at the General Assembly.
2. Natural persons, who are members within the meaning of section 3 para 1, have passive voting rights for the offices of the Executive Committee and the Extended Committee.
3. All members must support the Association and the purpose of the Association in a proper manner – also publicly. They are also obliged to notify the Association of changes to their postal address and email address.
4. Members pay subscriptions. The amount of the annual subscription and its due date are determined following a suggestion of the Executive Committee of the General Meeting. An admission fee can also be introduced following the suggestion of the Executive Committee through a resolution passed by the General Meeting.

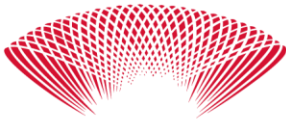


## **Section 5 Beginning and End of Membership**

1. Application for membership must be made in writing. The Executive Committee decides on the application for membership. It ensures that the purpose of the Association within the meaning of Section 2 of the statutes is fulfilled. A written complaint against a negative decision can be made within a month of the decision being made. A decision about the complaint is made at the next Ordinary General Meeting. There is no entitlement to membership.
2. Membership ends if the member resigns, is struck from the member list, is excluded, dies or, in the case of a company, is dissolved (including the opening of bankruptcy proceedings and liquidation).
3. A member should tender his or her resignation in a written statement to the Association. It is only possible for a member to resign at the end of a financial year, with one month's notice.
4. A member can be struck from the member list if a resolution is passed by the Executive Committee, if despite two reminders, the member is behind with payment of the subscription. A resolution may be passed to strike the member from the list once three months have elapsed after two reminders have been sent and the subscription debts have not been settled. The member must be notified that he or she has been struck from the list.
5. A member can be excluded from the Association if he or she has seriously violated the interests of the Association. The Executive Committee decides on the exclusion. Before the resolution is passed, the member is given the opportunity, within an appropriate time frame, to justify himself or herself in writing to the Executive Committee; to do this, the member can enlist the help of someone else, who does not have to be an Association member. A written statement by the person concerned must be read out at the session of the Executive Committee. Reasons must be given for the resolution to exclude the member and the member must be notified of them by letter. The member is granted a right of appeal to the General Meeting, which must be sent to the Executive Committee in writing within a month of the resolution to exclude the member being passed. The appeal has suspensive effect. If the appeal is made on time, the Executive Committee must convene the General Meeting to decide on the appeal within three months. If this does not happen, the resolution to exclude the member is deemed not to have been passed. If the member does not appeal the resolution to exclude him or her in law or misses the appeal deadline, the member is subject to the resolution to exclude him or her with the consequence that the membership counts as having ended with the resolution to exclude the member.
6. With the ending of membership, for whatever reason, all rights arising from the member relationship are erased. Reimbursement of contributions, donations and other supportive services are excluded in principle. There is no entitlement to a share in the Association's assets.

## **Section 6 Organs of the Association**

1. The organs of the Association are:



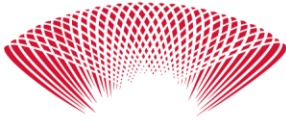
- the General Meeting
  - the Executive Committee
  - the Extended Committee.
2. Following a suggestion of the Executive Committee, the General Meeting can resolve to form further organs or committees of the Association.
  3. The organs are unsalaried.

### **Section 7 General Meeting**

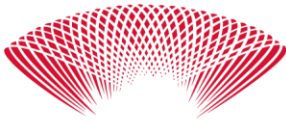
1. The topmost organ of the Association is the General Meeting.
2. The General Meeting is responsible for the following affairs exclusively:
  - Election of the Committee as well as election of three auditors;
  - Recall of members of the Committee and the auditors on special request, which must be made up of at least 35 percent of the members or with a majority of three-quarters of the Committee;
  - Approval of the annual accounts;
  - Approval of the budget for the current financial year prepared by the Executive Committee;
  - Receiving and advising on reports of the Executive Committee;
  - Discharge of the Executive Committee;
  - Changes to the statutes and dissolution of the Association;
  - Fixing the amount and due date of the annual subscription;
  - Advice and resolution on existing applications;
  - Making decisions on complaints relating to rejected applications as well as an appeal against a resolution to exclude a member passed by the Executive Committee.
3. The General Meeting can make recommendations to the Executive Committee with regard to affairs that fall within the remit of the Executive Committee.

### **Section 8 Decision-making of the General Meeting**

1. The General Meeting must be convened by the Executive Committee in the interests of the Association, at least once a year. The invitation must be sent in writing or by email at least two weeks in advance, giving the agenda and existing applications. Objections to the agenda and nominations as well as members' own applications must be made to the Executive Committee three days before the General Meeting at the latest. The addition is to be announced at the beginning of the meeting.
2. The General Meeting is chaired by the President, or by the Vice President if the President is prevented from chairing the meeting, or by a Committee member if the Vice President is prevented from chairing the meeting.
3. The person taking the minutes is appointed by the chair of the meeting. The person taking the minutes can also be a non-member.



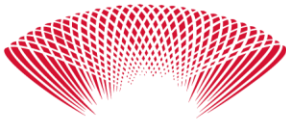
4. The chair of the meeting determines the type of ballot. The ballot must be conducted in writing if a third of the members present request this. Ballots are conducted – subject to the following provisions – through a show of hands or by raising the voting card or through the use of an electronic voting system, unless at least a quarter of the eligible voters present demand a secret ballot.
5. All elections for the filling of offices or functions within the Association are carried out in a secret ballot. In elections, the person who receives most of the votes cast is elected. In the event of a tie, a run-off is held between those who received the same number of votes.
6. The election of President, Treasurer and Executive Committee Member is carried out in separate ballots, if at least a quarter of the eligible voters present request it.
7. Further members of the Committee are chosen – if necessary – in a joint ballot. Votes are cast by placing a cross after the name of a candidate. The nomination must contain the names of all the nominated candidates. Votes cast where not even a single candidate has been given a cross are not valid. The same applies if a cross has been given to more candidates than there are positions vacant when voting. The chair of the meeting fixes the details of the election process.
8. The General Meeting is not public. The chair of the meeting can admit guests. The Executive Committee decides whether the press, radio, television or transmission via data networks is allowed.
9. Each member has one vote at the General Meeting. An authorised representative of the company is eligible to vote for the company. Another member can be authorised in writing to exercise the vote. Companies can also be represented by an employee, who has been authorised in writing. Authorisation must be given separately for each General Meeting. However, a proxy may not represent more than three other members.
10. Unless otherwise regulated in these statutes, the General Meeting passes its resolutions with a simple majority of votes cast; abstentions count as uncast votes. A majority of two-thirds of the votes cast is required to change the statutes; a majority of three-quarters of the votes cast is required to change the purpose of the Association and to dissolve the Association.
11. The resolutions of the General Meeting must be recorded in the minutes, which must be signed by the chair of the meeting or the person appointed to take the minutes of the meeting. The minutes should contain the following statements: the place and time of the meeting, the name of the chair of the meeting and the person appointed to take minutes of the meeting, the number of members present or represented, the agenda, the individual voting results and the type of ballot. In the event of changes to the statutes, the wording of the changed provisions must be recorded in the minutes. The minutes must be made available to members within two weeks of the General Meeting at the latest. The minutes become valid if within four weeks of the General Meeting no objection is raised by a member of the Executive Committee or the chair of the meeting or at least ten percent of the members present.
12. Decisions can, as an exception, be made without convening a General Meeting based on a written vote, if the Executive Committee decides on a written ballot. They are then valid if the majority of the votes cast are in agreement – two-thirds in the case of a change to the statutes, three-quarters in the case of a change to the purpose of the Association or the



dissolution of the Association. This also applies to elections, whereby suitable measures must be taken to ensure a secret ballot.

### Section 8 Virtual General Meeting

1. Based on a resolution of the Executive Committee, the General Meeting can also be conducted as a virtual General Meeting without any physical presence at a meeting place on all proposed resolutions mentioned in section 7. The invitation must be sent in writing or by email at least two weeks in advance, noting that the General Meeting is being convened as a virtual General Meeting, and giving the time, agenda and existing applications. The reasons for not convening a physical meeting must also be given.
2. In the invitation, the Executive Committee can make participation in the virtual General Meeting dependent on the member registering by a fixed time, which may not be longer than 72 hours before the start of the virtual General Meeting; it must be possible to register electronically.
3. The virtual General Meeting is conducted by the participants dialling in to a video conference or other means of access-protected electronic communication that enables mutual communication in real time. The access and legitimisation data for taking part in the virtual General Meeting must be communicated to the members in writing or by email on the day before the General Meeting at the latest, if it has not already been given in the invitation. The timely sending of the letter or proper sending of the email to the most recent postal address or email address given to the Association suffices.
4. Members are obliged to treat access and legitimisation data confidentially and not make it accessible to third parties. Another member or an employee of a member company, who is authorised to exercise voting rights, does not count as a third party. The member must, however, take suitable measures to ensure the confidential treatment of the access and legitimisation data by authorised persons.
5. The authorisation of another member is permitted under consideration of the maximum number of votes of a representative in accordance with section 8 para 9 sentence 6, if the Executive Committee expressly permits such authorisation in the invitation, whereby requirements regarding the type or period of proof of proxy must be met.
6. The virtual General Meeting is also quorate without consideration of the number of participating members.
7. Ballots are conducted by electronic voting, as long as the chair of the meeting does not determine another type of ballot. All elections for the position of offices or functions within the Association are carried out in a secret ballot. Other ballots are held as open ballots, unless at least a quarter of the participating eligible voters demand a secret ballot, whereby anyone who at the time of the ballot is dialled in to the electronic communication i.e. can take part without (re)entering his or her access and legitimisation data, counts as participating.
8. The communication platform with its Internet address must be given in the minutes instead of the place of the General Meeting in accordance with section 8 para 11. The number of participating members within the meaning of the aforementioned para 6 must be given instead of the number of members present, and separated at the start and end of the General Meeting and at the time each resolution is passed.
9. Unless regulated otherwise than as stated above, section 8 is accordingly valid for the virtual General Meeting.
10. A General Meeting demanded by members in accordance with the stipulation of section 9, can only be conducted as a virtual General Meeting in special exceptional cases.



### **Section 9 Extraordinary General Meeting**

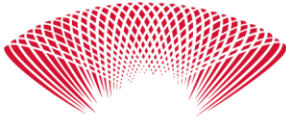
The Executive Committee must convene an Extraordinary General Meeting immediately, giving precise information on the reasons for the meeting, if it is in the interests of the Association or if at least 20 percent of the members demand this in writing, giving the purpose and reasons of the Executive Committee. Accordingly, sections 7 to 8 apply to Extraordinary General Meetings.

### **Section 10 The Executive Committee**

1. The Executive Committee of the Association consists of a President, a Treasurer and up to four Vice Presidents.
2. The President conducts the ongoing business of the Association. He or she convenes and guides the General Meetings as well as all sessions of the Executive Committee. Unless otherwise stated in these statutes, the Vice Presidents join together in the event of the President being prevented from carrying out his or her duties, and takes over the tasks of the President. The prevention does not need to be proven.
3. The Association is represented legally and non-legally by two members of the Executive Committee, including the President or the Treasurer.
4. The Executive Committee can deploy committees for certain tasks and regulate their composition. The Executive Committee must harmonise the work of the committees with the general goals of the Association.

### **Section 11 The Responsibility of the Executive Committee**

1. The Executive Committee conducts the business of the Association and carries out the administrative tasks, so long as it has not been assigned to another organ of the Association through the statutes or the law. Its main tasks are as follows:
  - Preparing General Meetings and setting up agendas;
  - Convening General Meetings;
  - Executing the resolutions of the General Meetings;
  - Drawing up a budget for each financial year, keeping accounts;
  - Drawing up the annual accounts for the previous financial year;
  - Producing an annual report;
  - Conclusion and termination of service and employment contracts;
  - Making decisions on accepting members, striking members from the list and excluding members.
  - Planning and performing activities to support public relations work, developing further the Association's positions and gaining new members at public and/or closed Association events.
2. The Executive Committee can give itself Rules of Procedure.



3. The Executive Committee is empowered to make such changes to the statutes independently, which the Register Court or the finance authorities encourage for association or tax reasons. Members must be notified of relevant changes at the next General Meeting at the latest.

### **Section 12 Term of Office of the Executive Committee**

The Executive Committee is elected by the General Meeting for two years, counting from the day of the election; it remains in office, however, until the new election of the President. If a member of the Executive Committee retires during the period of office, the Executive Committee elects a replacement member for the remainder of the term of office of the retired member.

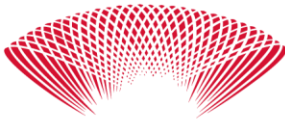
### **Section 13 Decision-making by the Executive Committee**

1. The Executive Committee makes its decisions principally in sessions convened by letter or email by the President, or a Vice President in the event of the President being prevented from doing so. In any event, a deadline of one week for convening meetings must be observed. In exceptional cases, the Executive Committee can convene an extraordinary session immediately, giving precise information on the reasons for the meeting, if it is in the interests of the Association. Notification of the agenda is not required. The Executive Committee can, as an exception, also make decisions during telephone conferences, by email or through written or electronic media, if the majority of members of the Executive Committee declares itself in agreement with this procedure. The provisions of the statutes that require a majority for the resolution remain unaffected by this. Members must be notified immediately of the result of the resolution.
2. The Executive Committee is quorate if at least two members of the Executive Committee, including the President or the Treasurer, are present or have cast their vote. The majority of votes cast decides the resolution. In the event of an equal number of votes, the chair of the session casts the deciding vote. The President, or the Treasurer in the event of the President being prevented from doing so, chairs the session of the Executive Committee. The resolutions of the Executive Committee must be set down in writing and signed by the chair of the session. The minutes must contain the place and time of the session, the names of the participants, the resolutions passed and the ballot result.

### **Section 14 The Extended Committee**

1. The Extended Committee consists of the Executive Committee and further Association members, which represent as extensively as possible the regional and specialist diversity of the Association membership.
2. The task of the Extended Committee consists in advising the Executive Committee on questions
  - of fundamental importance,





- structuring future regional associations and sharing regional responsibility,
  - the division of the Association's tasks into subject areas and the election and appointment of heads for these subject areas.
  - The Extended Committee can appoint an academic and/or political advisory board. In this event, the Extended Committee coordinates its tasks.
3. The members of the Extended Committee are nominated following the request of the Executive Committee by the General Meeting for a term of two years, counting from the day of election. Association members only are eligible for election. If a member of the Extended Committee retires during the period of office, the Executive Committee elects a replacement member for the remainder of the term of office of the retired member.
  4. The Extended Committee meets in sessions at least twice in the financial year. The Extended Committee is quorate if at least a third of the members of the Executive Committee, including the President or the Treasurer, are present. Furthermore, the provisions of section 13 of these statutes apply accordingly.

#### **Section 15 Management**

1. The Managing Director carries out the ongoing and urgent tasks of the Association.
2. The Managing Director is appointed by the Executive Committee and receives power of representation within the meaning of section 30 of the BGB (German Civil Code). The person is entered in the Association Register and has sole power of representation.

#### **Section 16 Academic and Political Advisory Body**

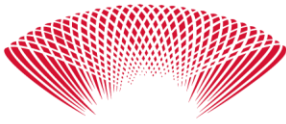
1. The Extended Committee can convene an academic advisory body temporarily or permanently, which supports the Association in academic matters and in other ways as part of the purpose of its statutes. The Extended Committee can also appoint a political advisory body.
2. The members of these advisory bodies are appointed for two years. It is possible to be appointed more than once.

#### **Section 17 Annual Accounts, Budget and Use of Funds**

1. The annual accounts for the previous financial year and the budget for the following financial year are produced by the Treasurer and decided by the Executive Committee.
2. The Association's funds may be used only for tasks in accordance with the statutes. The Association's funds may not be used for the direct or indirect support or promotion of political parties.

#### **Section 18 Dissolution**

In the event of dissolution, the Executive Committee winds up business. The remaining assets are used in accordance with the decision of the last General Meeting.



## Subscription fee regulations

*The founding meeting of the Economic Forum of the SPD passed a resolution on these subscription fee regulations on 5 February 2015 in accordance with section 7 (2) of the statutes:*

1. For memberships of companies or associations, the recommendation is based on turnover in the last completed financial year.
  - Over €50m turnover at least €15,000,
  - from €25 to 50m turnover at least €10,000,
  - from €2.5 to 5m turnover at least €5,000, and
  - from €2.5 to 5m turnover at least €2,500

is the recommended membership subscription. The minimum subscription for a company or Association membership is €2,000. Recently founded companies pay up to at least €100 membership subscription until and including the 5th year after founding.

The subscription for the membership of natural persons is at least €500.

2. The subscription for members in accordance with section 3 (2) of the statutes (supporting members) is at least €250.
3. The obligation to pay a subscription exists for the full current calendar year and in the event of resignation also for the calendar year in which the resignation statement becomes legally valid; section 5 (4) of the statutes. For members who apply for membership in the second half of a calendar year, the subscription obligation is reduced for the year of joining to half of that for the applicable subscription rate. Membership subscriptions are due for payment by 31 January of every year, if joining in the current calendar year at the end of the month following the month in which the acceptance decision was made.
4. Members provide the Economic Forum with a Direct Debit mandate for the subscription. Exceptions are possible in special cases in agreement with the Treasurer.
5. At the end of the financial year, the member receives a certificate of paid membership subscriptions.
6. At the end of a financial year, non-members and members receive a certificate of donations paid.

*The subscription fee regulations come into force with their adoption on 5 February 2015.*