

**STATUTES
of the
Registered Franco-German Journalism Prize Association
(FGJP e.V.)**

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A. Name, location, objectives, non-profit status

§ 1

Name and location

(1) The association goes by the name "Deutsch-Französischer Journalistenpreis e.V. (FGJP) / Prix Franco-Allemand du Journalisme (PFAJ)" and exclusively and directly pursues charitable purposes within the meaning of the "Tax-deductible purposes" section of the tax code.

(2) It is based at the Saarländischer Rundfunk in Saarbrücken and entered in the association register. It is pursuing its recognition as a non-profit association within the meaning of the law.

§ 2

Charitable objectives

(1) The purpose of the association is the promotion of an international attitude, of tolerance in all realms of culture, and of the idea of international understanding.

(2) The statutory purpose is especially realized by the conferral of the Franco-German Journalism Prize awarded annually to authors and editorial teams in several categories for contributions treating of Germany-related topics from a French or France-related topics from a German perspective, of European topics from the perspective of either of the two countries or of Franco-German topics from that of a third;

the promotion of mutual accommodation and of an understanding of the political, economic, social and cultural realities in the two countries, on a European level and beyond;
the promotion of an exchange of opinion between media creatives from both countries.

§ 3

Charitable status

(1) The association is non-profit-making and not primarily pursuing own economic purposes.

(2) The required funds are raised by way of contributions, grants and donations, as well as asset management. The association's funds must only be used for the statutory purposes.

(3) The members of the association receive no profit shares or other allowances from the association's funds. Their contributions will not be returned upon their resignation from the association or its dissolution and they have no claim to a share of the association's funds.

(4) No person may benefit from administrative expenditures that are not related to the purpose of the association or from disproportionately high allowances.

All holders of association offices work in a voluntary capacity. They may only receive an expense allowance whose amount is set by the membership meeting.

B. Membership, member's rights and duties

§ 4 Composition

The association comprises:

1. regular members and
2. sponsoring members.

§ 5 Gaining regular membership

(1) Regular membership of the association is available to legal entities regularly engaged in journalism and/or publishing on the basis of an act, treaty or other instrument of constitution under German, French or European law, as well as the Franco-German Youth Office (FGYO) as a founding member.

(2) Further regular members (scientific partners) are the German Council on Foreign Relations (DGAP)¹ and Fondation Robert Schuman.

(3) The admission procedure is initiated by an application in writing. Admission is decided by the association's Executive Board.

§ 6 End of regular membership

(1) Membership expires upon resignation, exclusion (subsection 3), cancellation (subsection 4) or cessation of the member's legal existence.

(2) Resignation must be indicated to the Executive Board in writing no later than six months before the end of the calendar year. It comes into effect at the end of the calendar year.

(3) Upon the initiative of the Executive Board or of individual members, members can be excluded by the association's Executive Board for conduct that is damaging for the association. The Executive Board is required to inform the member of its intentions in writing beforehand and give the member an opportunity to comment. The exclusion decision needs to be communicated to the party concerned in writing, stating the reasons.

(4) Membership will be cancelled if the member is in arrears with two annual membership fees as a minimum and also fails to pay this amount in full after a written warning by the Executive Board and within a 3-month-period after its dispatch. The warning needs to be provided by registered letter addressed to the member's last address known to the association. The warning needs to refer to the possible cancellation of the membership. Membership can also be cancelled if the warning letter is returned as undeliverable. Memberships are cancelled by Executive Board decision.

¹ German scientific partner since 2016: Genshagen Foundation

§ 7 Rights of regular membership

Every member is entitled to attend the membership meetings of the Franco-German Journalism Prize Association. The association furthermore informs regular members of its other activities.

§ 8 Membership fees

- (1) Regular members pay an annual fee to be agreed with the Executive Board in their admission procedure.
- (2) Fees need to be transferred to the association's account no later than February 1 of every year.

§ 9 Sponsoring members

- (1) Natural persons and legal entities can join the Franco-German Journalism Prize Association as sponsors (sponsoring members) by means of a written declaration of accession that needs to be accepted by its Executive Board.
- (2) § 6 and § 7 apply mutatis mutandis. § 8 applies correspondingly for donations by sponsoring members.

C. Organization

§ 10 Committees

The association's committees are the Executive Board and membership meeting.

§ 11 Executive Board

- (1) The Executive Board is composed of the Director of the institution where it is based (§ 1, subsection 2) as Chairperson and a minimum of two further members.
 - (2) The membership meeting determines the precise number of the Executive Board's further members upon the suggestion of the Executive Board in office before entering into the election (§ 17, no. 1).
- The term of office starts on January 1 of the 4-year-period following the election. The further members of the Executive Board need to be elected in due time before the end of the Executive Board's term of office. If a member of the Executive Board resigns before the end of the term of office, the members will elect a successor for the remaining term of office at the next membership meeting. The Executive Board can co-opt the representative of a member until a successor is elected.

(3) Only the representatives of regular members can be elected for the Executive Board. The Executive Board decides on the internal allocation of its operations. It appoints the First and Second Deputy Chairperson.

(4) The Executive Board within the meaning of German Civil Code § 26 are the Chairperson, the First Deputy Chairperson and the Second Deputy Chairperson. Each of them has sole power of representation. The Executive Board's power to represent is limited by the requirement of individual legal transactions with a transaction value exceeding € 15,000 needing to be approved by another member of the Executive Board.

(5) Internally, the Chairperson is substituted by the First Deputy Chairperson if unavailable and the First Deputy Chairperson is substituted by the Second Deputy Chairperson if unavailable.

§ 12

Term of office and tasks of the Executive Board

(1) The Executive Board's term of office amounts to four years. The office of Executive Board members ends prematurely if their membership ends. Every member of the Executive Board needs to be elected individually. Re-election is permitted.

(2) The tasks of the Executive Board arise from the individual provisions of these statutes. Over and beyond this, the Executive Board is tasked with appointing the jurors in the individual categories (see § 17, no. 2) and a Director. The Director is not required to be a member of the association. He or she is entitled to attend the meetings of the committees and serves the association as a special representative within the meaning of German Civil Code § 30. The Director can be provided with an allowance for expenses. The amount of a possible expense allowance is decided by the Executive Board.

§ 13

Executive Board meetings

(1) The Executive Board convenes as required. It passes its resolutions by simple majority. Every member of the Executive Board has the same voting right.

(2) The Chairperson needs to invite to the Executive Board meetings in writing no later than one week in advance, detailing the agenda.

§ 14

Membership meeting

(1) Regular members meet as required, but once a year as a minimum.

(2) Extraordinary membership meetings need to be convened if this is requested from the Executive Board by a third of all members, stating the reasons.

(3) Membership meetings are convened by the Executive Board.

(4) The written invitation to the membership meeting needs to be sent to every member no later than two weeks before its date, stating the agenda. The agenda can be supplemented at the start of the membership meeting upon the request of every present member if the majority of the membership meeting approves.

(5) The membership meeting is conducted by the Chairperson, and by one of his or her representatives if the Chairperson is unavailable. If neither the Chairperson nor the representa-

tives should be available, the membership meeting will decide on a Chairperson for the meeting.

§ 15 Membership meeting resolutions

- (1) A correctly convened membership meeting is quorate regardless of the number of present members. This needs to be pointed out in the invitation process explicitly.
- (2) Every member is entitled to vote.
- (3) The membership meeting passes resolutions by voting and elections.
- (4) Voting takes place openly as a matter of principle, with secret ballots only held if the majority of the present members request them. Elections are secret as a matter of principle. Open elections are possible by majority resolution of the present members.
- (5) If no member objects, resolutions – based on a draft resolution proposed by the Executive Board – can also be passed outside the meetings by written (letter, telefax or e-mail) or telecommunicative polling of all members (circulation procedure). This type of resolution is restricted to votes. Resolutions as per subsection 7 and § 22 cannot be passed in a circulation procedure. Resolutions passed in a circulation procedure need to be documented in writing and included with the minutes of the next meeting as an attachment.
- (6) The membership meeting decides with the majority of cast votes. Abstentions are meanwhile not included with the cast votes.
- (7) Statute changes require a qualified majority of two thirds of the cast votes. Statute changes required by a supervisory, legal or financial authority for formal reasons can be provided by the Executive Board at its own volition. These statute changes need to be communicated to all association members in writing at once.
- (8) Every membership meeting needs to be taken down in minutes that its Chairperson signs.

§ 16 Cash audit

- (1) The membership meeting elects two cash auditors for a term of two years who must not be members of the Executive Board or directorate.
- (2) The person of the cash auditors needs to change every two years.
- (3) The cash auditors are required to audit the cash management and report to the membership meeting on this.

§ 17 Tasks of the membership meeting

Irrespective of other responsibilities required by these statutes, the membership meeting is in particular charged with:

1. electing the Executive Board and cash auditors;
2. defining the categories and endowments of the Franco-German Journalism Prize, other regulations of the Franco-German Journalism Prize, and calling for entries for the Franco-German Journalism Prize (§ 18 remains unaffected);
3. accepting the annual report by the Chairperson of the Executive Board;
4. discharging the Executive Board;

5. providing statute changes;
6. awarding the honorary presidency.

§ 18 Franco-German Media Prize

- (1) The membership meeting can award the Franco-German Media Prize annually upon the Executive Board's recommendation.
- (2) The Franco-German Media Prize is awarded to journalists, editorial teams, newspapers or magazines, radio or television programme suppliers and persons or organizations generally working or present in the media in Germany, France and Europe who have shown a special interest for European integration in their work, and in a deepening of the cultural relations between Germany and France in the spirit of the Franco-German Journalism Prize's aims.

§ 19 Honorary presidency

- (1) The membership meeting can award the honorary presidency to distinguished personalities of the Franco-German Journalism Prize upon the Executive Board's recommendation (§ 17, no. 6).
- (2) The honorary presidency is tied to the representation of the association in Germany and France. It espouses the association's purposes in the media and politics of both countries in an honorary capacity.

§ 20 Advisory Board of Association Sponsors

- (1) The Executive Board can appoint an Advisory Board of Association Sponsors.
- (2) Eligible to be appointed members of the Advisory Board of Association Sponsors are persons particularly representing the association's sponsoring members.
- (3) The Advisory Board of Association Sponsors supports the Executive Board in the definition of strategies for the association's development as well as other suitable ways. The Executive Board of the association as a rule reports to the Advisory Board once a year as a minimum about the association's activities in the past financial year, offering an opportunity to exchange views.

§ 21 Liability

- (1) If a third party asserts liability claims against the Executive Board or its individual members in the performance of their duties, they are entitled to be held harmless by the association, meaning that they can demand the compensation paid to the third party back from the association. This does not apply to acts committed with deliberate intent or gross negligence.
- (2) Persons working in an honorary capacity, parent companies or office holders whose remuneration does not exceed € 720 per year will only be liable to the members and association for damages caused by them in the fulfilment of their voluntary activities in cases of deliberate intent and gross negligence.

(3) The association is not internally liable to its members for negligently caused damages suffered by members in the performance of the association activity, use of the association's installations and equipment, or in association events, insofar as such damages are not covered by the association's insurance.

§ 22

Dissolution of the association

(1) Deciding on a dissolution of the association is the responsibility of the membership meeting. Dissolution of the association can only be decided by a three fourths majority vote of all regular association members.

(2) If the association is dissolved or tax-privileged purposes cease to exist, the association's wealth falls to a legal entity under public law (Saarländischer Rundfunk) or a tax-privileged body for the purpose of using it to promote international understanding.

§ 23

Final provision

(1) The financial year is the calendar year.

(2) The function descriptions in these statutes are to be read in the male or female form as applicable.