



Articles of Association of Wirtschaftsrat der CDU e.V.

*Voice of the
Social Market Economy*

Articles of Association of Wirtschaftsrat der CDU e.V.

in the version* passed
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* This is an English translation
of solely binding German original.

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Name, Head Office, Representation and Purpose of the Society

Article 1 Name, Head Office and Representation

- (1) The Society bears the name “Wirtschaftsrat der CDU e.V.” (Economic Council of the Christian Democrat Party of Germany, a registered society under German law, hereinafter “Wirtschaftsrat” or “the Society”).
- (2) The Society is seated in Berlin. The Society is registered in the official Register of Societies at the District Court of Charlottenburg (Amtsgericht Charlottenburg) under the number 20970 B.
- (3) The Society’s Executive Committee, pursuant to Art. 26, German Civil Code (BGB), includes a President, two Vice-Presidents and a Treasurer. The Society is judicially and extra-judicially by represented the President together with one other member of the Executive Committee or by two of the aforementioned members of the Executive Committee.

Article 2 Purpose of the Society

- (1) The purpose of the Society is to endorse and co-ordinate the professional interests of self-employed entrepreneurs pursuant to Art. 3 (1) Letter a), also in conjunction with Art. 3 (2), below, as well as the professional interests of authorised entrepreneurs pursuant to Art. 3 (1), Letter b), also in conjunction with Art. 3 (2), below, and to this end it works to co-operate in the implementation and redevelopment of the economic and social system along the lines of a socialised market economy. The Society orients itself to the mission of the “honourable businessman”, which integrates the willingness to perform, personal responsibility and social commitment.
- (2) The purpose of the Society is served in particular by
 - a) the execution and promotion of measures to support liberal, socially committed entrepreneurship according to the principles of a socialised market economy;
 - b) the co-operation with parliaments, authorities, associations and other institutions on all professional and economic policy matters;
 - c) the provision of advice to professional economic policy bodies;
 - d) organising events, classes and workshops on vocational and economic-policy issues;
 - e) the publication and distribution of relevant findings;
 - f) the appropriate public relations work.
- (3) The Society is a non-profit organisation. Budget surpluses, if any, must not be used except for purposes covered by these Articles of Association.

Membership

Article 3 Members

- (1) Full membership is open to the following persons (including those having their registered place of business or residence outside Germany):
 - a) Any self-employed entrepreneur, any company and any business association. Self-employed members of the liberal professions have the same status as self-employed entrepreneurs. To the extent that its vocational character is not altered as a result, the Society may also grant full membership to a limited number of different self-employed business people who take an interest in the Society's work because of their professional activities.
 - b) Full membership is open to any member of a senior executive body, supervisory board, advisory board, or similar institution of a legal entity. The same applies to comparable positions in a partnership or a sole-trader (authorised entrepreneur). To the extent that its vocational character is not altered as a result, the Society may also grant full membership to a limited numbers of salaried employees who take an interest in the Society's work because of their professional function.

Membership may be retained beyond the end of a member's professional function pursuant to Art. 3 (1).
- (2) Personalities who have rendered outstanding services to the Society and its purpose may be appointed as honorary members.
- (3) a) The Presidium may authorise the formation of a Wirtschaftsrat Youth Group whose members shall be non-voting associate members of the Society. They shall support the Society's purpose; membership in the Wirtschaftsrat Youth Group shall expire at the end of the calendar year in which a member reaches the age of 35; in the case of a member of the Federal or of a State Executive Committee of the Youth Group, however, it shall expire at the earliest upon the expiry of the standard electoral period for which the member has been elected, or upon said member leaving the Executive Committee. The Articles of Association of the Wirtschaftsrat Youth Group shall take the version passed by the Presidium pending approval by the Federal Executive Committee. The Wirtschaftsrat Youth Group's representative body elected at the federal level shall be heard before any amendment is made to the Articles of Association of the Wirtschaftsrat Youth Group.
 - b) Wirtschaftsrat Youth Group members may be admitted as regular members pursuant to Section (1), above, at any time. Unless a given youth group's Articles of Association contain a provision to the contrary, Wirtschaftsrat Youth Group

members shall become regular members of the Society once their membership in the Wirtschaftsrat Youth Group expires for age reasons.

- c) The Federal Chairman of the Wirtschaftsrat Youth Group must be confirmed by the Presidium of Wirtschaftsrat der CDU e.V. and each State Chairman of the Wirtschaftsrat Youth Group must be confirmed by the respective state executive committee of Wirtschaftsrat der CDU e.V.

Article 4 Membership Rights

- (1) Every member is entitled to participate in elections and ballots in accordance with these Articles of Association and applicable laws, and to attend events hosted by the Society. Every member has the right to submit motions to the Federal Assembly of Delegates, to the State Assembly of Delegates or State Assembly of Members Assembly responsible for his or her place of residence and in his or her Chapter. Motions from members who are not part of the Federal Assembly of Members require the prior approval by the Federal Executive Committee. The same applies to election proposals. Art. 3 (4), Letter a), remains unaffected by this.

If, as an exception, a given member does not belong to any Chapter, the Federal Executive Committee shall issue a special provision to uphold the rights of that member.

- (2) Full members and honorary members can be elected and co-opted to the Society's bodies and committees on the various organisational levels. They exercise their tasks on a pro-bono basis. Sales partners of Wirtschaftsrat der CDU e.V. and their representatives may not be elected so as to avoid conflicts of interest.

Article 5 Admission Procedure

- (1) Admission as a full member requires a written application by the applicant; the application principally implies the willingness of the applicant to join the local Chapter responsible for his or her place of residence or business upon admission to the Society.

In special cases, particularly whenever no Chapter exists at the applicant's place of residence or business, the applicant may expressly identify another Chapter he or she would like to join as a full member, which Chapter should be as close as possible to his or her place of residence or business.

The President or, acting on his behalf, the Secretary General decides on applications for admission to the Society and on the membership in a given Chapter.

- (2) Any decision in favour of a membership shall presuppose that the character of the Society pursuant to Art. 3, above, is not compromised thereby.

- (3) Section (1), Sentences 1 and 3, and Sections (2) and (5), above, shall apply mutatis mutandis to any membership application pursuant to Art. 3 (3).
- (4) The respective State Chair and the spokesperson of the respective Chapter shall be given the opportunity to state their position before any decision to deny membership in the Society is made.
- (5) In case an application for membership is denied, the applicant shall be entitled to appeal to the Presidium within one month of receiving notice of rejection, with the decision by the Presidium to be finalised at its next meeting.
- (6) Persons of station who have rendered outstanding services to the Society and its purpose may be appointed as honorary members following a recommendation to the Federal Assembly of Delegates by the Presidium. As a rule, this shall be the case only if the following conditions are met in a cumulative manner:
 - a sustained, long-term co-operation with “Wirtschaftsrat”;
 - an extraordinary public endorsement of, or commitment to, “Wirtschaftsrat”;
 - particular merits in the realisation and advancement of a socialised market economy.

Article 6 Termination/Suspension of the Membership

- (1) Membership in the Society shall expire in the event of
 - a) death or, analogously, the wind-up of a corporate entity;
 - b) resignation by written notice to the Presidium. Resignation is subject to a six months notice period prior to the end of the ongoing financial year. The notice period shall be observed if the notice of resignation is received by the federal office of “Wirtschaftsrat” in good time.
 - c) an expulsion, which may be decreed by the Presidium if a given member, despite repeated written reminders, has failed to pay his or her membership dues to the Society six months after the due date or for other grave and weighty reasons. Once the expulsion is decreed, Art. 5 (5), above, shall apply mutatis mutandis.
- (2) Upon request, a membership may be put on hold for a period of up to five years if the respective member moves abroad and membership in one of the international Chapters of “Wirtschaftsrat” is not an option.

Article 7 Membership Dues

- (1) Every regular member and every member pursuant to Art. 3 (3) above, shall pay membership dues; with the amount of the dues and the due date to be stated in the Scale of Fees, which shall be decided by the Federal Assembly of Delegates as proposed by the Federal Executive Committee.
- (2) Honorary members are exempt from membership dues.
- (3) In individual cases, the Presidium may decide to make a special arrangement with a given member regarding the membership dues.

Bodies

Article 8 Bodies

The Bodies of the Society are

- the Federal Assembly of Delegates;
- the Federal Executive Committee;
- the Presidium.

Article 9 The Federal Assembly of Delegates

- (1) The Society's supreme body is the Federal Assembly of Delegates. It decides upon the fundamental aspects of the Society's work, and accepts the Annual Report by the President while reserving the right to comment the same.
- (2) In addition, the Federal Assembly of Delegates is responsible for
 - a) approving the agenda;
 - b) electing a Conference Committee;
 - c) electing the President, two Vice-Presidents and a Treasurer;
 - d) electing another 20 Executive Committee members;
 - e) electing two auditors;
 - f) approving the annual accounts;
 - g) formally approving the Presidium's actions;
 - h) formally approving the actions of the Federal Executive Committee;
 - i) ratifying a Scale of Fees;

- j) amending the Society's Articles of Association;
 - k) appointing honorary presidents;
 - l) appointing honorary members.
- (3) The regular Federal Assembly of Delegates must be convened by the President within six months of the end of the financial year or, if he is unable to do so, by one of the Vice-Presidents. The date of the Assembly meeting and the deadlines for submitting motions and candidate nominations must be announced in good time to give the members of the Society ample opportunity to submit motions and nominate candidate in due time; the Chapters must be notified of the date of the Assembly meeting early enough to enable them to elect or appoint their delegates in good time. The Annual Report and the invitations, which should detail the agenda, should be sent to the delegates in writing no later than one month before the date of the Assembly meeting. In deviation of Sentence 3, above, the invitation may also be sent electronically whenever a given delegate maintains an e-mail account and has authorised Wirtschaftsrat to direct its communications to that e-mail account.
- (4) The Federal Assembly of Delegates shall be convened for an extraordinary meeting at the request of the Presidium or by written request by one third of the delegates or by a quorum of at least 10% of all regular members, by the President or, if the latter is unable to attend, one of the Vice-Presidents. Section (3) shall apply in regard to the time at which the date of the Assembly meeting is announced as well as to the form and deadline of the invitation.
- (5) Based on their number of members as at January 1st of the calendar year in which the Federal Assembly is to meet, the Society's Chapters may send one delegate for every 25 members in a given Chapter; the delegates may only be represented by substitute delegates from their own Chapter. In addition, the Federal Assembly of Delegates includes the members of the Federal Executive Committee.
- (6) All members of the society may attend the Assembly of Federal Delegates where organisationally possible; guests may also be invited.
- (7) The meeting of the Federal Assembly of Delegates shall be hosted by a conference presidium whose scope and composition shall be determined by the Assembly itself. Minutes shall be kept on Assembly resolutions, and shall be signed by the person chairing the conference and one other member of the Federal Assembly of Delegates.
- (8) The Assembly of Federal Delegates takes place either as a face-to-face assembly of delegates, or at a common location with no mandatory requirement for the delegates to attend. In this latter case, delegates not attending in person at the location shall be provided with the possibility to participate in the assembly via

electronic means ('on-line') and to exercise their delegate rights by way of electronic communication. The Praesidium shall ensure by means of appropriate measures that only authorised delegates take part on-line using an access password. In the event of secret elections and votes, the secrecy of the ballot shall also be maintained. The Executive Committee shall decide by resolution the format of holding an Assembly of Federal Delegates. The Praesidium may also decide that attendance at the Assembly of Federal Delegates is limited to members of certain bodies of the Economic Council, such as the Praesidium or the Board, may attend the Assembly of Federal Delegates. Resolutions of the Praesidium in accordance with this clause shall be notified to the delegates, together with the convening of an Assembly of Federal Delegates.

Article 10 The Federal Executive Committee

- (1) The Federal Executive Committee is the body responsible for identifying fundamental objectives concerning current vocational, economic-policy and social policy issues, unless responsibility rests with the Federal Assembly of Delegates pursuant to Art. 9 (1), above.
- (2) In addition, the Federal Executive Committee is responsible for
 - a) determining the focal points of the Society's work;
 - b) appointing committees;
 - c) electing up to six Presidium members from the circle of members belonging to the Federal Executive Committee pursuant to Section (3), Letters b), c) and e), above;
 - d) approving the Presidium's co-optation of additional Presidium members;
 - e) co-opting additional members of the Federal Executive Committee;
 - f) appointing the members of the Board of Trustees Advisory Board;
 - g) appointing corresponding Society members;
 - h) proposing a Scale of Fees;
 - i) passing the budget;
 - j) deciding on special regulations for those Society members who do not belong to any particular Chapter pursuant to Art. 4 (1), above, and on boundaries deviating from those of the respective State Association pursuant to Art. 16 (1), below.
- (3) The Federal Executive Committee shall include no more than 50 members, and these shall not represent each other. All Federal Executive Committee members have right to vote, subject to the provisions of Letter c), Sentence 3, above.

The Federal Executive Committee includes

- a) all the members of the Presidium;
 - b) the 20 other members of the Federal Executive Committee elected by the Federal Assembly of Delegates;
 - c) the Secretary General as well as the Federal Executive Director in an ex-officio advisory function;
 - d) members co-opted by the Federal Executive Committee;
 - e) the State Chair, irrespective of the ceiling of 50 members.
- (4) When co-opting additional Federal Executive Committee members pursuant to Section (2), Letter e), Chairs of the Federal Expert Commissions shall be taken into account.
- (5) The Federal Executive Committee shall meet at least four times a year. Unless the Federal Executive decides otherwise, the President shall issue invitations for these meetings well ahead of time while enclosing the meeting's agenda. The President shall immediately convene a meeting if so requested by one third of the members of the Federal Executive Committee. The meetings shall be chaired by the President or, if the latter is unable to attend, by one of the Vice-Presidents. Minutes shall be kept on resolutions, and shall be signed by the person chairing the meeting and one other member of the Federal Executive Committee, with an attendance list to be attached to the minutes.

Article 11 The Presidium

- (1) The Presidium represents the Society and is responsible for any issue concerning the Society, unless such issues have been transferred in parts to other bodies, including the management. The Presidium is specifically responsible for the fulfilment and redevelopment of the Society's purpose, for recommendations regarding basic political positions, and for the budget.
- (2) The Presidium is moreover responsible for
- preparing the meetings of the Federal Assembly of Delegates and the meetings of the Federal Executive Committee;
 - enforcing the decisions of these Society bodies;
 - instructing and monitoring the management;
 - submitting recommendations to the Federal Assembly of Delegates to award the Society's "Ludwig Erhard Commemorative Coin" medal of merit;
 - the final decision regarding the admission or exclusion of a member pursuant to Art. 5 (5) or Art. 6, Letter c), above, as well as

- the appointment or recall of chairs of the Federal Expert Commissions as proposed by the Secretary General;
 - the confirmation of the State Chair pursuant to Art. 16, Sec. 3, Letter c).
- (3) The Presidium shall decree model rules of procedure to govern the work of the Society, the State Associations and the Chapters to ensure adherence to the Articles of Association.
- (4) The Presidium, which shall meet at least four times a year, includes these members:
- a) the President, two Vice-Presidents, the Treasurer, and up to six members elected by the Federal Executive Committee;
 - b) up to nine other members co-opted by the Presidium subject to the approval of the Federal Executive Committee. The number of additionally co-opted members of the Presidium must neither be equal nor exceed the number of members of the Presidium pursuant to Letter a), above.
 - c) the Secretary General in an ex-officio advisory function.

Article 10 (5), Sentences 2 and 3 shall apply analogously.

- (5) Minutes shall be kept on the resolutions, and shall be signed by the President and the Secretary General, with an attendance list to be attached.
- (6) The Presidium can appoint a staff committee consisting of the President, the Treasurer and two additional Presidium members, responsible for the labour law-related affairs of the Secretary General and the Federal Management within the frame of principles issued by the Presidium.

Moreover, the Presidium may set up additional committees.

Management

Article 12

- (1) The Federal Executive Management attends to the recurrent and non-recurrent, urgent business of the Society under the control of the Secretary General. It consists of the Secretary General, the Federal Executive Manager, and other Executive Managers on the federal level, where applicable. The Secretary General is appointed and dismissed by the Presidium, following a proposal by the President. The Executive Directors are appointed and dismissed by the Presidium. The Secretary General and the Federal Executive Manager have representative authority over their respective area of responsibility in accordance with Art. 30, German Civil Code, and are entered as such in the official Register of Societies. They each have sole power of representation. The other Federal Executive Managers may, subject to the Presidium's decision, be granted power of attorney for their area of responsibility pursuant to Art. 30, German Civil Code, and be entered as such into the official Register of Societies.
- (2) The Federal Head Office in Berlin, the executive managers on the state level and their offices answer to the Secretary General. In matters extending beyond the ordinary course of business, the Secretary General shall make use of his authority to issue instructions to these State Executive Managers only in mutual agreement with the respective State Chair.
- (3) The Secretary General is in charge of all employees working for the Society and is responsible for all staff matters, including staff recruitment and dismissal.
- (4) The Secretary General is authorised to effect amendments to the Articles of Association along with other announcements for entry into the official Register of Societies. The Secretary General is authorised to issue rules of procedure for the Executive Management in coordination with the Presidium.

Board of Trustees/Advisory Board

Article 13

Boards of Trustees and Advisory Boards may be created on the federal or State level involving external third parties.

Budget

Article 14

- (1) The Society's running expenses shall be covered by the membership dues as decreed or agreed pursuant to Art. 7 (1), above.
- (2) The annual account for the financial year concluded, and the budget for the coming financial year are drawn up by the Treasurer and approved by the Presidium; the budget is passed by the Federal Executive Committee.
- (3) The financial year coincides with the calendar year.

Regional Structure

Article 15 Organisational Levels

The organisational levels of the Society are the State Associations, national associations, associations outside Germany, and finally the Chapters.

Article 16 State Associations

- (1) At the level of the German States, the Society maintains State Associations. Exceptions may be decreed by the Federal Executive Committee.
- (2) Each State Association is responsible for performing the vocational and economic-policy tasks in its territory to the extent that these tasks do not concern more than one State Association at once and should therefore be addressed by the Society and its bodies; in case of doubt, the decision is up to the Presidium. The State Associations shall endorse the decisions made by the Society's bodies, and adhere to the Society's principles.
- (3) Each State Association is headed and represented by a State Executive Committee.
 - a) Each State Executive Committee shall consist of a State Chair, at least two but no more than eight additional members, and, in an advisory function, the State Executive Manager serving the respective State Association pursuant to Art. 16 (4), below.
 - b) Each State Executive Committee is elected at a State assembly of delegates to be convened at least once a year; Art. 9 (5) applies mutatis mutandis, though subject to the condition that each Chapter may send one delegate for every 10 members and one extra delegate for the residual number of less than ten members. A State Association, particularly a State Association covering a comparatively small geographic area, may organise a State assembly of members instead of a State assembly of delegates. The Assembly of National Delegates and the Assembly of National Members shall be subject to Art. 9 (3), Sentence 4, and (6) and (8) respectively, with the State Chair responsible for resolutions in accordance with Art. 9 (8). The invitation should be sent at least 2 weeks in advance.
 - c) Each State Executive Committee shall issue rules of procedure for its own State Association, taking the model rules of procedure decreed pursuant to Art. 11 (3), above, into account, which requires the Presidium's consent. If the State Executive Committee fails to issue rules of procedure for itself, the model rules of procedure issued by the Presidium shall apply. It shall convene at least four times a year and is to be organised in the same way as the Presidium; Article 10 (5), Sentences 2 and 3 shall apply analogously, subject to the proviso that a

meeting of the Executive Committee, which is to be held should one third of the members of the State Executive Committee demand it, may also be called by the General Secretary or the State Chair appointed by the latter. Each State Chair must be confirmed by the Presidium. The incoming State Chair assumes office as soon as he has accepted his election. If the State Chair is not confirmed, he will remain in office until a new State Chair has been elected; the new election should be convened within three months of the notification that the appointment is not confirmed. In accordance with this Section, the General Secretary or Regional Director commissioned by him may also be called to new election assemblies.

- d) Each State Executive Committee may co-opt another three Executive Committee members. If a given State Association has more than 1,000 members on January 1st of a given calendar year, it may co-opt one additional Executive Committee member – though no more than three – for every subsequent 250 members and one extra member for the residual number of less than 250 members. Art. 11 (4), b 2, above, applies mutatis mutandis. Co-opted members of the State Executive Committee have voting rights in the respective State Association.
 - e) The State Executive Committee is responsible for deployment of the State expert commissions and for the appointment and recall of their chairs. The Presidium may prohibit the deployment of State expert commissions in individual cases in order to safeguard the Association’s interests.
- (4) Where required, State Executive Managers may support the work of the State Executive Committees. The State Executive Managers shall carry out recurrent and non-recurrent urgent business of the State Associations in co-ordination with the State Executive Committees. The State Executive Managers are appointed by the Secretary General in mutual agreement with the State Executive Committees and the Presidium.

Article 17 Associations and Chapters outside Germany

- (1) Associations or Chapters outside Germany are set up subject to the Presidium’s approval. They answer directly to the Executive Management in Berlin. Art. 12 (2), 16 and 18, above, shall apply mutatis mutandis.
- (2) The chairs of the associations outside Germany have the same status as the State Association Chairs, and are members of the Federal Executive Committee pursuant to Art. 10 (3), Letter e), above.

Article 18 Chapters

- (1) Each State Association divides into Chapters. The details shall be defined by each State Executive Committee by mutual agreement with the Presidium. In special cases, the Presidium may decide on its own.
- (2) The Chapters constitute important working units of the Society, and therefore attain special significance. Each Chapter is responsible for fulfilling the vocational and economic-policy tasks in its constituent area. The Chapters shall take the decisions of the Society's bodies and their State Executive Committees into account, adhere to the principles of the Society, and consider the concerns of the other Chapters.
- (3) Each Chapter shall convene at least one general meeting per year and at least another two events which guests may be invited to attend. Art. 16 (3), Letter b), Sentences 3 and 4 shall apply accordingly, with the proviso that full or partial virtual assemblies of members shall be held only with good reason; the State Chair is responsible for resolutions pursuant to Art. 9 (8).
- (4) A Chapter's Executive Committee consists of a Chapter spokesperson and at least two but no more than six other members. The Chapter's Executive Committee may co-opt further members. Should a Chapter consist of up to 75 members as of January 1st of a given financial year, up to three members may be co-opted onto its Executive Committee. Should a Chapter consist of more than 75 members a further Executive Committee member may be co-opted for each further 50 members; Art. 11 (4) b 2 shall apply mutatis mutandis. Co-opted members of a Chapter's Executive Committee have voting rights in the State Association. Each Chapter spokesperson must be confirmed by the respective State Executive Committee. Art. 16 (3), Letter c), Sentences 3 to 7, above, apply mutatis mutandis, subject to the proviso that the Chapter's Executive Committee should convene at least twice a year.

Rules of Procedure

Article 19 Quorum

The Society's bodies and its committees at the various organisational levels shall have a quorum whenever they are convened in compliance with these Articles of Association.

Article 20 Requisite Majorities

- (1) Elections and resolutions require a majority of valid votes cast. Abstentions shall not be counted when determining the majority. A motion returning a tied vote shall be deemed rejected; tied electoral votes shall be decided by a run-off vote.
- (2) A majority of three-quarters of the valid votes cast shall be required to amend these Articles of Association.
- (3) A majority of three-quarters of the valid votes of all regular members in attendance shall be required to decide in favour of the Society's dissolution pursuant to Art. 24, below.

Article 21 Votes

Votes shall be cast by show of hands or by raising voting cards or via an electronic voting system, unless at least one quarter of the voters present request a secret vote using ballot papers.

Article 22 Elections

- (1) The elections of the members of the Society's bodies and of the members of the committees at the various organisational levels are secret using ballot papers, unless another arrangement is explicitly authorised below. Any other election may take place openly unless objections are raised.
- (2) The President and Treasurer are elected in separate ballots. The respective conference committee shall define the details of a given electoral procedure.
- (3) The two Vice-Presidents are both elected in a single ballot. Votes shall be cast by ticking the name of a given candidate on the ballot paper. The ballot paper must list the names of all candidates nominated. Ballots in which no candidate or more than two candidates have been ticked are invalid.
- (4) The other members of the Federal Executive Committee are jointly elected in a single ballot. Votes are cast by ticking the name of a given candidate on the ballot paper. The ballot paper must list the names of all candidates nominated. Ballot

papers on which less than three quarters of the number of eligible candidates or more than the total number of candidates have been ticked are invalid. If the required majority is not achieved by a sufficient number of candidates, a run-off ballot shall be cast that shall include times-and-a-half as many of the not-elected candidates as are needed to fill the remaining seats, for which run-off vote the candidates with the highest votes short of a majority in the first ballot shall be picked.

- (5) Art. 22 (4), above, shall apply *mutatis mutandis* to the election of up to six additional Presidium members by the Federal Executive Committee, unless the members of the Federal Executive Committee present agree unanimously on a different election procedure.
- (6) Art. 22 (1) – (4), above, shall apply *mutatis mutandis* to elections at the State Association and Chapter level inside and outside Germany. However, an alternative procedure may be used to select or elect the members of the bodies at these organisational levels as well as the delegates if the majority of the respective assembly of delegates or members as defined in Art. 20, Sec. (1), above, so decides.
- (7) Open votes can be taken at all other elections unless objections are raised upon inquiry prior to the election.
- (8) Use of electronic voting systems is permitted for any of the ballots.

Article 23 Period in Office and Re-Election

The members of the Society's bodies and of its committees at the various organizational levels shall be elected at least every other financial year (Art. 14 (3)) and shall remain in office until the next regular election – but at the latest until such time as a notice of resignation of membership of the Association, issued by said member himself, has been received by the Federal Head Office.

Article 24 Calling of Meetings

- (1) Meetings in accordance with Art. 16 (3 b), Sentences 1 or 2 are called by the State Chair, thereby stating the agenda. The State Executive Committee may, by a simple majority, decide that, by way of deviation from this, a meeting of the State Executive Committee may be called by either the General Secretary or the regional manager acting on behalf of the Executive Committee. Should, by September 30th of a given financial year, no meeting of either State delegates or members have been called in accordance with Sentence 1 or 2 on a day within that same year, the General Secretary may call such a meeting. The General Secretary may charge the State Chair with the task of calling the meeting.

- (2) The calling of meetings of members of the Chapters in accordance with Art. 18 (3) shall be effected analogously, subject to the proviso that it is the Chapter's spokesman and not the State Chair and the Chapter's Executive Committee and not the State Executive Committee who shall be responsible.

Miscellaneous

Article 25 Dissolution of the Society

A meeting of regular members convened for this purpose may decide on the dissolution of the Society; if the majority stipulated in Art. 20 (3) is not achieved at this meeting, a second meeting may be convened at which the dissolution may then be passed by a majority of three-quarters of the valid votes cast by the regular members in attendance. The meeting of members, which in any case is subject to the provisions governing extraordinary meetings of the Federal Assembly of Delegates, shall appoint a receiver, and pass a resolution as to which pro-bono organisation the Society's assets shall be transferred. The resolution shall be enforced by said receiver acting in concert with the relevant inland revenue office. In case no such resolution is passed, the assets shall be transferred to the Association of Sponsors for the Promotion of German Science (Stifterverband für die Deutsche Wissenschaft) or, alternatively, in equal parts to the charity organisations "Innere Mission" and "Deutscher Caritasverband".

Article 26 Consistent Statutory Law

Possible articles of association at the various organisational levels must not contravene the provisions set forth in these Articles of Association.

Article 27 Equal Treatment Clause

Wherever these Articles of Association refer to one gender only such reference shall be deemed to include members of the respectively opposite gender, too.

Scale of Fees as from June 21st 2016

On June 21st 2016, the Federal Assembly of Delegates of "Wirtschaftsrat der CDU e.V." passed the following Scale of Fees in accordance with Art. 9, Section (2), Letter i), of these Articles of Association:

1. Corporate members of the Society are advised to identify the applicable equity bracket in the graduated scale of fees on their own.

For companies holding equity

of more than € 75 million, a membership rate of € 30,000.00;

€ 50 million to € 75 million, a membership rate of € 18,000.00;

€ 25 million to € 50 million, a membership rate of € 12,000.00;

€ 5 million to € 25 million, a membership rate of € 6,000.00;

€ 2.5 million to € 5 million, a membership rate of € 3,000.00

is recommended.

The minimum rate for corporate membership is € 2,500.00.

2. The minimum personal membership rate is € 980.00.
3. In exceptional cases, a minimum membership rate of € 500.00 may be arranged. Art. 7 (3) hereof shall not be affected by this.
4. The minimum rate for senior citizens (following retirement from their main professional function and upon reaching the age of 65) is € 200.00.
5. The minimum rate for members of the Wirtschaftsrat Youth Group is € 200.00. For Wirtschaftsrat Youth Group members who become regular members upon reaching the age of 35, the rate is
 - at least € 300.00 for the first calendar year of their regular membership;
 - at least € 400.00 for the second calendar year of their regular membership;
 - at least € 500.00 for the third calendar year of their regular membership;
 - equivalent to the full membership rate even for former members of the Wirtschaftsrat Youth Group starting with the fourth calendar year of their regular membership pursuant to Numbers 2 and 3, above.

6. Honorary members are exempt from membership dues.
7. The membership dues are payable for the full ongoing calendar year (beginning January 1st and ending December 31st), and are due even for that calendar year in which the possible resignation of a member from the Society becomes legally effective pursuant to Art. 6, Letter b).

For members who submit membership applications during the second semester of a given calendar year, the applicable membership dues for the year of admission are discounted by half.

The membership dues are payable by the last day in February of a given year or, in the case of admission in the course of an ongoing calendar year, by the end of the month following a positive decision to admit the applicant as member to the Society.

This Scale of Fees enters into force on June 21st 2016. It takes the place of any previous Scale of Fees.

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