

Unitas Malacologica Constitution

Preamble: All masculine terms are to be understood as gender-neutral.

§ 1 Name, Seat, Fiscal Year

- 1 The name of the organization is Unitas Malacologica.
2. It shall be entered in the register of organizations and thereafter bear the suffix "e.V."
3. The organization has its seat in Munich.
4. The business year is the calendar year.

§ 2 Purpose

1. The purpose of the organization is the promotion of research on molluscs (members of the animal phylum Mollusca; research on molluscs = malacology) by individual scientists and relevant societies and institutions worldwide. Research on molluscs, one of the most species-rich animal phyla, is an important contribution to biodiversity research, which plays an important role in the age of global species decline - land snails are the most endangered animal group of all. Also, especially findings on the shells of recent, subfossil or fossil species can provide important insights into the climatic history of their environment.

2 The purpose of the organization is realized in particular by:

- Awarding grants, scholarships and prizes to young researchers in the field of malacology, whereby the calls for proposals and decisions are broadly advertised and fair selection of grant recipients and awardees is ensured by neutral committees.
- Organization of international congresses (usually the World Congress of Malacology in 3-year intervals), which enables exchange and publication of scientific results of malacology on a large scale. These congresses are open to all interested parties.
- Other activities, such as making scientific literature and other data available in digital form and disseminating information via internet portals to promote research on the diversity and habitats of molluscan species.

§ 3 Non-profit status

1. The organization shall exclusively and directly pursue charitable purposes within the meaning of the section "Tax-privileged purposes" of the Tax Code.
2. The organization shall act selflessly; it shall not primarily pursue its own economic purposes.
3. The organization's funds may only be used for purposes in accordance with the constitution. Members shall not receive any benefits from the organization's funds.

4. No person may be favoured by expenses which are alien to the purpose of the organization or by disproportionately high remuneration.

§ 4 Membership

1. Individuals as well as legal entities (e.g., an associated organization)- may become members of the organization.
2. Withdrawal from the organization is possible at any time. It must be declared in writing to the Council (via the Secretary or Treasurer).
3. The membership does not end with the cessation of the payment of the membership fees. After 3 years of non-payment of membership fees, a member may be expelled from the organization by decision of the Council.
4. A member can be excluded from the organization if his behaviour is deemed grossly against the interests of the organization. The General Assembly decides on the exclusion.
5. Membership ends with the death of the member, in the case of legal entities with their extinction.
6. The resigned or excluded member has no claim against the organization's assets.

§ 5. Membership fees

Members shall pay membership fees, the amount of which shall be determined by the General Assembly. Usually, the membership fees are paid in advance for a period of 3 years.

§ 6 Organs of the organization

The organs of the organization are the Council and the General Assembly.

§ 7 Council

1. The entire Council of the organization consists of the 1st chairperson (President), the 2nd chairperson (Vice President), the Secretary, the Treasurer and four Councilors.
2. The executive committee authorized to represent the organization in the sense of § 26 BGB consists of the 1st chairperson (President), the 2nd chairperson (Vice President) and the Secretary. Each of them represents the organization individually.
3. The Council is elected by the General Assembly for a period of 3 years, whereby the position of the Vice President is taken over by the President of the previous period. At each general meeting with new elections, two new Councilors are elected; the other two remain in office until the next general meeting with new elections. The Secretary and Treasurer may serve multiple terms if their nomination for re-election is unanimously supported by the Council. The Council shall remain in office until an effective new election has been held.
4. The Council shall meet at least once a year (in person or by virtual conference) to discuss matters of organization policy, administration, or other matters that come before it. A quorum of the Council shall consist of at least 5 Council members present for the proper transaction of UM business. Resolutions of the Council shall be passed by a simple majority.

In the event of a tie, the President (or in his absence, the Vice President) shall have the casting vote.

§ 8 General Assembly

1. A regular General Assembly is held every 3 years in the context of the World Congress of Malacology. Additional, usually virtual, General Assemblies can be called at any time according to the decision of the Council.
2. A General Assembly must be convened if the interests of the organization require it or if at least 10% of its members request it in writing, stating the purpose and the reasons.
3. Every General Assembly must be called by the Council in written form under observance of an invitation period of 2 weeks and under specification of the agenda.
4. The chairperson of the meeting is the President. If the latter is unable to attend, the chair falls to the Vice President or the Secretary. If none of them are present, a chairperson shall be elected by the General Assembly.
5. Every properly convened General Assembly has a quorum regardless of the number of members present.
6. The resolutions of the General Assembly shall be passed by a simple majority of the votes cast. A majority of $\frac{3}{4}$ of the votes cast is required to amend the Constitution.
7. The resolutions of the General Assembly shall be recorded in the minutes, which shall be signed by the chairperson of the meeting and the keeper of the minutes.

§ 9 Dissolution

1. The dissolution of the organization can only be decided in a General Assembly called for this purpose. A majority of $\frac{3}{4}$ of the valid votes cast is required to dissolve the organization.
2. In case of dissolution of the organization, withdrawal of legal capacity or discontinuation of tax-privileged purposes, the assets of the organization shall fall to a legal entity under public law or to another tax-privileged corporation for use in the promotion of research on biological diversity.

Munich, the 03 March 2023