

ICOMOS

Statutes

I. Name and Seat

Article 1 Name

The name of the association is "Deutsches Nationalkomitee von ICOMOS e.V." (*ICOMOS Deutschland or ICOMOS Germany*).

The association is registered with the Berlin Register of Associations.

Article 2 Seat

The seat of ICOMOS Germany is in Berlin.

II. Purpose and Activities

Article 3 Purpose

The aim of ICOMOS Germany shall be to promote the protection and conservation of monuments, groups of buildings and sites, as well as, at national and international levels, science, research, art and culture, in accordance with Article 3 of the Statutes of ICOMOS International. The aim of the statutes shall be achieved in particular through the organisation of scientific events, the publication of the results of ICOMOS Germany's work, public relations, the provision of advice and comprehensive information to the general public and the implementation of and participation in public initiatives.

ICOMOS Germany pursues exclusively and directly charitable purposes in line with the section "tax-privileged purposes" of the German Tax Code. ICOMOS Germany acts selflessly and does not primarily pursue its own economic purposes. The funds of ICOMOS Germany may only be used for the statutory purposes. Members shall not receive any benefits from the funds of the organisation. No person may be favoured by expenses that are alien to the purpose of ICOMOS Germany or by disproportionately high remuneration.

Article 4 Activities

At national and international level, ICOMOS Germany aims to adopt and implement its own work programme in accordance with the objectives and activities of ICOMOS International. In doing so, ICOMOS Germany takes into account the decisions of the General Assembly of ICOMOS International and the programmes and recommendations of the Board of ICOMOS International as well as regional specificities.

ICOMOS Germany provides the framework for dialogue and exchange of ideas in order to bring together authorities and institutions, organisations, experts and individuals interested in cultural heritage conservation and to exchange at national and international level on matters of principle and of technical, legal and administrative practice, affecting the conservation, protection, restoration, rehabilitation and enhancement of monuments, groups of buildings and sites.

To achieve these goals

- ICOMOS Germany supports the conservation, protection, preventive monitoring, restoration and valorisation as well as the development of cultural monuments, historic sites and areas through expert opinions, statements, research contributions, as well as cooperation and model projects,
- ICOMOS Germany organises international scientific conferences on the means, methods and aims of monument protection and conservation and makes their results accessible,
- ICOMOS Germany promotes the preservation of the material cultural heritage through public relations work and
- uses other means that serve the preservation, protection, preventive monitoring, restoration, valorisation and development of cultural monuments, historic sites and areas.

III. International cooperation

Article 5 Transregional cooperation

ICOMOS Germany works closely with specialised organisations and institutions in the field of cultural and World Heritage conservation, such as the German Commission for UNESCO (DUK), the monument preservation authorities at state and municipal level and with transregional monument organisations as well as with research and teaching institutions, but also with monument foundations and associations of the civil society. The cooperation is not only based on geographical proximity or territorial affiliation, but also on other cultural and historical common grounds and interests as well as on the shared responsibility for the common cultural heritage. It refers to scientific research, exchange in different areas and the sharing of specific knowledge in order to develop and pursue an interdisciplinary approach to the protection and management of cultural heritage.

ICOMOS Germany supports National Committees in Europe and worldwide to collect, deepen and disseminate information on principles, techniques and approaches to heritage conservation and respects the independence of all ICOMOS National Committees.

Article 6 International cooperation

ICOMOS Germany cooperates with other ICOMOS National Committees and ICOMOS International Scientific Committees (ISCs) as well as with internationally active partner organisations in the field of cultural and World heritage conservation and management. This applies in particular to the exchange and co-operation with partners in German-speaking countries and other European countries.

As part of ICOMOS International's role as an Advisory Body in accordance with the 1972 UNESCO World Heritage Convention, ICOMOS Germany and its members participate in the assessment and selection of sites for inclusion in the national Tentative List, in the preparation and evaluation of nomination proposals for inscription on the World Heritage List, and in the monitoring and evaluation of the state of conservation of inscribed World Heritage sites.

At the request of ICOMOS International or the UNESCO World Heritage Committee, ICOMOS Germany participates in the evaluation of World Heritage nominations and in the monitoring and consultation of inscribed World Heritage sites. For these internal statements the respective international ICOMOS regulations apply.

ICOMOS Germany supports ICOMOS International in the nomination of experts to undertake missions (technical mission) and desk reviews for the evaluation of World Heritage nominations and World Heritage sites. Upon invitation of ICOMOS International and request by UNESCO, ICOMOS Germany makes every effort to participate in official ICOMOS evaluation and monitoring missions in Germany and to support the international experts.

IV. Membership

Article 7 Members

Members of the Association may be natural and legal persons. ICOMOS membership is granted to all suitably qualified natural or legal persons (institutions) who have applied for it, in accordance with Articles 5-a and 5-b of the Statutes of ICOMOS International. There are individual and institutional members as well as honorary members.

ICOMOS Germany recruits members who are recognised heritage experts in their field, as well as young professionals who wish to specialise in heritage issues. Membership of ICOMOS Germany is also intended to offer members opportunities and incentives to become actively involved in the work of ICOMOS Germany and ICOMOS International.

By resolution of the General Assembly of ICOMOS Germany honorary membership may be conferred on natural persons who have rendered outstanding services to the Association or ICOMOS or to the promotion of the purposes of the Association.

Article 8 Membership of young professionals

The membership of young professionals is an ordinary membership up to the age of 29. Young Professionals have full membership rights and pay a reduced membership fee which, in accordance with Article 6-b of the Statutes of ICOMOS International, corresponds to 50% of the regular membership fee. This reduction is determined and updated centrally by the Executive Committee of ICOMOS Germany in accordance with the statutes of ICOMOS International.

Article 9 Admission

Membership is acquired upon written application. An application form to be obtained from ICOMOS Germany must be completed and sent to the office of ICOMOS Germany; the application must be accompanied by at least two letters of recommendation from members of the association, a signed commitment to recognise the Ethical Principles of ICOMOS International and consent to the forwarding of membership details to ICOMOS International.

The Executive Committee decides on the admission of new members.

Article 10 Rights and duties of members

Ordinary members must pay the annual membership fee set out in Article 15 by 1 November of the previous year at the latest. New members, however, shall pay their annual membership fee immediately after confirmation of admission to the Association. Honorary members do not pay a membership fee.

Membership rights are only granted after payment of the annual membership fee. ICOMOS Germany provides the International Secretariat of ICOMOS with the names and contact details of all members (currently via the electronic ICOMOS membership and expert database) and transfers their international membership fees to the International Secretariat in accordance with Article 6-b of the Statutes of ICOMOS International.

All members undertake to comply with

- the decisions of the General Assembly and the Executive Committee of ICOMOS International and the Executive Committee of ICOMOS Germany
- the Ethical Principles of ICOMOS International, adopted by the ICOMOS General Assembly in Florence in 2014, and to comply with any future amendments to these principles.

Members who fail to fulfil these obligations may be subject to sanctions in accordance with Article 7 of the Statutes of ICOMOS International and may lose their membership.

Article 11 Representation

Legal entities (Institutional Members) shall nominate a natural person who fulfils the requirements of Article 7, paragraph 1, sentence 2 of the Statutes to represent the member in ICOMOS Germany.

Article 12 Loss of membership

ICOMOS membership shall be suspended if the annual membership fee has not been paid by 1 November of the previous year. Membership may be revived if the annual membership fee is paid late.

ICOMOS membership ends if:

- a) the annual membership fee has not been paid by 1 May of the current year;
- b) it has been cancelled in writing to the office of ICOMOS Germany with three months' notice to the end of the year (resignation);
- c) death occurs;
- d) the member organisation or institution has been dissolved or liquidated;
- e) the member has been struck off the membership list by the Executive Committee of ICOMOS Germany or ICOMOS International in accordance with Article 7 of the Statutes of ICOMOS International;
- f) for any other important reason.

Article 13 Appeals against the rejection of an application for membership or an exclusion from membership

Complaints against the rejection of an application for membership or against removal from the membership register (expulsion) may be addressed to the Executive Committee of ICOMOS Germany via the International Secretariat of ICOMOS and shall be submitted to the General Assembly of ICOMOS Germany for a decision.

V. Finances

Article 14 Finances

The income of ICOMOS Germany shall consist of

- a) annual membership fees,

- b) gifts, donations and bequests,
- c) grants,
- d) sales of products and payments for services rendered,
- e) Income from events,
- f) interest,
- g) all other sources of income authorised by the Executive Board of ICOMOS Germany.

Conditions attached to donations or gifts may not be detrimental to the non-profit status of the organisation and require the approval of the Board of ICOMOS Germany.

Article 15 Annual membership fees and membership fee regulations

At the proposal of the Executive Board of ICOMOS Germany, the General Assembly of ICOMOS Germany shall adopt a membership fee schedule specifying the amount of the fees, possible reductions, methods of payment and due dates.

VI Bodies

Article 16 Organs

The organs of ICOMOS Germany are

- the General Assembly,
- the Executive Board,
- the cash auditors.

Article 17 General Assembly

The General Assembly is the sovereign body of ICOMOS Germany. All members of ICOMOS Germany belong to it: natural, institutional and honorary members.

The General Assembly is responsible for the following tasks:

- a) the adoption of the association's statutes, the passing of resolutions on motions to amend the statutes or on the dissolution of the association,
- b) the election of the Executive Board of ICOMOS Germany,
- c) the election of two qualified members (natural persons) as auditors,
- d) to receive and approve the annual reports of the Executive Committee and the Executive Board as well as the annual accounts,
- e) the discharge of the Executive Board and the auditors,
- f) passing resolutions on other motions submitted to the General Assembly by the Executive Board and members,
- g) the membership fee regulations,
- h) the granting of voting rights in the General Assembly of ICOMOS International in accordance with Article 9-a of the Statutes of ICOMOS International,
- i) the appointment of Scientific Committees of ICOMOS Germany reflecting already existent International Scientific Committees (ISC) in accordance with Article 30 of these Statutes ("Spiegelkomitees").
- j) applying for and passing resolutions on the awarding of honorary membership

k) monitoring the implementation of the programme of ICOMOS Germany.

Article 18 Resolutions, elections and rights of the General Assembly

The General Assembly of Members shall meet at least once per calendar year. It shall be convened by the Executive Board. By decision of the Executive Board the General Assembly may also be held online.

Invitations to the members must be sent out at least 30 days before the meeting. Invitations shall be sent in writing. The agenda provided by the Executive Board must be attached to the invitation. The wording of any proposed amendments to the Articles of the statutes must be included with the agenda. Amendments to the agenda of the General Meeting must be received by the Executive Board in writing at least ten days before the General Meeting.

An Extraordinary General Assembly shall be convened by resolution of the Executive Board or upon written request if the interests of the Association so require or if at least one third of the members of ICOMOS Germany so request, stating reasons.

The General Assembly is chaired by the Chairperson (President) or, if he/she is unable to attend, by the Vice-President or a member of the Executive Board. It is quorate regardless of the number of members present and represented by proxy. Each member may be authorised to represent a maximum of two absent members.

With the exception of Articles 32 and 33 of these Articles of Association, resolutions are passed by a simple majority of the valid votes cast. In the event of a tie, the chairperson of the general meeting shall have the casting vote. Article 27 of these Statutes shall apply accordingly.

All members of ICOMOS Germany have the same voting rights. Elections and votes in the General Assembly shall be conducted in writing or by secret ballot upon request. By decision of the Executive Board, the right to vote may also be exercised online during a General Assembly.

Minutes must be kept of the general meeting, which must be signed by the chairperson of the meeting or his/her deputy from the Executive Board and the respective secretary.

Resolutions on amendments to the Articles of Association relating to the charitable purposes specified in Article 3 shall only come into force after approval by the responsible tax office.

Article 19 Executive Board

The Executive Board consists of

- the President,
- a Vice-President as deputy and
- a Secretary General as Managing Director
- and up to four other members of the Executive Board.

They must be members of ICOMOS Germany and should represent the various professional groups.

The individual members (natural persons) must make up the majority of the Board.

The Executive Board is quorate if the President or the Deputy President and at least three other members of the Executive Board are present. The Board of Directors meets at least every six months and may invite members or external experts to attend its meetings.

Article 20 Election of the Executive Board

The members of the Executive Board are elected for a term of office of three years, but members of the Board of Directors may not hold office in the same function for more than three consecutive terms. If a seat on the Executive Committee becomes vacant, the Executive Committee shall elect a successor from among the members of ICOMOS Germany who shall hold office until the next General Assembly of ICOMOS Germany.

Article 21 Duties of the Executive Board

The Executive Board is in charge of the Association's management, unless it is delegated to the General Assembly, and shall implement the resolutions of the General Assembly. Minutes shall be kept of the meetings of the Executive Board, which shall be signed by the President or the President's deputy and the respective Secretary.

The Executive Board is responsible for

- a) managing the office of ICOMOS Germany,
- b) preparing and implementing the annual programme of ICOMOS Germany,
- c) setting up ad hoc working groups,
- d) preparing and convening the General Assembly,
- e) implementing the resolutions of the General Assembly,
- f) preparing the annual report and the cash report for the previous calendar year,
- g) the preparation of the business plan for the calendar year,
- h) passing resolutions on the admission of individual and institutional members (Articles 7, 9 of the Statutes),
- i) the cooperation of ICOMOS Germany with ICOMOS International and with the international ICOMOS bodies.

The President, the Deputy President and the Secretary General represent the Association in and out of court in accordance with Section 26 of the German Civil Code (BGB). Documents relating to normal administrative business transactions are signed by the President or the Deputy President or the Secretary General. If a declaration of intent is to be submitted to the Association, it is sufficient to submit it to the aforementioned members of the Board of Directors.

Article 22 Adoption of resolutions, rules of procedure

The Board of Directors passes resolutions by a simple majority of votes of the members present or by circular resolution. The members of the Executive Board may delegate their voting rights to other members of the Executive Board. A member of the Executive Board may not have more than two votes.

The Executive Board may adopt rules of procedure.

Article 23 Honorary work of the Executive Board

The members of the Executive Board generally perform their duties on an honorary basis. Expenses may be reimbursed to the extent permitted by tax law.

VII Executive Board offices

Article 24 President and Vice-President

The President shall convene and chair the meetings of the Executive Board. He/she sets the agenda.

The President is a member of the ICOMOS International Advisory Committee by virtue of his/her office. He/she is responsible for relations between ICOMOS Germany and the Board of ICOMOS International.

The Vice-President represents the President and may fulfil delegated tasks as a permanent representative.

Article 25 Secretary General

The Secretary General is responsible for recording the minutes of the General Assembly and the Board meetings and the resolutions passed there. Other tasks include, in particular, budgetary matters and the management of an office.

Article 26 Auditors

The General Meeting elects two qualified persons from among its members as auditors for a period of two years. They may not be members of the Executive Board.

The auditors have the task of checking that the Association's accounts and cash management are in order. They have the right to inspect all business documents, prepare the cash audit report for the General Meeting and, if necessary, submit a motion to discharge the Board of Directors.

Article 27 Elections

The elections of ICOMOS Germany shall comply with the principles laid down by ICOMOS International in Dubrovnik and La Valletta.

VIII. General Assembly of ICOMOS

Article 28 Representation of ICOMOS Germany

All members have the right to participate in the General Assembly of ICOMOS International. The number of members entitled to vote shall be determined in accordance with the number laid down in Article 9-a of the Statutes of ICOMOS International and Article 17 h) of these Statutes.

ICOMOS Germany shall forward the names of the voting members and the authorisations to the International Secretariat of ICOMOS in accordance with the requirements and deadlines of the Rules of Procedure of the General Assembly of ICOMOS International. The majority of the voting members of ICOMOS Germany must be individual members. Representatives of institutional members must be mandated by their institutions.

IX. Working Groups and Scientific Committees

Article 29 Ad hoc working groups

The Executive Board may set up working groups consisting of members and external experts to deal with special problems and tasks of cultural and World Heritage conservation as well with main tasks of ICOMOS work. Such ad hoc working groups should not work on their projects for longer than three years and should make the results available to all members in an appropriate form in consultation with the Executive Board.

Article 30 Scientific Committees

ICOMOS Germany supports the establishment of Scientific Committees, which should be active in the same areas as existing International Scientific Committees (ISCs). Scientific Committees may also include members of other ICOMOS National Committees and external experts as guests or be formed jointly with neighbouring ICOMOS National Committees. The Chairperson of the Scientific Committee or his/her representative should be a voting member of the corresponding International Scientific Committee and ensure the exchange of information between the two Scientific Committees.

The decision to establish an ICOMOS Germany Scientific Committee for the ISCs is the responsibility of the Annual General Meeting. The Scientific Committees may, in consultation with the Executive Board, adopt rules of procedure for their work.

Article 31 Participation of members of ICOMOS Germany in Scientific Committees

ICOMOS Germany encourages all its members to join an International Scientific Committee and a Scientific Committee at national level, if any, in accordance with the Eger-Xi'an Principles.

X. Amendment of the Statutes and Dissolution of the Association

Article 32 General Assembly to amend the Statutes

Only the General Assembly of ICOMOS Germany may amend the present Statutes by a three-quarters majority of the valid votes cast at a General Assembly. The proposed amendment must have been communicated to the members at least three weeks before the vote.

Article 33 General Assembly for the dissolution of the Association

The decision to dissolve ICOMOS Germany may only be taken by a three-quarters majority of the valid votes cast at a General Assembly.

Article 34 Succession of assets

In the event of dissolution, the assets of ICOMOS Germany shall be transferred to an organisation recognised as a non-profit organisation pursuing similar objectives to those of ICOMOS Germany.

These new Statutes shall enter into force upon their entry in the Register of Associations.