

Statutes of the Kohli Foundation for Sociology

Preamble

The Kohli Foundation serves to promote sociology as a scientific discipline and its interdisciplinary connections. It aims to help raise the profile of sociology as a core subject in the social sciences and make it more visible. Sociology is understood as a theory-driven empirical science with a broad spectrum of subjects and perspectives, but always based on clear analytical and methodological procedures.

The Foundation's activities are European and international in scope.

§ 1

Name, legal form, registered office

The Foundation bears the name

Kohli Foundation for Sociology

It is a Foundation under civil law with legal capacity and is based in Berlin.

§ 2

Purpose

(1) The purpose of the Foundation is to promote science and research by fostering sociology as a scientific discipline and its interdisciplinary connections in research, teaching, and the promotion of young scholars and in public awareness.

One focus of funding is on life course and generational sociology. Particular attention is given to comparative research within Europe and between Europe and the other world regions.

(2) The purpose of the Foundation is realized in particular through:

- regular awarding of one or more prizes,
- organizing conferences, workshops, meetings and events,
- issuing publications,
- granting scholarships,
- direct financial contributions or contributions in kind to universities, research institutes and – in the context of scholarships or awards – to qualified private individuals.

Support can be provided for outstanding achievements and projects in all phases of the scientific career.

- (3) The activities of the Foundation are internationally oriented. There is no legal claim to receive Foundation funds.
- (4) The Foundation exclusively and directly pursues charitable purposes within the meaning of the section "Tax-privileged purposes" of the German Fiscal Code (Abgabenordnung).
- (5) The Foundation operates selflessly, it does not primarily pursue its own economic purposes.

§ 3

Assets, use of funds

- (1) The assets of the Foundation at the time of recognition of the Foundation result from the Foundation transaction document.
- (2) The assets of the Foundation are to be maintained undiminished. The Foundation is endowed with initial assets, which are specified in more detail in the Foundation transaction document. Reallocations of the Foundation assets are permissible.
- (3) Only the income from the Foundation's assets and any profits from reallocations as well as any donations may be used to fulfill the Foundation's purpose, unless these are intended as endowments to increase the Foundation's assets. The Foundation may also allocate donations without a specific purpose on the basis of a disposition upon death and free reserves to the Foundation's assets.
- (4) The investment of the assets of the Foundation is specified in the investment guidelines. The Board of Directors is responsible for issuing or amending the investment guidelines. The assets of the Foundation shall in any case be invested in such a way that the highest possible return can be generated. For this purpose, a higher volatility of the investment instruments may also be accepted.
- (5) The accumulation of reserves is permissible insofar as this does not impair the tax privileges of the Foundation.
- (6) Funds may only be used for the purposes set out in the Statutes. No person may benefit from expenses that are alien to the purpose of the Foundation or from disproportionately high remuneration. The founder and his legal successors do not receive any allocations from the funds of the corporation.

§ 4

Organs

- (1) The governing bodies of the Foundation are
 - a) the Board of Directors
 - b) the Board of Trustees
- (2) A member of one body may not belong to another body at the same time.

§ 5
Board of Directors, Chair

- (1) The Board of Directors consists of at least two and at most three members. The first board is appointed in the Foundation transaction document. The term of office of the Board of Directors is 4 years. Reappointment (also several times) of board members is possible. A member of the Board of Directors may be dismissed at any time for good cause.
- (2) Retiring members of the Board of Directors must be replaced without delay if the number of members on the Board of Directors otherwise falls below the minimum number specified in § 5 Section 1 sentence 1. During the lifetime of the founder, the Board members are appointed and dismissed by the founder. After the founder's death or if he is no longer able or willing to exercise his rights under sentence 2, the members of the Board of Directors are appointed and dismissed by decision of the Board of Trustees. The decision to dismiss a member of the Board of Directors must be approved by all members of the Board of Trustees. The member of the Board of Directors to be dismissed must first be given the opportunity to state his or her position.
- (3) If a member of the Board of Directors resigns prematurely and the number of members falls below the minimum specified in the Statutes as a result, the remaining members of the Board of Directors continue to perform the tasks of the day-to-day administration of the Foundation that cannot be postponed until the successor takes office.
- (4) The appointment of a member of the Board of Directors during the current term of office is only permitted for the remaining term of office of the Board of Directors.
- (5) After the end of the term of office, the members of the Board of Directors will continue to hold office until the next Board of Directors takes office.
- (6) The founder is a lifetime member and chairperson of the Board of Directors. He may resign from these functions at any time. If the founder resigns as chairperson of the Board of Directors, or if he leaves the Board of Directors and the functional office at the same time due to death or resignation, the Board of Trustees immediately appoints a member of the Board of Directors as chairperson of the Board of Directors. In subsequent terms of office, the chairperson is elected by the Board of Directors from among its members.
- (7) The deputy chairperson is appointed by the founder. If the founder cannot or does not wish to exercise this right, the deputy chairperson is appointed by the Board of Trustees. The deputy chairperson assumes the rights and duties of the chairperson of the Board of Directors in the event of the chairperson's inability to act.
- (8) The members of the Board of Directors are only liable for damage caused to the Foundation by them in the course of their duties as members of the Board of Directors through intent or gross negligence.
- (9) The members of the Board of Directors are entitled to reimbursement of their necessary expenses. In addition, they may receive appropriate remuneration, insofar as the Foundation's resources permit. The Board of Trustees determines whether remuneration is paid and how high it is.

§ 6

Decisions by the Board of Directors

- (1) The Board of Directors passes its decisions in meetings. The Board of Directors constitutes a quorum if at least two members are present or participate in a virtual meeting in accordance with Section 2. Outside of these meetings, decisions may also be passed by written circulation procedure if each member participates in the vote. In this case, the written form is also deemed to have been complied with by e-mail (without electronic signature), fax or other documentable written votes cast in electronic form.
- (2) The Board of Directors may also hold meetings without the physical presence of its members by means of electronic communication in the form of video conferences, both fully virtual and hybrid. In this case, a suitable technical procedure must be used to ensure that only members of the Board of Directors can participate in the virtual meeting.
- (3) The chairperson of the Board of Directors invites the members of the Board of Directors to the meetings of the Board of Directors in writing or by e-mail, stating the agenda, or invites them to vote by written circular. Meetings of the Board of Directors are convened with one week's notice. The chairperson of the Board chairs the Board meetings and calls upon the Board members to vote on the respective agenda item.
- (4) Decisions are passed by a simple majority of the members of the Board of Directors. In the event of a tie, the chairperson has the casting vote. As long as the founder is a member of the Board of Directors, no decisions may be passed against his will.
- (5) In the following matters, a unanimous decision and, to that extent, the consent of all members of the Board of Directors are always required:
 - a) Proposals for rules on the allocation of funds;
 - b) proposals on the budget of the Foundation.
- (6) The meetings of the Board of Directors must be recorded in minutes, which are to be signed by all members of the Board of Directors who took part in the meeting. The wording of decisions must be recorded. Decisions adopted by written circulation procedure are to be recorded in writing in minutes to which the votes are to be attached.

§ 7

Tasks of the Board of Directors, representation

- (1) The Board of Directors represents the Foundation in and out of court. It has the position of a legal representative. The Board of Directors acts through its chairperson alone or through his/her vice chair and one other member. The members of the Board of Directors are exempt from the restrictions of § 181 of the German Civil Code (BGB) in their activities.
- (2) The Board of Directors manages the Foundation on its own responsibility in accordance with these Statutes. In doing so, it must fulfill the will of the founder as effectively and sustainably as possible. The members of the Board of

Directors are obliged to manage the Foundation's assets and other funds conscientiously and economically. The task of the Board of Directors is in particular

- a) the passing of decisions on the use of the Foundation's funds,
 - b) the preparation of the report on the fulfillment of the Foundation's purpose as well as the annual statement of income and expenditure of the Foundation including a statement of assets and liabilities, and
 - c) the appointment of an auditor or an auditing company (§ 11 Section 4).
- (3) To support its work, the Board of Directors may employ remunerated employees and auxiliary staff to a reasonable extent, provided that the Foundation's resources permit.
 - (4) The Board of Directors may adopt rules of procedure. They require the approval of the Board of Trustees.

§ 8

Board of Trustees, Chair

- (1) The Board of Trustees consists of a minimum of three and a maximum of seven members. The members of the Board of Trustees should preferably be leading practitioners of sociology.
- (2) The first Board of Trustees is appointed in the Foundation transaction document. The term of office of the Board of Trustees is three years. Reappointment and repeated co-optation of members of the Board of Trustees is possible. A member of the Board of Trustees may be dismissed at any time for good cause.
- (3) The Board of Trustees elects a chairperson and a deputy chairperson from among its members. Re-election is permitted several times. The deputy exercises the rights and duties of the chairperson if he or she is prevented from doing so.
- (4) Retired members of the Board of Trustees must be replaced without delay if the number of members otherwise falls below the minimum number specified in § 8 Section 1 sentence 1. During the founder's lifetime, the members of the Board of Trustees are appointed and dismissed by the founder. After the founder's death or if he can no longer or no longer wishes to exercise his rights under sentence 2, the Board of Trustees supplements itself and appoints the respective succeeding Board of Trustees by co-optation, and members of the Board of Trustees are dismissed by decisions of the Board of Trustees. Co-optation requires a two-thirds majority of the members of the Board of Trustees in office. The decision to remove a member of the Board of Trustees must be approved by all other members of the Board of Trustees. The member of the Board of Trustees concerned does not take part in the decision. He or she must be given the opportunity to comment beforehand.
- (5) If a member of the Board of Trustees resigns prematurely and if, as a result of his or her resignation the minimum number of members of the Board of Trustees pursuant to section 1 sentence 1 of this provision, the remaining members of

the Board of Trustees continue to perform the duties of the Board of Trustees until the successor takes office.

- (6) The election of a member of the Board of Trustees during the current term of office is only permitted for the remaining term of office of the Board of Trustees.
- (7) After the end of the term of office, the members of the Board of Trustees continue to hold office until the next Board of Trustees takes office.
- (8) The members of the Board of Trustees are only liable for damages which they cause to the Foundation in the course of their duties as members of the Board of Trustees due to intent or gross negligence.
- (9) The members of the Board of Trustees are entitled to reimbursement of their necessary expenses to a reasonable extent. With the approval of the Board of Directors, they may be granted appropriate compensation for their activities, provided that the Foundation's funds permit.

§ 9

Decisions by the Board of Trustees

- (1) The Board of Trustees passes its decisions in meetings. The Board of Trustees constitutes a quorum if two-thirds of its members are present or represented. If the Board of Trustees proves unable to pass decisions, a new meeting must be convened with at least three days' notice. At this meeting, the Board of Trustees constitutes a quorum if at least two members are present. This must be pointed out in the new invitation.
- (2) Meetings of the Board of Trustees are convened in writing by the chairperson of the Board of Trustees with two weeks' notice and notification of the agenda. Any member may request the chairperson to convene a meeting, stating the subject of the meeting. The period of notice may be shortened for good reasons. At meetings of the Board of Trustees, a member may be represented by another member with procuracy. The proxy must be submitted to the chairperson before the start of the meeting. No member of the Board of Trustees may represent more than one member.
- (3) Meetings of the Board of Trustees may also be held virtually with the consent of two thirds of the members of the Board of Trustees. In this case, the invitation period is reduced to one week. Section 1 sentence 2 and § 6 Section 2 apply accordingly to virtual meetings of the Board of Trustees.
- (4) Decisions may also be adopted without a meeting by means of written circulation if each member participates in the vote. In this case, the written form is also deemed to have been complied with by e-mail (without electronic signature), fax or other documentable written votes cast in electronic form.
- (5) The decisions of the Board of Trustees are taken by a two-thirds majority of the members participating in the specific vote, unless the Statutes provide otherwise. In the event of a tie, the vote of the chairperson or his/her deputy is decisive.
- (6) The decisions taken at meetings of the Board of Trustees must be recorded in minutes, which must be signed by all members of the Board of Trustees who took part in the meeting. The wording of decisions must be recorded. Decisions

passed by written circulation procedure are to be recorded in writing in minutes to which the votes are to be attached.

- (7) The chairperson of the Board of Directors is entitled to attend the meetings of the Board of Trustees. He/she is to be invited in writing equal to the members of the Board of Trustees.

§ 10

Tasks of the Board of Trustees

- (1) The Board of Trustees advises, monitors and supports the Board of Directors in its activities. Its tasks are in particular to pass decisions on
 - a) guidelines for the allocation of funds on the proposal of the Board of Directors,
 - b) annual overall budget of the Foundation, divided into the administrative budget (asset management and administrative costs) and the funding budget on the proposal of the Board of Directors;
 - c) taking out of loans and disposal of real estate;
 - d) the discharge of the Board of Directors,
 - e) the appointment and dismissal of the members of the Board of Trustees, unless the founder can or wishes to exercise this right; and
 - f) the appointment of the auditor,
 - g) the annual report pursuant to § 11 Section 4 sentence 3
 - h) the appointment and dismissal of the members of the Board of Directors, insofar as the Founder cannot or does not wish to exercise his right to do so himself, and their remuneration.
- (2) The Board of Trustees also decides on amendments to the Statues, on the dissolution of the Foundation and on its merger with another Foundation according to § 12.
- (3) The Board of Trustees supports the Board of Directors in the allocation of funds in accordance with the purpose of the Foundation and submits appropriate recommendations to the Board of Directors for this purpose. The Board of Trustees may consult other experts and advisory boards for this purpose.
- (4) The Board of Trustees reviews the documents in accordance with § 11 Section 3.
- (5) The Board of Trustees may adopt rules of procedure.

§ 11

Fiscal year, management

- (1) The fiscal year is the calendar year. The first fiscal year is a short fiscal year; it begins on the date of approval of the Foundation as a legal entity and ends on December 31 of the same year.
- (2) Each year in advance, the Board of Directors prepares the funding and administrative budgets and submit them to the Board of Trustees for decision.

- (3) The Board of Directors has to record the income and expenditure of the Foundation and collect the receipts. At the end of each financial year, statements of the income and expenditure of the foundation and of its assets as well as a report on the fulfillment of the foundation's purpose are to be drawn up.
- (4) The Board of Directors must have the Foundation audited by an auditor or auditing firm. The audit assignment must also cover the maintenance of the Foundation's assets and the use of the Foundation's funds (income and any donations) in accordance with the Statutes, with the preparation of an audit report within the meaning of § 8 Section 2 of the Berlin Foundations Act (StiftG Bln). The Board of Trustees decides on the report on the fulfillment of the Foundation's purpose and the audit report it has assessed in accordance with sentences 1 and 2 as its annual report.

§ 12

Amendments to the Statutes, dissolution of the Foundation, merger with another foundation, accumulation of assets

- (1) Decisions amending the Foundation's Statutes are passed by a three-quarters majority of the members of the Board of Trustees and with the approval of the Board of Directors, subject to Section 2.
- (2) Decisions on amendments to the Statutes that affect the purpose of the Foundation are excluded.
- (3) In the event of the dissolution of the Foundation or the discontinuation of tax-privileged purposes, the assets are to be transferred to a legal entity under public law or another tax-privileged corporation with the condition that they be used exclusively and directly for the promotion of sociology as a scientific discipline and its interdisciplinary connections in research, support for young researchers, teaching and public awareness.

§ 13

State supervision

- (1) The Foundation is subject to supervision by the State of Berlin in accordance with the provisions of the Berlin Foundation Act (StiftG Bln.).
- (2) Pursuant to § 8 StiftG Bln, the members of the Board of Directors are obliged to submit to the supervisory authority
 1. the composition of the Board of Directors of the Foundation, including the distribution of offices within the Board of Directors, providing evidence (election records, appointment certificates, declarations of acceptance or resignation, or other documentary evidence), and notifying the address of the Foundation and the residential addresses of the members of the Board of Directors;

2. submit the annual report adopted pursuant to § 11 Section 4; this should be done within eight months of the end of the fiscal year; the decision of the Board of Trustees must be enclosed.
- (3) Decisions on amendments to the Statutes, the dissolution of the Foundation or its merger with another Foundation require the approval of the supervisory authority. Approval must be applied for from the supervisory authority by the members of the Board of Directors authorized to represent the Foundation according to § 7 Section 1.

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(place), the

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(Signature of the founder)