

MOVING International Road Safety Association e. V.

§ 1 Name and Domicile

- (1) The association is called "MOVING International Road Safety Association e. V."
- (2) The association is registered at the Vereinsregister, Amtsgericht Charlottenburg, Berlin (Germany), VR 31089. The association has its domicile in Berlin.

§ 2 Purpose

Purpose of the association is to promote education and accident prevention in the fields of road safety, traffic safety education and training, including the associated training and testing procedures in Europe and worldwide.

The purpose is achieved in particular through the dissemination of knowledge from science and research with the aim of further professionalisation of road safety education and training, through the initiation of exchange between organisations, corporations, associations, politics and administration, e.g. by conducting thematic conferences and through the support of activities in the fields of traffic safety, traffic safety education and training, for example, by the bestowal of awards for projects.

§ 3 Fiscal Year

The fiscal year is the calendar year. The first short fiscal year ends on 31 December 2011.

§ 4 Membership

- (1) Membership of the association will be open to: organisations, companies, government agencies and individuals who identify with the objectives of the association and are engaged in or associated with traffic safety education.
- (2) Members of MOVING are full members, associated members or honorary members.
 - a) Full members generally are publishers according to § 2 (above) or companies working professionally in the field of driver training such as driving schools or driver training companies.
 - b) Associated members generally are public or private institutions that are active in the field of road safety and support the goals of the association.
 - c) Honorary members are individuals whose professional or private commitment has contributed distinctively to the development and promotion of the association and who earn this special award not only in the opinion of MOVING. Honorary members cannot simultaneously be full or associated members. The appointment of a full member as an honorary member shall not affect his right to vote.
- (3) Application for membership must be in writing and shall be submitted to the Executive Board of the association who decides on acceptance of applications. Membership is acquired through the receipt of the written appointment as a member.

(4) The membership terminates

- a) by the end of the fiscal and administrative operations of the member, particularly in the context of a business closure, liquidation or insolvency, or with death of individual members
- b) by submitting a written letter of resignation to the Executive Board on the end of a calendar year, a notice period of 3 months is to be observed.
- c) by expulsion from the association.

(5) A member who wilfully and gravely disregarded the interests of the association may be expelled from the association by decision of the Executive Board. Before a decision is taken to exclude a member, the member is to be given sufficient opportunity to answer the accusations made personally or in writing. The decision on the exclusion must be justified in written form and served upon the member by certified mail with return receipt. The member may appeal the decision within a period of one month upon receiving the notice with a written appeal to the Executive Board. The appeal decision is made by the General Assembly. If the member does not make use of the right to appeal within this period, the member accepts the exclusion decision.

§ 4.1 Rights and Obligations of Members

a) Full members

1) have the following rights:

- to participate, to speak and to vote in the General Assembly (see § 8 General Assembly);
- to participate in meetings, conferences and all other public and closed events organised by the association;
- to get information about the financial situation of the association including details such as office costs, costs of business trips, catering, etc.): annual overview, annual financial statement

2) have the following obligations:

- to pay their membership fee that is determined by the General Assembly;
- not to disregard the interests of the association;
- to comply with the constitution, the rules and the decisions of the General Assembly;
- to inform the Executive Board and the General Assembly about current relevant developments in road safety education and the organisation of driver training and driving testing in their countries. In case two or more full members are from the same country, those members decide who of them is responsible for providing this information.

b) Associated members

1) have the following rights:

- to participate and to speak in the General Assembly without having the right to vote;
- to participate in meetings, conferences and all other public events organised by the association;
- to get by request copies of all documents made by the association – unless the Executive Board decides that certain documents are confidential and shall be available to full members only.

2) have the following obligations:

- not to disregard the interests of the association;
- to comply with the constitution, the rules and the decisions of the General Assembly;
- to provide information relevant for the aims and activities of MOVING.

c) Honorary Members

1) have the following rights:

- to participate and to speak in the General Assembly without having the right to vote;
- to participate in meetings, conferences and all other public events organised by the association;
- to get by request copies of all documents made by the association – unless the Executive Board decides that certain documents are confidential and shall be available to full members only.

2) have the following obligations:

- not to disregard the interests of the association;
- to comply with the constitution, the rules and the decisions of the General Assembly;
- to provide information relevant for the aims and activities of MOVING.

§ 5 Organs; Language

(1) Organs of the association are:

1. the Executive Board
2. the Management
3. the General Assembly

(2) The communication of the association is usually in English or German. Membership meetings and exclusions must be carried out in German, except where the Executive Board and the General Assembly unanimously agree on a different language.

§ 6 The Executive Board

(1) The Executive Board is the Board of Directors according to BGB (German Civil Code).

(2) The Executive Board of the association consists of a President. In addition, up to three Vice-Presidents can be elected as additional members of the Executive Board. The President may represent the association in or outside court regardless of the size of the Executive Board. A Vice-President may represent the association in or outside court only together with another member of the Executive Board.

(3) The Executive Board is elected by the General Assembly for a period of 2 years. It remains in office until a new Executive Board is elected. Should a member of the Executive Board resign before his or her term of office has ended, the board may appoint a successor to serve the remainder of the unexpired term.

§ 7 The Management

(1) The Board may appoint a general manager.

(2) The manager is a special representative in accordance with § 30 Bürgerliches Gesetzbuch/BGB (German Civil Code).

(3) The power of the general manager is limited to the association's ongoing business. His or her power of attorney does not cover:

- a) the disposal of all or a substantial parts of the assets of the association;
- b) the establishment and closure of sites;
- c) the purchase, sale or mortgaging of land or land rights and the construction or substantial alteration of buildings;
- d) completion or amendment of lease, rental, leasing or similar contracts with continuing obligations that exceeds a term of 12 months or a total value exceeding 5,000 €;
- e) substantial changes to the organisational structure of the association;
- f) the definition of political positions of the association;
- g) the completion or termination of employment contracts with employees or senior executives;
- h) the grant or withdrawal of commercial or other power of attorneys;
- i) the initiation of proceedings before national courts or arbitral tribunals and the acceptance of compromises, if exceeding 5,000 €;
- j) the granting of loans, provided these are not in accordance with normal banking behaviour or exceeding a total of 10,000 € per fiscal year;
- k) the order of assets outside the ordinary course of business of the association.

§ 8 General Assembly

- (1) Not less than four weeks before the date of the next annual meeting, the President will give personal invitations to the General Assembly by mail or email addressing the last known address of the members stating the time and place of each meeting, and announcing the agenda as set by the Executive Board.
- (2) The General Assembly is responsible for:
 - a) the approval of the budget for the coming fiscal year,
 - b) the formal approval of the account of the association's activities and economy as reported by the Executive Board,
 - c) election of the members of the Executive Board,
 - d) establishment of the association member fees,
 - e) decisions on changes to the constitution of the association and the dissolving of the association,
 - f) final decisions on the appeal of a member against expulsion from membership by the Executive Board
- (3) The Executive Board is required to promptly call a General Assembly if the interest of association requires it, or 10% of the members request such a meeting on important grounds specified in written form.
- (4) Decisions made by the General Assembly must be recorded in the minutes, which must be signed by the chairman of the meeting and the recording secretary.

§ 9 Membership Fees

The amount and the due date of the membership fee will be determined by the General Assembly by decision. Regardless of the membership fees additional voluntary contributions can be made.