



# BILD-KUNST

Collecting Society BILD-KUNST 53113 Bonn Weberstraße 61

Legal society by state award

Main Office Frankfurt am Main

## Administrative Council Rules of Procedure

as amended by the Administrative Council decision on July 1<sup>st</sup>, 2016

### § 1 Administrative Council composition and obligations

1. The administrative council consists of six honorary members of each of the professional groups (§ 10 no. 1 VG Bild-Kunst statutes) being elected by the general assembly on the professional groups' proposal (§ 8 no. V b) of the statutes). Each member has a deputy.
2. The administrative council controls the board of directors' work and decides on the tasks assigned to it by § 11 VG Bild-Kunst statutes in combination with further applying provisions of the statutes. A report on its activities is given once a year to the general assembly.

### § 2 Chair and Invitation

1. Each professional group elects a chairperson (§ 9 no. VI sentence 2 of the statutes). The professional group chairpersons will take turns each year in presiding the administrative council, the year of presidency beginning with the annual general assembly date and ending with the day before the administrative council meeting. Presidency will in the first year after voting be taken by the chairperson of professional group I, followed in the second year by that of professional group II and in the third year by that of professional group III.
2. The acting chairperson invites the members and deputy members of the administrative council announcing the agenda within at least two weeks prior to the administrative council meetings. The invitation is being issued in writing; the administrative council members inform the head office if they wish to be invited by written letter.
3. The administrative council convenes whenever necessary, but at least twice a year, one of these meetings to be held on the day before the regular general assembly; it must convene on request of at least two administrative council members (§ 10 IV of the statutes). The request has to be submitted in writing to the administrative council chairper-

son who coordinates the meeting date with the board of directors. The meeting shall not be scheduled later than until the end of the following month.

### § 3 Administrative Council meetings – Decision-making

1. Even if the regular administrative council members participate in the meeting, the deputy members may also take part. In that case they have a right to speak, but no right to vote and cannot ask for reimbursement of their expenses. The administrative council can decide differently in single exceptional cases.
2. Administrative council votes are being decided by majority decision.
3. The board of directors can initiate a vote in written circulation procedure. In that case written information on the issue to be decided must be circulated at least two weeks before the end of the vote. Votes are cast in writing at the head office. Not voting and invalid voting are considered as abstention. The decision is effectively taken with an absolute two-thirds majority of the administrative council members entitled to vote, provided that no more than one dissenting vote from each professional group has been cast. If such majority is lacking, the decision can be taken in the following administrative council meeting by majority vote. The election result must be communicated immediately in writing to the administrative council members.
4. Written minutes recording the administrative council meetings will be signed by the chairperson and the minute keeper and authorized by the administrative council.

### § 4 Validity

The administrative council rules of procedure in their present form become effective as of July 2<sup>nd</sup>, 2016. They can be modified by majority vote at any given time.