

salary if there are sufficient funds available, so long as this does not significantly impair the fulfilment of the aims of the foundation.

§ 8 The Founders Committee

1. The Founders Committee consists of at least two members and is composed of the founders and cofounders. Each person has one vote. Cofounders in this case are persons who have contributed an amount of at least EUR 20,000 (previous amount DM 20,000) to the increase of the foundations' assets.
2. The Founders Committee is to monitor the management of the Board. The committee is in charge of checking the lists and the report (see section 7, article 2 of the charter), approving the decisions of the Board every year and advising the Board. Furthermore, the Founders Committee elects the members of the Board.
3. In the event of a founder or cofounder being elected to the Board, they lose their seat on the Founders Committee during the period of office.
4. If, at any point, the number of members of the Founders Committee is less than two, the remaining member is to elect a second member, who does not have to be a cofounder.

§ 9 Board of Trustees

1. Should the Board require professional consultation, a board of trustees is set up, consisting of voluntary, unpaid members. The members are appointed by the Board.
2. A trustee may not simultaneously be a member of the Board.

§ 10 Amendment to the Charter, Changes of Purpose, Dissolution of the Foundation

1. Amendments to the foundation's charter may only be made if these are unanimously agreed upon by the Founders Committee and the Board.
2. If the efforts of the foundation are considerably impaired due to the set aims of the foundation, the purpose of the foundation may be altered, under the condition that there was a unanimous decision to do so by the Founders Committee and the Board. The new aims of the foundation are to be charitable and promote nature conservation, environmental protection and international cooperation.
3. In the event that the fulfilment of the foundation's aims of the foundation becomes impossible, or if the foundation no longer appears to be meaningful in

the face of significant changes in circumstances, the foundation may be dissolved by a unanimous decision of the Founders Committee and the Board. If this should be the case, the assets of the foundation are to fall to the Environmental Action Germany (Deutsche Umwelthilfe e.V.), which is to use said assets solely and exclusively for the purposes of nature conservation and environmental protection. In the event that this is not possible due to legal restrictions outlined in laws for foundations, e.g. if the Environmental Action Germany has been dissolved, the assets fall to a legal entity under public law or another tax-privileged corporation, for purposes in accordance with those outlined in article 2 of this charter. The founders are not entitled to a repayment of invested funds from the assets.

4. Any decisions under Paragraphs 1-3 must be agreed upon by a majority of at least two thirds by the Founders Committee and the Board.

§ 11 Government Supervision

1. The foundation is subject to governmental supervision by the State of Berlin according to the regulations set by the Berlin Foundation Law (StiftG Bln).
2. As defined by section 8 StiftG Bln, the members of the representative body are obliged
 - a) to immediately inform the supervising authority regarding the current composition of the foundation bodies, including the assignment of offices among the members of the Board, to verify this and to disclose the various addresses of the foundation and the members of the Board.
 - b) to submit an annual report to the supervising authority within four months, or eight months after the end of the financial year, if the subject report is the audit report as outlined in section 7, article 3 of this charter. The decision of the Founders Committee on the assessment of the annual report is to be included in the submission.
3. Decisions on amendments to the charter, the dissolution of the foundation or merging with another foundation have to be approved by the supervisory authority.
4. An application by one of the authorised Board members, as per section 6, article 3, is necessary to gain the approval of the supervisory authority.



International Foundation for
Environment and Nature

FOUNDATION CHARTER

Preamble

This foundation was set up, as a response to the realization that the many and diverse natural resources, which provide an important basis for our existence, are under ever-increasing threat. As such, the founders' aim is to promote the protection and development of wildlife habitats and the myriad of associated flora and further, to advance sustainable economic approaches that benefit both humans, and the environment. The foundation now works according to the principle that mutual learning and shared responsibility between people in the North and South are key to solving global problems, some of which are essential for survival.

§ 1 Name, Legal Form

The foundation bears the name Global Nature Fund (GNF). It is a foundation with legal capacity under civil law and is based in Berlin.

§ 2 The Purpose of the Foundation

1. The purpose of the foundation is to further conservation and environmental protection and promote animal welfare. Of particular importance to do so, is the international cooperation for the advancement of international understanding and development aid.
2. The purpose of the foundation is to be realised in particular through:
 - a) promoting animal welfare, especially by initiating and carrying out conservation and environmental protection projects for the preservation of fauna but also, protecting migrant species, their habitats and their migratory routes,
 - b) lending advice to organisations and institutions regarding the development of approaches for an environmentally sound and economic use of natural resources,
 - c) environmental education to further international conventions on animal welfare and species protection through youth care and welfare,
 - d) publications and events which are educating and raise awareness for topics related to nature conservation and environmental protection, as well as the directly associated issues of the worldwide fights against poverty and the protection of resources,
 - e) supporting international programmes and conventions for nature conservation and environmental protection, as well as sustainable development in northern and southern countries, provided this is closely linked with issues related to nature conservation and environmental protection,
3. There is no existing legal claim regarding the allocation of foundation funds.

4. In accordance with the section on "tax-exempt objectives" in the tax code, the foundation solely and exclusively pursues charitable purposes.
5. The foundation acts selflessly and first and foremost does not pursue individual financial interests.

§ 3 The Assets of the Foundation, Use of Funds

1. The initial assets of the foundation amount to EUR 86,919,62 (DM 170,000). On 31.12.2009 the assets of the foundation amounted to EUR 417,638,04.
2. The assets of the foundation are to be strictly maintained. In accordance with the valid tax laws, fractions of the annual earnings may be collected in a free reserve and then added to the foundation assets.
3. In pursuit of the purposes of this foundation, only its earnings as well as potential donations may be used, if these are not specifically dedicated to increasing the assets of the foundation. If urgently required, however, the actual assets of the foundation may be used, whereby the annual limit is a maximum of 10% of the assets present on 31st December of the previous year, and the condition is that the Board of Directors has determined the necessity for the funds in a special, unanimous vote. The assets of the foundation are to be restored to the original amount as soon as possible.
4. Funds are only to be used for purposes in accordance with the charter. No individual may be favoured through expenses that are not in accordance with the foundation or through a disproportionately high salary.

§ 4 Bodies

1. The bodies of the foundation are:
 - a) the Board of Directors (Board),
 - b) the Founders Committee

§ 5 The Board of Directors

1. The Board of Directors consists of three to seven individuals which are elected by the GNF Founders Committee for a period of four years. Elections of additional members and by-elections during an on-going term of office, are only valid for the remainder of that term.
2. The Board elects the president and vice-president from among its members.
3. Decisions by the board are made in meetings or via written vote. Upon invite by the president or vice-president, all members are informed on the precise agenda; they attend meetings at which they are requested to participate in a vote. The Board is deemed quorate, when at least half of its members are either present at the meeting or take part in a written vote.

4. Decisions are reached by a simple majority of those present or those participating in a written vote, unless the charter makes other provisions. If no majority is reached, the president has the casting vote. Minutes of Board meetings are to be recorded and signed by the Chair. Decisions are to be recorded verbatim.

§ 6 Responsibilities of the Board

1. The Board is responsible for the administration of the foundation in accordance with the charter. Thereby, the objective is to fulfil the vision of the founders as effectively and persistently as possible. The members of the Board are obliged to administer the assets of the foundation and other funds conscientiously and economically.
2. The members of the Board are to carry out their duties in an honorary capacity without direct payment. They are, however, entitled to an appropriate compensation for their time and material costs, depending on available foundation funds, and if this is feasible without considerable impairment of the aims of the foundation.
3. In accordance with Section 26 BGB (the Civil Code), the foundation is represented by the president and vice-president in and out of court. Both have the right of sole representation.

§ 7 Management

1. The financial year is to be the calendar year.
2. The income and expenses of the foundation are to be recorded and receipts to be collected. At the end of every financial year a list of income, expenses and the assets of the foundation, as well as a report on the fulfilment of the aims of the foundation are to be drawn up.
3. In accordance with section 2, the Board is responsible for getting the lists checked by an auditor or an auditing company, if the assets of the foundation exceed EUR 500,000 (previous amount DM 1,000,000) or if the funds of the foundation amount to at least EUR 25,000 (previous amount DM 50,000). The audit must also include the conservation of the foundation assets, as well as the use of the income according to the charter, which is to be recorded in an audit report in accordance with section 8, paragraph 2 of the Berlin Foundation Law.
4. The Board has the authority to appoint a managing director for the foundation, whereby this person does not have to be a member of the Board. This appointed managing director may be granted an appropriate