

Statutes

Of the
International Council on Badges and Credentials e.V. [ICoBC]

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§ 1 Name, place, registration, business year

- A. The association bears the name "International Council on Badges and Credentials e.V.", abbreviated "ICoBC".
- B. It has its registered office in Berlin.
- C. It shall be entered in the Register of Associations at the Berlin-Charlottenburg Local Court.
- D. The business year is the calendar year.

§ 2 Purpose

- A. The non-profit purpose of the Association is to promote global exchange, collaboration, and development for the recognition of informal, non-formal, and formal learning with digital badges (badges) and credentials, including:
 - a) Ensuring a systemic (holistic) view of digital badges (badges) and credentials for individuals, organizations, and societies.
 - b) Promote the formation of an inclusive network of interested stakeholders based on the principle of diversity.
 - c) Demonstrate understanding of current global developments in the field of digital badges (badges) and credentials and their local adaptation through examples.
 - d) To support innovative projects from idea to realization. This can be done on a scientific, policy or application level.
- B. In order to realize the statutory purpose, the Association develops a methodological, technological and organizational infrastructure, which is managed by the Secretariat and maintained by the members. Under the umbrella of the Association, working groups may be formed to focus on specific initiatives as well as regional areas.

§ 3 Selflessness / Non-Profit

- A. The Association shall exclusively and directly pursue charitable purposes within the meaning of the section "Tax-privileged purposes" of the German Tax Code.
- B. The Association shall act selflessly. It does not primarily pursue its own economic purposes.
- C. The Association's funds may only be used for purposes in accordance with the Articles of Association. Members shall not receive any benefits from the Association's funds unless they are used exclusively for the purposes of the Association.
- D. No person may be favored by expenditures, which are foreign to the purpose of the association, or by disproportionately high remunerations.

§ 4 Membership

- A. Any natural or legal person who supports the purpose of the Association and agrees to the Articles of Association may become a member of the Association.
- B. The Executive Board or a representative appointed by the Executive Board shall decide on the application for membership in the Association. This decision shall be documented and made available to the applicant for membership upon request.
- C. Membership shall commence on the date of receipt of membership dues.
- D. Membership shall terminate upon resignation, death, or expulsion.
- E. Resignation from the association is possible at the end of the current calendar year by written declaration to the secretariat. A notice of resignation must be submitted in writing no later than 11/30 of the current calendar year.
- F. If a member fails to pay the membership fee three months after the due date, this shall be considered as a resignation from the Association.
- G. Expulsion can only occur for an important reason. Important reasons are:
 - a) serious violation of the aims and interests of the association
 - b) outstanding membership fees for at least three months
- H. The Executive Board decides on the exclusion.
- I. Upon proposal of the Executive Board, the General Assembly may appoint persons who have rendered outstanding services to the Association as honorary members.

§ 5 Contributions, assets of the association

- A. The amount and due date of membership dues for individuals and legal entities shall be decided by the members with the majority of the votes of the General Assembly.
- B. The Association may acquire property within the scope of its purpose, but members have no claim to shares in the Association's assets.

§ 6 Organs of the Association

- A. The organs of the association are the general meeting and the Executive Board.

§ 7 Executive Board

- A. The Executive Board shall consist of an odd number of not less than three and not more than seven members (President and Vice-Presidents) of the Association and shall serve in an honorary capacity. The members of the Executive Board may be employed.

- B. The Executive Board represents the Association judicially and extrajudicially. Representation shall be exercised jointly by two members of the Executive Board.
- C. The activity in the service of the association can be remunerated within the framework of §3 No. 26a of the income tax law (honorary lump sum), on which the general meeting decides.
- D. The term of office of the Executive Board is four years. Re-election is permissible. The Executive Board remains in office until a new Executive Board is elected. If a member of the Executive Board retires prematurely, a by-election may be held at a general meeting. Until then, the Executive Board shall consist of the remaining members.
- E. The Executive Board shall be responsible for managing the day-to-day affairs of the Association. It shall have the following duties:
 - a) Overseeing the execution of the resolutions of the general membership meeting,
 - b) Developing organizational strategies and directing their operational implementation,
 - c) personnel management, and
 - d) renting of business premises.
- B. The Executive Board shall adopt its resolutions by a simple majority of votes. A motion is rejected if an equal number of votes are cast in favor and against. Executive Board resolutions must be recorded and signed by the President or Vice President. An electronic signature in an email is acceptable.
- C. Meetings of the Executive Board shall be held virtually at least three times a year. The President shall send out invitations by email at least 3 weeks prior to the meeting. Meetings of the Executive Board shall constitute a quorum when at least a majority of the members of the Executive Board are present.

§ 8 General Meeting

- A. The General Membership Meeting is the highest decision-making body of the Association. It must be convened annually; in addition, an extraordinary general meeting may be convened at the request of at least half of the members. Decisions are made by a simple majority of the members present. The meeting is convened by the Executive Board with a notice period of 4 weeks. The invitation will be sent by e-mail. The agenda items will be sent with the invitation. The general meeting can be held by video conference. Authentication takes place via the e-mail address assigned to the member. A vote in written form takes place via video conference session in chat via yes/no as well as via comments. The general meeting decides for example on:
 - a) the tasks and areas of activity of the Association relevant to its purpose,
 - b) the election, re-election and discharge of the Executive Board,
 - c) the annual budget to be presented by the Executive Board,

- d) the contributions to be levied,
 - e) the amendment of the Statutes and the dissolution of the Association.
- B. In order to pass a resolution on the discharge of the Executive Board, the annual balance sheet and the annual report must be submitted at least 3 weeks before the General Assembly.
- C. Proposals for the deselection of the Executive Board, for the amendment of the Statutes including the change of the purpose of the Association and for the dissolution of the Association, which have not already been sent to the members with the invitation to the General Assembly, can only be decided at the next General Assembly.
- D. Each member has one vote. Unless otherwise stated, a simple majority of the votes cast shall be decisive for voting. In the event of a tie vote, a motion shall be deemed rejected. Removal of the Executive Board and amendments to the Bylaws may only be passed by a two-thirds majority of the members present. Transfer of voting rights is permitted, but is limited to transfer to members.
- E. Minutes shall be kept of the resolutions of the general meeting and shall be signed by the keeper of the minutes and the Executive Board. The signing can be done electronically.

§ 9 Dissolution of the Association

- A. Die Auflösung des Vereins kann nur auf einer eigens zu diesem Zweck einberufenen Mitgliederversammlung mit einer Dreiviertelmehrheit der anwesenden Vereinsmitglieder beschlossen werden.
- B. In the event of the dissolution or annulment of the Association or in the event of the discontinuation of tax-privileged purposes, the assets of the Association shall fall to a non-profit institution under public law or to another tax-privileged corporation for the promotion of the purpose of the Association.
- C. In case of dissolution of the Association, resolutions on the use of the assets require the approval of the tax office.