

# STATUTES OF THE FOUNDATION “AKADEMIE SCHLOSS SOLITUDE” IN STUTTGART

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## I. GENERAL PROVISIONS

### §1 – Establishment, legal form, name and headquarters

The state of Baden-Württemberg has established a legally capable Foundation under public law with the name “Akademie Schloss Solitude”, hereinafter known as “Akademie”. The Akademie is headquartered in Schloss Solitude, Stuttgart.

### § 2 – Foundation objective

1. The Akademie was established in order to promote art and culture.
2. The Statutes’ objective shall be realized in particular by
  - a. awarding residence fellowships to emerging artists and
  - b. organizing artistic encounters, seminars and conferences, performances, readings, concerts and exhibitions by fellows and guests and documenting these in the form of publications. Here, the focus is placed on younger and particularly gifted artists.
3. Furthermore, the Akademie promotes a dialog between art, science and economics via the allocation of fellowships and interdisciplinary projects. These events should raise awareness of the Akademie within the public domain on both a national and international scale.

### § 3 – Non-profit status

1. The Akademie shall solely and directly pursue charitable objectives within the meaning of the section entitled “tax-privileged objectives” in the German Fiscal Code. It acts altruistically and does not primarily pursue its own financial objectives.
2. Akademie funds may only be used for statutory purposes. No person may benefit from expenditure unconnected to the Foundation’s objective, or from disproportionately high remuneration.
3. Members of the Akademie’s Foundation Board and the Board of Trustees perform their activities on a voluntary basis. They are entitled to a reimbursement of their expenses, in addition to the payment of attendance fees.

### § 4 – Foundation assets

The Akademie’s assets consist of donations from the State of Baden-Württemberg and from third parties, in addition to assets purchased using the aforementioned donations.

### § 5 – Use of the Foundation’s assets

1. The State of Baden-Württemberg places donations at the disposal of the Akademie in accordance with the state budget.
2. The Akademie fulfils its objectives by means of the Foundation’s assets and its revenue, and via donations received from benefactors or third parties. Restrictions associated with the donations must be observed.
3. The Akademie shall endeavor to solicit third-party donations.

## II. FOUNDATION BODIES

### § 6 – Foundation bodies

The Foundation's bodies are as follows:

1. the Foundation Board,
2. the Chairman,
3. the Board of Trustees.

### § 7 – Structure of the Foundation Board

1. The Foundation Board includes:
  - a. a representative of the State Ministry,
  - b. a representative of the Ministry of Science, Research and the Arts,
  - c. a representative of the Ministry of Finance.

The members of the Foundation Board are appointed by the Minister-President at the suggestion of the relevant ministry for the duration of one legislative period. In the event that a member leaves political office, his or her function as a Foundation Board member also ends. The Foundation Board is chaired by the representative of the Ministry of Science, Research and the Arts. The Foundation Board has its office in the Ministry of Science, Research and the Arts.

2. Permanent representatives are appointed to substitute members of the Foundation Board in the event that the latter are unable to perform their duties.
3. The Foundation Board shall be convened by the Chairman as required, and at least once every calendar year. The Board shall constitute a quorum when all its members are present. Decisions shall be taken with a majority vote. Unless the Foundation Board decides otherwise in individual cases, the Akademie director

shall attend meetings of the Foundation Board in an advisory capacity.

### § 8 – Duties and responsibilities of the Foundation Board

1. The Foundation Board is the Foundation's chief body. The Board is responsible for monitoring the activities of the Chairman.
2. The Foundation Board is responsible for the following matters:
  - a. maintaining the basic principles of the Akademie's work within the context of the Foundation objective in accordance with § 2 of the present Statutes,
  - b. the Foundation's development and expansion planning, particularly long-term planning,
  - c. the medium- and long-term financial planning and the establishment of the economic and personnel appointment plan,
  - d. the appointment and dismissal of the Akademie director,
  - e. the acceptance of the financial statements and the annual and accounting reports. The Foundation Board grants discharge, which requires the approval of the Foundation Authority,
  - f. agreeing to projects of great cultural or economic significance proposed by the Board of Trustees,
  - g. agreeing to matters in which the Foundation Board previously refused its consent.

### § 9 – Chairman

1. The Akademie director is the Foundation's Chairman.
2. The Akademie director is appointed for a period of 5 years. A re-appointment is possible. Members of other Foundation bodies may not be appointed to the post of Chairman.

3. In the event that the administrative director is unable to fulfill his or her duties, the Akademie director shall represent the Akademie in a judicial and extra-judicial sense; he or she shall manage the Akademie's business activities within the framework of the Foundation's objective in accordance with § 2 of the present Statutes. In particular, this includes

- a. the planning and execution of the Akademie's occupancy and events in accordance with Board resolutions,
  - b. the appointment and dismissal of personnel,
  - c. the preparation of current and future projects and their coordination with other cultural institutions or universities, as appropriate,
  - d. the creation of a prescient financial, investment and personnel planning strategy,
  - e. the conclusion of cooperation agreements with other cultural institutions or universities,
  - f. the preparation and execution of the resolutions of the Foundation Board and the Board of Trustees.
4. The Akademie director requires the prior consent of the Foundation Board in order to perform the following activities:
- a. the purchase, sale and encumbrance of landed property and other real property rights,
  - b. the taking out of loans,
  - c. the granting of rights of lien or other rights to moveable assets and the granting of usage rights to such assets,
  - d. the appointment and dismissal of the administrative director,
  - e. the conclusion of cooperation agreements with other cultural institutions or universities,
  - f. the execution of legal transactions and measures whose

prior implementation had not met with the consent of the Foundation Board,

g. other legal transactions and measures exceeding the scope of the Akademie's usual business operations.

#### § 10 – Board of Trustees

1. The Board of Trustees includes:
  - a. up to twelve representatives from the art world, including at least two each from the sectors visual arts, performing arts, literature and music,
  - b. up to twelve public figures and figures from the fields of science and economics who advocate the Foundation's objectives.
  - c. two representatives from the artistic foundation Kunststiftung Baden-Württemberg GmbH,
  - d. one representative from each state parliament fraction,
  - e. one representative from the city of Stuttgart.
2. With the exception of ex officio members, the members of the Board of Trustees shall be appointed by the Minister-President of the State of Baden-Württemberg for a period of three years at the suggestion of the Foundation Board. Members of the Board of Trustees may not be members of any other Foundation body simultaneously. Re-appointment on a one-time basis is permissible.
3. The Board of Trustees shall elect the Chairman and Deputy Chairman from among its members. The Chairman shall convene a meeting of the Board of Trustees at least once every calendar year. The Board of Trustees shall take decisions with a majority vote.
4. The Akademie director shall prepare the meetings of the Board of Trustees. Unless the Board of Trustees decides other-

wise in individual cases, the Akademie director shall attend meetings of the Board of Trustees in an advisory capacity.

#### § 11 – Duties and responsibilities of the Board of Trustees

1. The Board of Trustees shall advise the Foundation Board and the Akademie director on all fundamental issues, and shall promote the work of the Akademie. The Board of Trustees shall appoint from its members an advisory body, which is entrusted with advising the Akademie on an ongoing basis. The members of the Foundation Board are entitled to attend meetings of the Board of Trustees in an advisory capacity.
2. The Board of Trustees shall adopt its Rules of Procedure.

### III. PROCEDURES AND MANAGEMENT

#### § 12 – Administration, financial reporting and auditing

1. The Foundation's financial assets must be used sparingly in terms of economic aspects.
2. Continuous records and accounts must be drawn up concerning all revenue and expenditure and the Foundation's assets. The financial year corresponds to the calendar year.
3. Without prejudice to the legal right of examination by the audit office of the State of Baden-Württemberg, the audit of the Foundation's accounts shall be performed by an expert nominated by the Foundation Board.
4. Moreover, the legal regulations, with particular reference to the foundation law of the State of Baden-Württemberg in its current valid version, shall also apply.

#### § 13 – Statute amendments, Foundation's dissolution

1. Resolutions regarding amendments to the present Statutes and the dissolution of the Foundation require a unanimous vote by the Foundation Board. The opinions of the Chairman and the Board of Trustees must be heard prior to any decision. The resolutions shall only be deemed legally effective with the approval of the Foundation Authority.
2. In the event of the Akademie's disbandment or dissolution or in the event of the discontinuation of its tax-privileged objectives, the Akademie's assets shall be transferred to the State of Baden-Württemberg, which shall be obliged to use these for cultural ends in a direct and exclusive manner.

#### § 14 – Entry into force

These Statutes shall come into force on the day after their proclamation in the Common Official Journal of the State of Baden-Württemberg.

GABl, N° 2, February 23, 2011, p. 156