

Statutes of the Foundation ZBW – Leibniz Information Centre for Economics

(This document is a translation into English of the Statutes of the ZBW – Leibniz Information Centre for Economics, provided as a service. Only the German version is legally binding.)

From July 19, 2018

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On the basis of § 11 of the law establishing the Foundation “German National Library of Economics - Leibniz Information Centre for Economics (ZBW)” (Deutsche Zentralbibliothek für Wirtschaftswissenschaften - Leibniz- Informationszentrum Wirtschaft (ZBW)) dated

November 30, 2006 (GVOBl. Schl.-H. P. 262), last amended by law of April 9, 2018 (GVOBl. Schl.-H. P. 228), the Board of Trustees adopted by resolution dated December 2, 2016, the following statutes.

§ 1

Name, Legal Form, Registered Office

(1) The “German National Library of Economics - Leibniz Information Centre for Economics (ZBW)”, created out of the libraries of the Kiel Institute for the World Economy (IfW) and the Hamburg Institute of International Economics (HWWA), is a foundation with legal capacity under public law of the State of Schleswig-Holstein (Federal State).

(2) The Foundation bears the name “German National Library of Economics - Leibniz Information Centre for Economics (ZBW)” and is also called ZBW - Leibniz Information Centre for Economics.

(3) The Foundation is based in Kiel. It has its own locations in Kiel and in Hamburg. The Foundation can set up additional locations in order to store its holdings in stack-rooms.

(4) The Foundation is under the supervision of the Ministry of Schleswig-Holstein (Ministry) that is responsible for the promotion of scientific research. All matters are coordinated with the other two funding organizations of the Foundation, the government agency of the Free and Hanseatic City of Hamburg responsible for funding scientific research and the competent Federal Ministry.

(5) The Foundation pursues, exclusively and directly, charitable purposes within the meaning of the section “Tax-privileged Purposes” of the German Tax Code.

§ 2

Purpose of the Foundation

(1) The Foundation collects and indexes economic literature that has been published internationally. It offers comprehensive services that enable the efficient, effective and sustainable use of specialist economic information. It is a user-oriented scientific information infrastructure that is committed to exchanging information in a modern and innovative manner.

(2) In order to make its services available for scientific, commercial, political and administrative as well as educational and training purposes, the Foundation maintains close ties to and cooperates with both scientific institutions, in particular universities in Kiel and Hamburg, as well as scientists, from both Germany and abroad, from national and international research institutions and institutions focusing on the transfer of information. The Foundation may undertake other tasks

related to the provision of economic information. These include, in particular, application-oriented research in the fields of computer and information science. To this end, the Foundation conducts joint appointment procedures with universities.

(3) The Foundation may, with the consent of the funding organizations and the investment management of the State of Schleswig-Holstein, participate in companies under private law in order to fulfill the purpose of the Foundation.

(4) The Foundation is an affiliate of the Christian-Albrechts-Universität zu Kiel (University of Kiel) in accordance with the Higher Education Act of the State of Schleswig-Holstein.

(5) Joint appointments made between the Foundation and universities and the holding of lectures by employees of the Foundation are governed by a cooperation agreement between the Foundation and the respective university.

§ 3

Assets of the Foundation, Financing

(1) The Foundation's assets comprise the transferred assets of the ZBW and the library of HWWA. These may also be tangible assets. Said assets must be maintained on a permanent basis and may not be used to cover liabilities.

(2) The Foundation's assets also include the income produced by the Foundation's assets, grants and other income, insofar as these are not required by § 4 of the law establishing the Foundation "German National Library of Economics - Leibniz Information Centre for Economics (ZBW)" to fulfill the Foundation's tasks or are otherwise not earmarked.

(3) The Foundation performs its tasks using

- the annual contributions of the Federal Government, the Federal States, the State of Schleswig-Holstein and the Free and Hanseatic City of Hamburg,
- other sources of income,
- donations from third parties,
- income from the Foundation's assets.

(4) The Foundation's assets may be increased by donations from the founder or third parties. If donations are not expressly applied to the assets of the Foundation, they then serve, exclusively and directly, the purposes stated in § 2.

(5) The Foundation's assets are to be retained in its portfolio. Assets may only be sold or encumbered if the proceeds are used to acquire equivalent assets.

§ 4

Bodies and Committees

(1) The bodies of the ZBW include the Foundation Council and the Director of the Foundation.

(2) For the purpose of facilitating the management of the company, a Board of Directors (directorate) will be set up to include, in addition to the Director, a member responsible for library matters (library director) and a member responsible for administrative management.

(3) Another committee of the ZBW is the Advisory Board.

§ 5

Board of Trustees

(1) The Foundation Council advises and decides on both financial and fundamental matters of the Foundation. It supervises the legality and profitability of the Foundation's business.

(2) Fundamental matters include in particular:

- Resolutions concerning the statutes,
- Decisions on research and on the importance of scientific policies that have significant financial implications,
- The strategic planning of the ZBW,
- Budget planning for the ZBW, medium-term financial planning and programs concerning expansion and investment, the results of an audit and the discharge of a Director,
- Appointment of a Director and other members of the Board of Directors,
- Appointment of an auditor,
- Exceptional legal transactions and measures going beyond the scope of current operations,
- Appointment of the members of the Advisory Board,
- Essential activities and agreements in the context of international cooperation,
- Assert claims of the Foundation against the Director of the Foundation,
- Receiving and advising on the reports of the Advisory Board, and
- Approval of cooperation agreements that affect the Foundation's strategy.

- (3) The Foundation Council meets at least once a year or at the request of one third of its voting members. Meetings must be convened with a notice period of three weeks and an agenda must be provided.
- (4) Every two years, the Foundation Council submits a report to the Supervisory Authority on the activities of the Foundation and its institutions. The Supervisory Authority may request an interim report at any time.

§ 6

Members of the Foundation Council

(1) The Foundation Council consists of ten members with voting rights:

1. A representative of the Ministry of the State of Schleswig-Holstein (Ministry) that is responsible for the promotion of scientific research, and who is appointed and dismissed by said Ministry and is the Chairperson of the Foundation Council,
2. A representative of the government agency of the Free and Hanseatic City of Hamburg responsible for the promotion of scientific research,
3. A representative of the Federal Ministry responsible for the promotion of economic research (Federal Ministry) and who is appointed and dismissed by said Federal Ministry and is the Deputy Chairperson of the Board of Trustees,
4. Another representative of the German Federation,
5. A representative of the Executive Committee of the Christian-Albrechts-Universität zu Kiel (University of Kiel),
6. A representative of the Dean's Office of the Faculty of Economics and Social Sciences of a university in Kiel or Hamburg,
7. A representative of the Dean's Office of the Technical or Natural Sciences Faculty of a university in Kiel or Hamburg,
8. A representative of economic research from either a university or institute,
9. A representative of information or computer science from a university,
10. A representative of a non-university-based research institution engaged in the provision and exchange of information.

- (2) The members of the Foundation Council referred to in Paragraphs 1, Numbers 6 and 7, should, as far as possible, come from both locations.
- (3) The members of the Foundation Council referred to in Paragraph 1, Numbers 8 to 10, shall be appointed, for a maximum term of four years, by the supervisory Ministry at the proposal of the ZBW and in agreement with both the government agency of the Free and Hanseatic City of Hamburg that is responsible for the promotion of scientific research and the competent Federal Ministry. Their reappointment is only allowed once. At the end of their term of office, they will remain in office until the respective new appointments have been made, but for a maximum of one year. When appointing members, care must be taken to ensure that women and men are both given due consideration.
- (4) In the event of an impediment or absence, the members of the Foundation Council may be represented as follows:
- The members referred to in Paragraph 1, Numbers 1 to 4, by members of their ministries / government agencies.
 - The members referred to in Paragraph 1, Numbers 5 to 7, by their respective deputies.
 - The members referred to in Paragraph 1, Numbers 8 to 10, are not represented if they are absent.
- (5) The Foundation Council as an advisory function:
- The President of the Kiel Institute for the World Economy (IfW); in matters affecting the IfW Foundation, he/she has a right to submit motions,
 - Two persons appointed by the Foundation Council at the proposal of the Staff Council; in matters affecting the interests of the staff, each person shall have the right to submit a motion,
 - The Equal Opportunities Commissioner, in matters that may affect equality between women and men, the officer has a right to submit a motion,
 - The chairperson of the Advisory Board.
- (6) The Director and the two other members of the Board of Directors may also attend the meetings of the Foundation Council in an advisory capacity. The Foundation Council may call in knowledgeable guests for its deliberations.

§ 7

Rules of Procedure, Convocation, Resolutions of the Foundation Council

- (1) The Foundation Council may adopt rules of procedure. It can form committees if necessary.
- (2) The convening of the Foundation Council must be done in writing or electronically, stating the place, time, and agenda, and the required documents must also be sent. In urgent cases, the chairperson may shorten the convocation time; the period may not, however, be less than one week.
- (3) The Foundation Council has a quorum if at least five members are present at the meeting with the chairperson. Resolutions for the adoption of the statutes and their amendment require a decision of the Foundation Council by a two-thirds majority vote of its members. Abstentions are not taken into account when determining the majority.
- (4) Resolutions of the Foundation Council are passed by a majority of the votes cast. Decisions concerning the budget of the foundation and the appointment of the director and deputy director may not be taken against the vote of the representative of the Ministry and the representatives of the Federal Ministries. In questions concerning research and the importance of scientific policies that have considerable financial implications or that concern management personnel, the representatives of the State of Schleswig-Holstein, the Free and Hanseatic City of Hamburg and the Federal Government must, at a minimum, agree. Abstentions are not taken into account when determining the majority. In urgent cases, the chairperson or, in the event of an impediment or absence, the deputy chairperson may bring about decisions by written or electronic means, provided that no member immediately objects to this procedure. The result should be included in the minutes of the next meeting.

§ 8

Director of the Foundation

- (1) The director manages the Foundation and represents it in and out of court. The Director is assisted by the Board of Directors (committee). If the Director is impeded or absent, the Director's duties will be performed by the other members of the Board of Directors in accordance with their respective responsibilities. The rules governing internal representation, responsibilities and procedures of the Board of Directors are also governed by the Rules of Procedure drawn up by the Board of Directors, which require the approval of the Foundation Council
- (2) After consultation with the employees and on the proposal of the Foundation Council,

the Director will be appointed by the Ministry of Land Schleswig-Holstein for a period of five years, after he/she has been appointed professor on the basis of a joint appointment procedure with an institution of higher education. Reappointment is allowed.

§ 9

Advisory Board

(1) An Advisory Board will be set up to advise on the planning of the research program and at the same time represent the interests of the users in the planning and implementation of the service program. It advises the bodies on basic technical and interdisciplinary issues of the Foundation and regularly evaluates the quality and user orientation of the service and reports on these matters to the Foundation's bodies. Furthermore, the recommendations of the Senate of the Leibniz Association (Leibniz-Gemeinschaft) regarding the tasks of the Advisory Boards and their contribution to quality assurance within the Leibniz Association shall apply as amended.

(2) The Advisory Board has nine members. It is composed as follows:

- Two representatives from institutes for national information infrastructure,
- Three user representatives, two of them from the higher education sector,
- A representative of the „Deutsche Forschungsgemeinschaft“,
- Three representatives from the fields of information transfer, computer science or information science.

§ 6 Para. 2 applies to the appointment of members.

(3) The members of the Advisory Board are appointed by the Foundation Council for a maximum of four years. Their reappointment is only allowed once. In the appointment process, care must be taken to ensure that both women and men are given due consideration.

(4) The Advisory Board shall appoint, from among its members, the chairperson and the deputy chairperson for a term of office that corresponds to the respective Advisory Board member's term on the Advisory Board. The Advisory Board meets at least once a year. It can invite guests to meetings and use external consultation services. The Advisory Board may adopt rules of procedure.

§ 10

Administration

The ZBW maintains an independent administration. In carrying out its tasks, the administration cooperates with the administration of the Institute for the World Economy in those areas in which it makes sense in terms of content and where it is economical. Further details can be found in the cooperation agreement between the IfW and ZBW.

§ 11

Accounting, Auditing, Annual Report

(1) The Director shall render account of income and expenses, as well as of assets and debts of the Foundation and shall do so on an annual basis. Without prejudice to the statutory right of inspection/examination of the German Federal Court of Auditors and the State Audit Court, the annual report must be audited by an auditor.

(2) The Foundation's supervisory authority will be presented with both the annual report for the past year and the corresponding audit report within six months of the end of the financial year.

(3) Annual reports are duly submitted once a year to the Foundation Council during a meeting of the Foundation Council. Publication of the annual report takes place every two years.

§ 12

Entry into Force

These Statutes enter into force on the day following their publication. These Statutes, in the version dated December 29, 2006, cease to be legally effective at the same time.

Kiel, July 19,
2018

Foundation ZBW -

Leibniz Information Centre for Economics

signed by State Secretary Dr. Ing. Oliver Gr u
n d e i Chairman of the Board of Trustees

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