

Statutes of the International Takhi Group (ITG) (Translation)

This is an unofficial English translation of the statutes (articles of association) of the International Takhi Group, which has no legal force. The original, legally binding statutes are in German.

NAME, DOMICILE AND PURPOSE

Art. 1 / Name

1.1 „International Takhi Group“ (ITG) is an association according to Art. 60 ff. of the Swiss Civil Code (ZGB). Its domicile is CH-8135 Sihlwald, Switzerland.

Art. 2 / Purpose

2.1 The purpose of the association is the reintroduction and conservation of the Przewalski's wild horse in Central Asia according to the Guidelines of IUCN / SSC (International Union for the Conservation of Nature / Species Survival Commission) as well as the integral protection of the Greater Gobi Strictly Protected Area as a cultural landscape and its development into a Biosphere Reserve according to IUCN.

2.2 The purpose of the association shall be, in particular:

- a. to embed the Takhi Project into the overall development of the Central Asian region,
- b. to offer help with regard to socio-economic needs of the local population,
- c. to foster understanding for wild horses within the local population,
- d. to ensure the provision of wild horses bred in zoos and parks for their transfer to Central Asia,
- e. to organise the transport of the animals,
- f. to guarantee the observation and care of the animals on site,
- g. to reintroduce the animals and to ensure their conservation in the wild,
- h. to ensure the scientific supervision of the Project,
- i. to globally promote publications on and information about the Project and
- k. to cooperate with other organisations interested in the reintroduction of wild horses.

2.3 The association is not for profit and has no commercial purpose. It is entered in the commercial register, where amendments are notified continuously.

MEMBERSHIP

Art. 3 / Membership

3.1 Membership is open to natural persons, legal entities and organisations.

3.2 The Committee decides on the acceptance of members.

3.3 The resignation of a member requires written notice to the Committee. Resignation is possible at any time and with immediate effect, subject to obligations for the ongoing accounting year.

Art. 4 / Exclusion

4.1 The Committee decides on the exclusion of members who infringe upon the interests of the association or neglect their financial obligations towards the association. Exclusions do not have to be motivated. Within 30 days, the excluded member can lodge a written appeal against the exclusion for ultimate decision by the General meeting. Excluded members have no claim on the assets of the association.

Art. 5 / Liability

5.1 There is no personal liability of the members. Liability for the obligations of the association is limited to its assets.

Art. 6 / Voting rights

6.1 Each member has one vote at the General meeting. Legal entities, sole proprietorships, commercial enterprises and public sector corporations appoint a representative.

FINANCES

Art. 7 / Funding

7.1 The financial means of the association consist of membership subscriptions, sponsorships, donations and legacies as well as its assets and interest yield.

Art. 8 / Membership subscriptions

8.1 The yearly membership subscriptions are fixed by the General meeting at the Committee's request. For each membership category – natural persons, legal entities and organisations – the yearly subscription can be set at a different level.

Art. 9 / Expenditures

9.1 The association is not for profit. Its expenditures are directed to the purposes of Art. 2 above.

GOVERNING BODIES

Art. 10

10.1 The governing bodies of the association are the following:

- the General meeting
- the Committee
- the Project manager "Science"
- the Auditors

GENERAL MEETING

Art. 11 / Convening of meetings

11.1 The General meeting is convened by the Committee at least once every year. The meeting is convened upon written invitation stating the agenda items at least three

weeks in advance. The Committee convenes an extraordinary meeting if one-fifth of the members so request (Art. 6).

- 11.2 Proposals to the General meeting which have been submitted to the Committee at least ten days before the General meeting are to be added to the agenda and have to be announced at the latest by the beginning of the General meeting.
- 11.3 Proposals or requests submitted later shall be discussed at the General meeting. A decision on such agenda items shall only be made at a later General meeting.

Art. 12 / Chair and records

- 12.1 The General meeting is chaired by the President, or in case of his/her absence, the Vice-President. The election of the president is lead by a chairperson who is elected by the General meeting for this agenda item. A record shall be kept of all resolutions taken by the General meeting.

Art. 13 / Functions

- 13.1 The rights and duties of the General meeting shall be:
 - Election of the Committee
 - Election of the President
 - Election of the Project manager „Science“
 - Election of the Auditors
 - Acceptance of the annual report of the President, of possible reports of other officers and of the accounts
 - Discharge of the Treasurer and of the Committee
 - Decision on yearly programme, membership subscriptions and budget
 - Decision on real estate transactions and loans
 - Decision on proposals by members
 - Approval of activity programme
 - Decision on appeals by members
 - Amendments of the statutes
 - Dissolution of the association

Art. 14 / Resolutions

- 14.1 Resolutions are passed by a simple majority of the votes cast by the members present. The President casts the deciding vote in the event of a tie. Resolutions by correspondence may be taken by a majority of votes representing at least half of all members of the association.

COMMITTEE

Art. 15 / Composition and organisational matters

- 15.1 The Committee consists of at least three individuals who are elected by the General meeting for a term of two years and who are members of the association or representatives of a member of the association according to Art. 6. Re-election is permitted.
- 15.2 The Committee constitutes itself with exception of the President and the Project manager “Science” who need to be elected by the General meeting.

- 15.3 Exceptionally a Committee member can alternate its presence at Committee meetings with an elected deputy.
- 15.4 Under its supervision, the Committee can mandate certain tasks to members or commissions within or outside the Committee.
- 15.5 The Committee as well as members or commissions mandated by the Committee generally work on a voluntary basis. The Committee members are entitled to have their effective travel and other expenses reimbursed. Adequate remuneration can be paid for particular efforts of certain Committee members.

Art. 16 / Functions and duties

- 16.1 The Committee runs the business of the association, represents the association in public and takes all necessary actions unless they are assigned to the General meeting. In particular, the Committee supervises the appropriate use of finances by the ITG and reports to the General meeting.
- 16.2 At least one Committee member shall also be a member of the Committee of the Friends of the Wild Horse (Freunde des Wildpferdes).
- 16.3 The association is represented by collective signature of the President or the Vice-President together with the Treasurer or the Actuary.
- 16.4 Minutes are to be taken at the meetings of the Committee.

Art. 17 / Decision-making

- 17.1 The Committee decides by simple majority of the members present. The Committee has a quorum when 3 of its members are present. The President decides in the event of a tie.
- 17.2 Decisions by correspondence are permitted, also via e-mail. In the case of an alternation between a Committee member and an elected deputy (Art. 15.3), authorisation to sign cannot be alternated, ie only one of the two can be authorised to sign.

Art. 18 / Vacancies

- 18.1 The Committee may substitute Committee seats which become vacant between two ordinary General meetings, upon immediate information to all members of the association. Each member can request a General meeting resolution about the substitution. If a member so requests, the Committee convenes a General meeting. Without such a request, substitutions have to be confirmed by the next General meeting.

Art. 19 / Project manager “Science”

- 19.1 The Project manager “Science” is responsible for the scientific programme, acts for the purpose of the association, is a Committee member *ex officio*, works without remuneration by the ITG and regularly reports about his activities.

AUDITORS

Art. 20 / Election

20.1 The General meeting elects an independent auditing institution for a term of two years.

Art. 21 / Functions

21.1 The auditing institution annually examines the accounts of the association and reports to the General meeting accompanied by a proposal. A representative of the auditing institution shall participate in the General meeting.

DISSOLUTION OF THE ASSOCIATION

Art. 22 / Dissolution

22.1 The dissolution of the association requires the consent of at least two thirds of the members present at the General meeting.

Art. 23 / Assets

23.1 After the dissolution of the association according to Art. 22, its assets shall be distributed to non-profit institutions which pursue the protection of wild animals.

23.2 Distribution of the assets to the members of the association is excluded, unless they are non-profit institutions exempted from tax.

Art. 24 / Final provisions

These Statutes (articles of association) were adopted by the General meeting of April 27th 2010. They replace the former statutes.

ITG International Takhi Group

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Thomas Pfisterer, President

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Christian Stauffer, Actuary

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Heinz Zweifel, Treasurer

CH-8135 Sihlwald, 27th of April 2010

International Takhi Group ITG Statutes 2010