

Articles of Incorporation

I Name, legal form, headquarters, financial year

1. The Society is named “Max Beckmann Gesellschaft e.V.” (Max Beckmann Society, Registered Society; hereinafter “Max Beckmann Society”) and has been entered in the Official Register of Clubs and Societies.
2. The “Max Beckmann Society” exclusively and directly pursues charitable purposes in accordance with the “Tax Concessions” section of tax law.
3. The headquarters of the “Max Beckmann Society” are located in Munich.
4. The financial year is the calendar year.

II The purpose of the Society is to promote scholarship and research. This statutory purpose shall be realized as follows:

1. The purpose of the “Max Beckmann Society” is to support the Max Beckmann Archive, held in the Bayerische Staatsgemäldesammlungen and open to the public, in the field of scholarship and research by enlarging the existing holdings (manuscripts, photographs, typescripts, and other archival material) and to provide funds for research, publications, exhibitions, lectures, etc. The ultimate goal of the Society is to promote knowledge of Max Beckmann’s life and work.
2. The “Max Beckmann Society” may carry out its own purchases of archival material and present these to the Archive on a loan basis. The

Society may enter into joint ownership through financial support, and may present gifts to the Archive.

III Membership

1. Membership can be obtained on application by natural persons and legal entities through a declaration of acceptance of their membership on the part of the Managing Committee.
2. Each member is required to pay an annual subscription, the amount of which shall be set annually for one financial year by the Managing Committee.
3. Individual Supporting Members are those who make, on one or several occasions, a special financial contribution, the amount of which shall be determined by the Managing Committee.
4. Honorary Members may be designated by a unanimous decision on the part of the Managing Committee. Such members are exempted from subscription payments.
5. Membership shall lapse:
 - a) Through death
 - b) On receipt of written notice from the member concerned
 - c) Through exclusion on the basis of a decision by the Managing Committee. Exclusion is possible if two annual subscription payments in succession have not been paid, or in case of gross violation of the purposes of the “Max Beckmann Society.”

IV Organs of the “Max Beckmann Society”

1. The organs of the Society are the General Meeting and the Managing Committee.
2. The business of the General Meeting includes:
 - a) Acceptance of the annual report to be prepared by the Managing Committee and of the financial report, as well as of reports to be prepared by the auditors regarding the results of their auditing procedures,
 - b) Approval of the actions of the Managing Committee,
 - c) Selection of auditors for auditing of accounts; notaries, solicitors, auditors, and tax consultants, as well as other suitable individuals who are not members of the Managing Committee may be selected. They are to prepare a report on the results of the audit and present it to the annual general meeting,
 - d) Re-election of the Managing Committee,
 - e) Consideration of any special motions presented by the Managing Committee or individual members of the Society,
 - f) Alteration of the Articles of Incorporation,
 - g) Fusion of the Society with another society,
 - h) Dissolution of the Society.

Motions presented by members (e) are to be submitted verbatim in writing to the Managing Committee at least eight days before the General Meeting — not including the day of postage and the day of the Meeting.

3. Decisions taken by the General Meeting regarding points a) to e) of Part IV/2 shall be made by simple majority. A tied vote shall count as a rejection.

For a decision taken under point f) of Part IV/2 to be valid, the presence of at least three-quarters of the members and a majority of three-quarters of the members present is required. If the prescribed quorum is not reached, a new General Meeting with the same agenda can be called within six weeks, which shall be quorate without respect to the numbers of those present. This consequence must be stated explicitly in the letter of invitation to the Meeting. A majority of three-quarters of those present is in this case necessary and sufficient. For decisions taken under points f), g) and h) of Part IV/2 to be valid, a notarial record is required. Any member can be represented by another member, who must identify himself or herself with authorization in writing. A single member may represent a maximum of three members in this way.

4. Members shall meet every year for an ordinary General Meeting, held during the first six months after the completion of the financial year.

Extraordinary General Meetings must be called at any time:

- a) At the request of three members of the Managing Committee,
 - b) On written request by at least one-quarter of the members, stating the purpose and reasons for calling the meeting. In such cases, the Managing Committee must call the meeting within four weeks.
5. For ordinary and extraordinary General Meetings, the members must be invited to attend by the Chair of the Managing Committee at least 14 days beforehand — not including the day of postage and the day of the Meeting — in writing, stating the agenda and the time and place of the Meeting.

The Meeting shall be chaired by the Chair of the Managing Committee or by a Deputy Chair in case he or she is unable to attend, or by another member of the Managing Committee chosen by the Board in case they are unable to attend.

Decisions taken by the General Meeting shall be recorded in minutes, which must be signed by the Chair of the Meeting and by another member of the Managing Committee.

6. The Managing Committee of the “Max Beckmann Society” consists of seven members, six of whom shall be elected by the General Meeting for a period of three years. In addition, the Director of the Bayerische Staatsgemäldesammlungen, represented by the Advisor responsible for the Max Beckmann Archive, is a permanent member of the Managing Committee.

Election shall take place by secret voting at the request of one of the members present.

7. The Managing Committee shall manage the Society in all matters. It shall elect from among its members one Chair and two Deputy Chairs. These shall represent the Committee in accordance with paragraph 26 of the German Civil Code. Two of them shall represent the Society both judicially and extrajudicially.
8. Decisions shall be taken by the Managing Committee during meetings, which shall be called by the Chair in writing, stating the agenda, at least one week in advance — not including the day of postage and the day of the meeting.

The Managing Committee is quorate if more than half of its members are present; these must include the Chair or a Deputy Chair. A tied vote shall count as a rejection.

Minutes of the discussions shall be kept and shall be signed by the Chair or by a Deputy Chair, with copies being sent to all members of the Board.

Outside of a meeting, decisions may only be taken unanimously.

V Budget and asset management

1. The Managing Committee shall elect from among its members a Treasurer, who shall manage the income and assets of the “Max Beckmann Society.” He shall draw up annual accounts by April 1st each year and present them to the Board.
2. The financial year is concurrent with the calendar year.
3. The “Max Beckmann Society” shall act without self-interest, not primarily pursuing financial purposes. The Society’s funds may only be used in accordance with the purposes stated in these Articles of Incorporation. No one may benefit from expenditure foreign to the purposes of the Society or through disproportionately high benefits. The members shall not receive any share in profits, and in their capacity as members they shall also not receive any other sums from the funds of the “Max Beckmann Society.”

VI Registration and dissolution

1. The Society “Friends of the Max Beckmann Archive, Registered Society”, with headquarters in Munich, was registered on July 24th, 1996, under the number VR 15479. The name of the Society was changed to “Max Beckmann Gesellschaft e.V.” by an entry in the Official Register of Clubs and Societies under the number VR 15479 (case 3) on July 27th, 2005.
2. The above Articles of Incorporation were approved by the General Meeting on February 12th, 1996, with changes to the Articles of Incorporation approved on March 21st, 2005.
3. In the case of dissolution of the Society or cessation of tax concession benefits, the assets of the Society shall pass to the Bayerische Staatsgemäldesammlungen, which shall directly and exclusively use

them for charitable purposes in accordance with these Articles of Incorporation (points II).

VII The Managing Committee is authorized to carry out any changes to the Articles of Incorporation that may be required in order to achieve registration of the Society and recognition of it as fulfilling charitable purposes.

Munich, February 12, 1996

With supplementary changes on September 11, 1996 and July 27, 2005

Addendum to the Articles of Incorporation

The membership subscription rates are set as follows:

€52 for individuals

€77 for couples

€512 for corporate bodies or associations

€512 for supporting members (annual)

€5120 for supporting members (single payment)