

“Maritime LNG Plattform”

Platform for Responsible Shipping wjth LNG

Preamble

"Maritime LNG Plattform " is a branch-overlapping society-wide approach that actively supports the transition of 21st century shipping to a sustainable, environment-friendly propulsion technology. Especially by using liquid natural gas (LNG) as a fuel for ships, emissions of SOx, NOx, particles and heavy metals can be significantly reduced and the limit values obligatory as from 2015 can be internationally complied with. Apart from this, use of LNG can also significantly reduce emissions of greenhouse gas.

To introduce LNG to shipping as an environment-friendly fuel everyone interested must coordinate their activities. For this reason the platform offers not only a network and forum for companies in the maritime business economy and those that, in view of their ecobalances, have an elementary interest in the "clean" transportation of their goods, but also for environment-protection organizations and for science. They will also be able to make a contribution by informing the public about possibilities for improving environment protection through the use of LNG instead of oil, thereby supporting efforts to bring about the necessary change of attitudes and habits.

The platform will actively engage in the implementation of the Mobility and Fuel Strategy (MKS) of the German federal government and of the European Sustainable Shipping Forum (ESSF). Moreover, it will invest its efforts in the fields of politics and administration to help ensure that the existing legal framework will be applied, or if necessary adapted, in the interests of introducing LNG as a fuel for ships, and will accompany its introduction to the market with targeted sponsoring programs and suretyships, ensuring that the necessary political support is also provided.

The platform will decide on a roadmap with a clear set of targets to be achieved.

Section § 1

Name, Registered Address, Financial Year

1. The society is called "Maritime LNG Plattform. It is to be entered in the German Register of Associations. After its entry the society will include the legal-form addition "e.V." in its name. The society is non-partisan and state-independent.
2. The society has its registered address in Hamburg.
3. The financial year is the calendar year.

Section § 2

Purpose of the Society

1. The purposes of the society are
 - a) the promotion of sustainable environment-friendly shipping through use of low-emission propulsion technology;
 - b) the creation of a new awareness in the maritime economy, in politics, by consumers and in society as a whole, so that a change in ideas towards "clean" shipping can be brought about in the maritime sector, which is an indispensable component of the global economy;
 - c) the active participation in and design of framework conditions for the introduction of LNG as a fuel for ships, by creating internationally uniform regulations and standards, by the bundling of financing possibilities and the development of a strategy for its introduction to the market on a basis of innovative financing aspects;
 - d) the promotion of nature conservation and conservation of the landscape in the sense of the German Federal Nature Conservation Act and the nature conservation laws of the German states, of environment protection, of coastal preservation and of flood protection.

2. These objectives will be achieved particularly by
 - a) the development of a platform for contributors from the economy, the scientific sector, the field of environmental protection, and society in general;
 - b) a dialogue with politicians at all levels (at the federal, state and local community levels, the EU and the IMO);
 - c) development of a national and international network, particularly in Berlin, London and Brussels, as well as in countries bordering on European-external emission control areas;
 - d) exerting an influence on national, European and international processes
 - e) participation in the mobility and fuel strategies of the German federal government
 - f) participation in the European Sustainable Shipping Forum (ESSF)
 - g) informing the specialist public, the maritime economy, the industrial sector and consumers by way of informative events, expert discussions and continuous media work about the necessity and the possibilities of "clean" shipping;
 - h) working towards the creation of uniform standards that are practicable for the shipping lines when it comes to re-equipping from conventional propulsion technology to LNG or dual-fuel technology;
 - i) initiating an international working group with representatives of the ports for creation of uniform regulations and standards applicable to fuelling with LNG.

Section § 3

Membership

The society has privileged members, orderly members, full members and sponsoring members. Sponsoring members have no voting rights at the members' general meetings.

Section § 4

Types of Membership and Acquisition of Membership

1. Privileged members have made a financial or other significant commitment to the conception and development of the platform or have engaged themselves outstandingly in the interests of the work of the society and help, through their financial or other commitment, to secure the long-term survival of the society. They thus have special rights, such as the sole right of proposal of members of the committee, are always to be involved in amendments of the articles of association or of the defined purpose of the society and are to be kept continuously informed as to the management of the society.
2. Any natural adult person and any corporate body can become a full member, provided they recognize the aims of the society as recorded in these articles of association. The application for membership is to be sent by e-mail or by post to the committee, which is responsible for membership decisions.
3. Sponsoring members can be natural persons or corporate bodies supporting the purpose of the society and contributing a regular amount to be decided by themselves. The application for membership as a sponsoring member is to be sent by e-mail or by post to the committee, which is responsible for membership decisions. Sponsoring membership may be revoked at any time without any reasons for the decision being required.
4. Honorary membership may be granted for outstanding commitment shown in the interests of the society. The committee decides on honorary membership.

Section § 5

Membership Fee

1. Privileged members are not required to pay a membership fee as long as they continue to discharge their obligations arising from the founding contract or make other considerable contributions based a contractual agreement with the society. Should such commitments cease to apply, they are then to pay the membership fee due from a full member.
2. Full members pay an annual membership fee. The level of this fee is determined on the basis of the contribution regulation adopted by the members' general meetings.
3. Sponsoring members pay the contribution to which they have committed themselves in their sponsoring application.
4. Honorary members decide their own fee.

Section § 6

End of the Membership

1. The membership of the privileged founding member can be ended by written declaration vis-à-vis the committee. An ending of the membership is possible after three years at the earliest. No reimbursement of any financial contribution made to the society is made.
2. Full membership ends
 - a) as a voluntary decision that can be announced to the committee in writing or by e-mail at any time, without a need for explanation. The proportionate annual fee will not be reimbursed;
 - b) by exclusion;
 - c) by removing from the list of members.
3. Sponsoring memberships and honorary memberships can be ended at any time without notice by simple declaration (in writing or by e-mail) vis-à-vis the society. The proportionate annual fee will not be reimbursed.
4. Full members and sponsoring members can be excluded from the society,
 - a) particularly if they have acted against the interests of the society and have grossly violated the principles expressed in writing in the articles of association or have continued to violate these despite being warned.
 - b) The committee decides on exclusion. Before the decision is taken the affected member is to be given an opportunity, within a reasonable and specified deadline, to give justification in writing. This justification is to be read out at the meeting of the committee. Reasons must be given for a decision to exclude a member and the member must be notified by means of registered letter.
 - c) A member can be struck off the list of members by decision of the committee if, despite two reminders, the member is in arrears with the payment of an annual fee.

Section § 7

Executive Bodies of the Society

The executive bodies of the society are

- a) The Members' General Meeting
- b) The Committee

Section § 8 The Committee

1. The committee of the society consists of at least three members: the chairman, the deputy chairman and further committee members. They can be engaged full-time or in an honorary capacity.
2. In accordance with section § 26 of BGB [German Civil Code] the committee consists of the chairman and the deputy chairman. The committee can appoint a managing director as a special representative in accordance with section § 30 of BGB. The society is represented, both in court or out of court, by the chairman and by the deputy chairman, in each case with sole power of representation. The managing director is authorized to represent the society in the context of management duties.
3. To support it, the committee can appoint up to five further committee members for special duties, functions, appointments or sub-committees. These committee members have no voting rights in the committee.
4. If a committee member leaves before the end of his/her period of office, the committee may supplement itself for the remaining period of office of the departing committee member. To this end the committee is to invite a suggestion from the founding members.
5. The committee is responsible for deciding the appointment or exclusion of members.
6. The committee can adopt internal rules of procedure for itself (procedures, fields of duty).
7. For purposes that are in the interests of those expressed in the articles of association, the committee is entitled, in the context of its management activities, to seek membership in other associations and networks, to set up new associations and to enter into cooperation with others.
8. The committee can decide to establish representatives or open regional agencies at other locations, whether at the national or at the international level.
9. The committee can appoint a board of experts or a board of trustees as a committee advisory body and can adopt internal rules of procedure for such a body.

Section § 9 Election of the Committee

1. The members of the committee are elected at the members' general meeting. Each committee member must be individually elected. Election proposals are made by the privileged members.
2. The committee is elected for a period of three years. The committee remains in office until re-election. The dismissal of the committee can only take place for good cause. Decision on such dismissal are taken at the members' general meeting.

Section § 10 Decisions of the Committee

1. In general the committee makes its decisions at committee meetings that are called by the chairman, or in the event of his inability to do so, by his representative, either in writing or by e-mail. As a rule a convening period of seven days must be observed. The committee can also make its decisions in writing or by e-mail.
2. The committee always constitutes a quorum, regardless of the number of committee members participating in the meeting. The committee also constitutes a quorum even if not all of the committee offices are occupied. The managing director participates in the meetings of the committee.

Section § 11 The Management

1. The committee assigns the ongoing business activities, in the sense of section § 8 of the articles of association, as well as the decisions of the committee and of the members' general meeting to a managing director, who can further assign these to a service provider, provided these are not duties to be discharged by the executive committee. The managing director need not be a member of the society.
2. The managing director is to receive appropriate remuneration based on the effort required and his or her qualifications. The details are to be contractually regulated with the committee.
3. The managing director is to prepare the meetings of the committee and to record the minutes.
4. The managing director decides on the employment and dismissal of personnel. The remuneration of the society's employees is to reflect their qualifications and activities.
5. The managing director is to prepare the annual report and an annual budget, which must be approved by the committee. The annual report must be certified by an auditor by 30.09. of the following year.

6. The managing director must report regularly to the committee and to the privileged members on the current business and is to consult them, if necessary, for advice.

Section § 12 Members' General Meeting

1. The members' general meeting is responsible for:
 - a) electing and exonerating the committee
 - b) approval of the annual financial statements
 - c) adopting a contribution regulation
 - d) deciding on amendments to the articles of association and to the purpose of the society.
To be valid, at least 3/4 of the members participating in the decision must approve. Moreover, all of the founding members must be heard and if any are not present at the members' general meeting, whether personally or in the form of a representative, they must be given the opportunity in advance to submit a written statement regarding amendments of the articles of association or of the defined purpose of the society. Amendments of the articles of association that have an effect on any non-profit-making status of the society are only to be put to the vote if the relevant tax office has approved of such a vote.
 - e) Decisions on the dissolution of the society must first be taken by the committee on the basis of a majority of at least 2/3. To be valid, at least 3/4 of the members participating in the decision must approve. As regards the participation of the founding members, letter d) is to apply.
2. Ordinary general meetings of the members are to be held, as a rule, every 3 years.
3. The committee must call an extraordinary members' general meeting if either 25 % of the members or a privileged member request this, giving the reasons for and the purpose of this.
4. General meetings of the members decide by simple majority of the valid votes cast (with the exception of decisions in accordance with section § 12, paragraph 1, nos. g and h). These constitute a quorum regardless of the number of participating members.
5. The invitations to the members' general meeting must be sent out by the committee either in writing or by e-mail, must be accompanied by the agenda prepared by the committee, and must be sent out at least four weeks in advance. The advance period begins on the day of dispatch the letter or on the date of receipt of the e-mail by the member. The invitations, whether in letter or e-mail form, are regarded as having been sent when the last of these has been dispatched to the members' postal addresses or e-mail addresses made known to the committee.
6. Those entitled to participate in general meetings of the members are of all the members, as well as:

- the managing director
 - the members of the board of experts
 - the auditor of the society
7. The members' general meeting can only decide on points that are included on the agenda.
 8. The members' general meeting is conducted either by the managing director or by the chairman of the committee, in whose absence the deputy chairman or another committee member takes over. If no committee member is present the members' general meeting votes who is to conduct it.
 9. When voting, each member with voting rights has one vote. Authorizing others to exercise voting rights is permissible.
 10. The course of the members' general meeting is to be recorded in writing. The minutes must record those members present, further persons present and entitled to participate, the proposals presented for decision-making and the results of the vote (the number of yes-votes and no-votes cast, abstentions, and invalid votes cast) as well as any objections raised. The head of the meeting must ensure that a proper record is kept by the keeper of the minutes. The minutes are to be signed by the head of the meeting and by the keeper of the minutes.

Section § 13

Board of Experts / Board of Trustees

1. The committee can appoint a board of experts / board of trustees as an advisory body to the committee. As regards such details as composition and appointment, this is determined by the committee.
2. The activities of the board of experts are discharged in an honorary capacity. The experts receive reimbursement of their expenses.

Section § 14

Amendments of the Articles of Association by the Committee

Amendments of the articles of association demanded by the court or by the tax office may be made by the committee.

Section § 15

Dissolution of the Society

1. If the members decide to dissolve the society, the members of the committee assume their previous functions and representational powers as liquidators, unless the members' general meeting decides in favour of some alternative procedure.

2. In the event that the society is dissolved or if it loses any tax-beneficial purposes the assets of the society are to pass to the registered association "Deutsche Gesellschaft zur Rettung Schiffbrüchiger e.V.", which is to make use of such assets directly and solely for charitable purposes.