

ARTICLES OF ASSOCIATION OF THE ARL

§ 1 Status

- (1) The Academy for Territorial Development in the Leibniz Association (hereinafter referred to as the 'ARL') is an independent institution with legal capacity under public law. The ARL's registered office is in Hanover. As an independent, non-university institution, the ARL is a member of the Leibniz Association.
- (2) The ARL is subject to the legal supervision of the state of Lower Saxony.
- (3) The ARL holds an official seal with a circumscription reading 'Akademie für Raumentwicklung in der Leibniz-Gemeinschaft' (Academy for Territorial Development in the Leibniz Association). The official seal must be procured as a self-inking stamp and may be used for official instruments only. It must be kept under lock and key. The procedure stipulated by the provisions of the state of Lower Saxony must be followed in the event of loss.

§ 2 Tasks

- (1) The ARL is concerned with spatial structures and developments, and the related means of steering from a policy and planning perspective. The spatial focus of the ARL's work is on Germany, is embedded in its European and global relationships. The ARL conducts independent research, disseminates relevant results and provides a network to link science and practice. The ARL's tasks are specifically
 - a) to initiate and organise basic research as well as application-oriented, interdisciplinary and transdisciplinary research both independently and in cooperation with other institutions in Germany and abroad,
 - b) to bring together science and practice in a network where knowledge is exchanged and advanced through collaborative work in the ARL's institutional organs, other organisational elements and committees within the meaning of § 5,
 - c) to make the results of its work for the public sector and society, in particular for research and academia, politics, public administration and the economy available for use and accessible to the public, and to promote the transfer of knowledge within its remit.
- (2) The ARL prepares a medium- and long-term research agenda for its activities. It presents an Activity Report every three years.
- (3) The ARL ensures the quality of its activities and work results through suitable processes.
- (4) Young academic professionals are to be promoted through the work structures of the ARL, as well as through own organisational forms.

§ 3 Members

- (1) ARL members are recruited from science and from practice; they contribute to the fulfilment of the ARL's tasks. Membership in the ARL should be limited to 150 members. The transitional provision of § 19 shall apply to the members elected for life pursuant to previous versions of the articles of association.
- (2) Cooperating with the ARL is unsalaried.
- (3) The association strives to reflect a balanced gender and age ratio in its membership.
- (4) Members are selected by the General Assembly of Members with a majority of at least two-thirds of the votes cast for a period of ten years. Re-election is possible. Members may submit nominations for new members. They must be in line with the professional excellence of the ARL and represent the disciplines with which the ARL is concerned.

§ 4 Institutional honours

The ARL can confer special honours on persons who have distinguished themselves in the ARL's field of work in honour of their lifetime achievements. The Steering Committee confers the honours after consultation within the General Assembly of Members.

§ 5 Institutional organs, organisational elements and committees

- (1) The ARL's institutional organs are:
 - a) the Board of Trustees (§ 6),
 - b) the General Assembly of Members (§ 7),
 - c) the Steering Committee (§ 8),
 - d) the Secretary-General (§ 9).
- (2) Other organisational elements and committees of the ARL are:
 - a) the Headquarters (§ 10),
 - b) the Academic Advisory Board (§ 11),
 - c) the User Advisory Board (§ 12),
 - d) the working committees (§ 13),
 - e) the Regional Working Groups (§ 14),
 - f) the Next Generation Forum (§ 15)
 - g) the Equal Opportunities Officer (§ 16),
 - h) the Membership Election Committee (§ 17)
- (3) The association strives to reflect a balanced gender and age ratio among the contributors (experts from academia and practice who are involved in the various ARL Working Groups and in the Next Generation Forum within the ARL's institutional organs, organisational elements and committees.
- (4) The Board of Trustees, General Assembly of Members, Steering Committee, Academic Advisory Board, User Advisory Board and the Next Generation Forum may adopt rules of procedure for their work.

§ 6 Board of Trustees

- (1) The Board of Trustees is the supervisory organ of the ARL and monitors the performance of its tasks in accordance with the articles of association. It is composed of seven voting members, at least three of whom should be women, if possible:
 - a) a representative of the state of Lower Saxony as the state of registration (chairperson),
 - b) a representative of the Federal Government (deputy chairperson),
 - c) three representatives sent by the Conference of Ministers for Spatial Planning (*Ministerkonferenz für Raumordnung, MKRO*), in each case for a period of two years,
 - d) two scientists nominated by the Academic Advisory Board for a period of two years.
- (2) Members of the Board of Trustees with an advisory vote are:
 - a) members of the Steering Committee,
 - b) the chairperson of the Academic Advisory Board,
 - c) a representative of the ministry responsible for territorial development of the state of Lower Saxony,
 - d) the ARL Equal Opportunities Officer.
- (3) With the consent of the chairperson, additional guests may take part in meetings of the Board of Trustees.
- (4) The Board of Trustees is responsible for
 - a) the adoption and amendment of the articles of association,
 - b) the appointment and dismissal of the President and Vice Presidents,
 - c) the appointment and dismissal of the Secretary-General,
 - d) the appointment and dismissal of the members of the Academic Advisory Board,
 - e) the appointment and dismissal of the members of the User Advisory Board,
 - f) the adoption of resolutions on the programme budget,
 - g) the review and approval of the medium-term and long-term research agenda,
 - h) the adoption of the annual financial statement,
 - i) the discharge from liability of the Steering Committee based on an audit report to be prepared each year,
 - j) the discharge from liability of the Secretary-General,
 - k) the deliberation of the report about the Academic Advisory Board's work which is submitted at least once in a regular evaluation period through the Leibniz Association.
 - l) consent to the rules of procedure for the Academic Advisory Board and the User Advisory Board,
 - m) consent to cooperation agreements between the ARL and a university, which regulate in particular the terms and conditions for the conduct of a joint procedure for the appointment of a person to the position of Secretary-General.
- (5) The Board of Trustees convenes at least once a year at the invitation of the chairperson. The chairperson convenes the meetings of the Board of Trustees with notification of the agenda subject to a notice period of three weeks. Documents ready for adoption should be

made available together with the invitation to the meeting. As a rule, meetings should be conducted in person but may also be held by video conference if so convened by the presiding member.

- (6) The Board of Trustees shall have a quorum if more than half of the voting members and the chairperson or deputy chairperson are present. Notwithstanding the provisions of § 8(2), sentence 4, the resolutions are adopted by a majority of votes. In the case of a tie, the vote of the chairperson shall be decisive. Resolutions on matters pursuant to para. (4) lit. b to m can also be adopted in writing or by email in lieu of a meeting, as long as no member objects to this decision-making procedure. The members of the Board of Trustees will be promptly notified of the result, which will be included in the minutes of the next meeting. Resolutions on the adoption of the articles of association and their amendment require a two-thirds majority of the members of the Board of Trustees. They can only be adopted with the votes of the members pursuant to § 6(1) lit. a and b. Resolutions regarding matters of research or academic policy concerns, resolutions with substantial financial impacts as well as resolutions on the filling of executive positions can be adopted only with the votes of the members pursuant to § 6(1) lit. a and b.
- (7) Resolutions pursuant to § 6(4) lit. a require the approval of the state of Lower Saxony.
- (8) If members pursuant to § 6(1) lit. a and b are prevented from participating, they can be represented by members of their institutions. In individual cases, members pursuant to § 6(1) lit. c and d can transfer their vote by written proxy to another member of the Board of Trustees.
- (9) The ARL Headquarters is responsible for the management of the Board of Trustees.

§ 7 General Assembly of Members

- (1) The General Assembly of Members is composed of the members of the ARL. The President chairs the General Assembly of Members.
- (2) The General Assembly of Members is responsible for
 - a) consultation on fundamental issues and amendments to the articles of association, as well as focal points of the ARL activities based on a report by the President,
 - b) the election of new members and re-election of existing members as well as the postponed retirement of members pursuant to § 19,
 - c) proposals for the appointment of the members of the Steering Committee,
 - d) the deliberation of proposals of the Steering Committee for the appointment of members of the Academic Advisory Board,
 - e) the deliberation of proposals of the Steering Committee for the appointment of members of the User Advisory Board,
 - f) the issuing of rules of procedure for the working bodies and Regional Working Groups, as well as for issuing provisions to ensure the quality of the ARL's activities and work,
 - g) the election of an Equal Opportunities Officer (and her representative),
 - h) the election of the Membership Election Committee.

§ 8 Steering Committee

- (1) The Steering Committee is composed of the President, the Vice Presidents and the Secretary-General.
- (2) The President and the Vice Presidents must be appointed from among the members by the Board of Trustees upon proposal of the General Assembly of Members. Their term of office shall be two years. The President's term of office in the Steering Committee may be extended once, and the Vice President's twice. The Board of Trustees may, after consultation with the General Assembly of Members, dismiss the President and the Vice Presidents with a two-thirds majority of its members.
- (3) The Steering Committee passes a resolution on the draft of the programme budget. The Steering Committee decides on the medium- and long-term research agenda after consultation with the Academic Advisory Board. The Steering Committee also adopts the Activity Report, which is prepared every three years.
- (4) The Steering Committee is responsible for
 - a) deciding on all matters of the ARL's activities, unless the articles of association assign the responsibility for the matter to another organ,
 - b) representing the ARL at official functions,
 - c) proposing half of the members of the Academic Advisory Board for appointment after deliberation in the General Assembly of Members,
 - d) proposing 11 members of the User Advisory Board for appointment after deliberation in the General Assembly of Members.
- (5) As a rule, meetings should be conducted in person but may also be held by video conference or, if appropriate, a hybrid conference (with the option to attend in person or by digital means) if so convened by the President. The Steering Committee is quorate if at least three members are present; in the event of a tied vote, the vote of the President or of the Vice President with the longest membership tenure shall be decisive. In urgent cases, when matters must be dealt with that cannot be postponed until a meeting of the Steering Committee, the President or – in the event of the President being prevented from acting – one of the Vice Presidents can initiate a resolution by written decision in lieu of a meeting; a motion submitted in this context is deemed to have been adopted if no member objects to the written procedure and two other members concur.
- (6) The Steering Committee may authorise the President, and with the latter's consent, a Vice President or the Secretary-General on a case-by-case basis to represent the ARL acting alone pursuant to § 8(4) lit. b.
- (7) Members of the Steering Committee are precluded from participating in their own matters.

§ 9 Secretary-General

- (1) The Secretary-General must be appointed based on a joint appointment procedure with a university for a period of five years. They may subsequently be reappointed. The Secretary-General acts under the professional supervision of the President.
- (2) The Secretary-General supports the ARL's institutional organs, conducts the business of the ongoing administration and advances scientific work.
- (3) The Secretary-General manages the Headquarters and independently represents the ARL externally. The Secretary-General nominates their deputy with the consent of the Steering Committee. § 8(4) lit. b and para. 6 remain unaffected.

- (4) The Secretary-General shall take decisions related to employee law about the employees of the Headquarters. The Secretary-General is senior to the ARL employees.
- (5) The Secretary-General appoints an officer for the budget pursuant to § 9 of the State Budget Act (*Landeshaushaltsordnung, LHO*), to the extent that the Secretary-General does not carry out this task themselves.

§ 10 Headquarters

- (1) The Headquarters organises the work of the ARL, supports its organs and committees and handles ongoing administrative business. The headquarters also carries out research tasks.
- (2) The conduct of the tasks of the Headquarters is regulated by the rules of procedure to be adopted by the Steering Committee.

§ 11 Academic Advisory Board

- (1) The Academic Advisory Board is composed of up to ten members, who are not members of the ARL, and at least five of whom should be women, if possible; one-half of them are appointed by the Board of Trustees upon proposal of the Academic Advisory Board and the Steering Committee for a period of four years. They may be reappointed once.
- (2) For the benefit of continuity, membership should be staggered over time. Actively working scientists of good international standing shall be appointed as members, among them at least two scientists from abroad and one scientist with practical experience. In appointing them the research perspectives and the focal points of the ARL's work must be appropriately taken into account. The Academic Advisory Board elects its chairperson and two deputies from its midst for two years. They may be re-elected once.
- (3) The Academic Advisory Board may invite members of the ARL to join in its deliberations.
- (4) The chairperson of the Board of Trustees and members of the Steering Committee may take part in the meetings of the Academic Advisory Board without voting rights.
- (5) The Academic Advisory Board advises the Board of Trustees and the Steering Committee in all academic and organisational issues, including fundamental matters relating to the publishing activities, in particular in the medium-term and long-term research agenda, as well as in regard to the procedure and criteria for the assessment of the work results. The Academic Advisory Board comments on the draft programme budget vis-à-vis the Board of Trustees. It is independent in its advisory activities.
- (6) The Academic Advisory Board submits a report about its work at least once in a regular evaluation period through the Leibniz Association. In particular, it assesses the work of the ARL.
- (7) The Academic Advisory Board convenes according to need, however at least once a year. As a rule, meetings should be conducted in person but may also be held by video conference or, if appropriate, a hybrid conference (with the option to attend either in person or by digital means) if so convened by the presiding member.

§ 12 User Advisory Board

- (1) The User Advisory Board is composed of up to 18 members, who do not form part of the membership of the ARL, at least nine of whom should be women, if possible. It comprises

a representative of federal spatial planning, three representatives of federal state and regional planning which are sent by the Conference of Ministers for Spatial Planning for a period of four years at a time, three representatives of the umbrella associations of local authorities (*kommunale Spitzenverbände*) and 11 persons who are to be proposed by the ARL Steering Committee. The members proposed by the Steering Committee should cover the user spectrum of the ARL. They are appointed by the Board of Trustees for a period of four years. They may be reappointed once.

- (2) For the benefit of continuity, membership should be staggered over time. The User Advisory Board elects its chairperson and two deputies from among its members for two years. They may be re-elected once.
- (3) The User Advisory Board may invite members of the ARL to join in its deliberations.
- (4) The chairperson of the Board of Trustees and members of the Steering Committee may take part in the meetings of the User Advisory Board without voting rights.
- (5) The User Advisory Board is tasked with advising the ARL on the further development of academic services. The aims of the board are to identify at an early stage and take into account practical user problems and interests, as well as to improve the substance and quality of the academic services. The User Advisory Board may comment on the draft programme budget vis-à-vis the Board of Trustees.
- (6) The User Advisory Board convenes according to need, however at least once a year. As a rule, meetings should be conducted in person but may also be held by video conference or, if appropriate, a hybrid conference (with the option to attend either in person or by digital means) if so convened by the presiding member.

§ 13 Working committees

- (1) To carry out the tasks of the ARL listed in § 2, the Steering Committee may form working committees (Working Groups, International Working Groups, Ad hoc Working Groups, Information and Initiative Circles, Editorial Committees) based on the ARL's medium-term and long-term research agenda and the programme budget in accordance with paras. (2) to (6). The members of the working committees are appointed by the Steering Committee. A working committee will be dissolved after discharging the task entrusted to it, which as a rule is no later than three years after its formation.
- (2) The Working Groups are responsible for handling certain research topics.
- (3) The International Working Groups are responsible for handling research topics of a cross-border, European or wider significance.
- (4) European Working Groups for spatially delimited areas, composed of representatives from science and practice, may be formed for the territory of one or more states or parts thereof. They handle topics that relate to their area of work and serve to exchange information. The members of the European Working Groups are appointed by the Steering Committee.
- (5) The Ad hoc Working Groups are responsible for handling policy-related recommendations based on existing research results. In deviation from para. (1), sentence 3, an Ad hoc Working Group will be dissolved after completing the task entrusted to it, which as a rule is no later than one year after its formation.
- (6) The Information and Initiative Circles are responsible for handling fundamental and complex spatial and sectoral planning issues and potential actions from science and practice. Information and Initiative Circles regularly report to the Steering Committee about their

work results and further work plans. In deviation from para. (1), sentence 3, the Steering Committee may decide about the continuation of the work.

- (7) The Editorial Committees are responsible for publishing handbooks and reference guides on urban and spatial development.
- (8) Further details are regulated in the rules of procedure to be adopted by the General Assembly of Members.

§ 14 Regional Working Groups

- (1) Regional Working Groups for spatially delimited areas, composed of representatives from science and practice, may be formed for the territory of one or more federal states. They handle topics that relate to their area of work and serve to exchange information. The members of the Regional Working Groups are appointed by the Steering Committee at the proposal of the Regional Working Group concerned.
- (2) The Regional Working Groups may form Subsections with the consent of the Steering Committee to carry out the tasks specified in para. (1). A Subsection will be dissolved after discharging the task entrusted to it, which as a rule is after two years but no later than three years after its formation.
- (3) Further details are regulated in the rules of procedure to be adopted by the General Assembly of Members.

§ 15 Next Generation Forum

- (1) As part of the programme to promote young professionals and academics, the Next Generation Forum carries out tasks pursuant to § 2(1). The Next Generation Forum is a network for young professionals engaged in spatial and planning practice and research and offers an opportunity for professional interaction, for an exchange of knowledge and professional experience and to address selected topics. Membership in the Next Generation Forum ends no later than 12 years after the member has completed their first university degree.
- (2) The Next Generation Forum may form working groups with the consent of the Steering Committee. Working groups are dissolved after discharging the task entrusted to them, which as a rule is after two years but no later than three years after their formation.
- (3) Additional formats for career development can be established by resolution of the Steering Committee.

§ 16 Equal Opportunities Officer

- (1) The work of the Equal Opportunities Officer aims to realise gender equality at the ARL pursuant to § 1(1) of the Implementing Agreement on Gender Equality of the Joint Science Conference (*Ausführungsvereinbarung Gleichstellung der Gemeinsamen Wissenschaftskonferenz, GWK*).
- (2) The Equal Opportunities Officer participates in all decisions, programmes and measures that have an impact on gender equality and the recognition of the equivalence of genders within the ARL. The Equal Opportunities Officer must be involved at an early stage in all personnel and organisational measures. To realise the objective stipulated in para. (1), she can

- a) participate in the selection of candidates for the election of new members and re-election of existing members (§ 3(3), § 17);
- b) propose projects and measures in furtherance of the objective stipulated in para. (1).

§ 17 Membership Election Committee

- (1) The Membership Election Committee is composed of six members, who are elected for a term of two years by the General Assembly of Members. They may be re-elected once for a consecutive term. Care should be taken to ensure that the composition of the Membership Election Committee appropriately reflects and represents the genders and age groups, science and practice as well as various specialist disciplines and areas of Germany.
- (2) The Membership Election Committee elects its chairperson and a deputy from among its members for a term of two years. They may be re-elected once.
- (3) Based on a guideline adopted by the General Assembly of Members, the Membership Election Committee deliberates on the proposals for the initial election of new members, the re-election of members as well as the postponed retirement of members.
- (4) The Membership Election Committee submits a proposal for the vote in the General Assembly of Members (§ 7(2) lit. b). The Election Committee is afforded the opportunity to explain its proposal in the General Assembly of Members.

§ 18 Audits

- (1) The accounts/annual financial statements of ARL are audited as part of a review by an external auditor, who is commissioned by the chairperson of the Board of Trustees. The audit standard shall be in line with the German generally accepted principles for the review of financial statements (IDW PS 700/720) (*Grundsätzen für die prüferische Durchsicht von Abschlüssen (IDW PS 700/720)*) of the Institute of Public Auditors in Germany, Incorporated Association (*Institut der Wirtschaftsprüfer in Deutschland e.V.*, (IDW)). The content and scope of the audit extend to examining compliance with the budgetary principles through qualified sample audits. Whether the funds have been used in a manner consistent with the objectives is audited as part of the review of the report on the expenditure of funds by the granting authority.
- (2) The audit certificate and the result of the report on the expenditure of funds must be submitted to the Board of Trustees. Based on the above, the Board of Trustees decides on the discharge from liability of the Secretary-General, as a rule no later than at the end of the year in which the financial statements are audited.
- (3) The ARL is subject to the auditing powers of the Court of Auditors of the state of Lower Saxony. The auditing powers of the Federal Court of Auditors remain unaffected.

§ 19 Transitional provisions

- (1) The members elected for life pursuant to previous versions of the articles of association shall retire as members upon reaching the age of 70.
- (2) § 7(2) lit. b, f, g and h shall not apply to retired members.

- (3) Retired members shall not count towards the number of members stipulated in § 3(1) sentence 2.
- (4) § 3(4) shall not apply to retired members. Any (impending) retirement can be postponed at the request of the member pursuant to § 3(4) mutatis mutandis with due consideration of adequate, life stage-specific criteria for a period of five or ten years.
- (5) § 3(4) shall also apply to members who have been elected for ten years pursuant to previous versions of the articles of association and who have reached the age of 70 during this period.

§ 20 Entry into effect

These articles of association take effect on the date of their publication in the Ministerial Gazette of Lower Saxony.

Date of publication in the Ministerial Gazette of Lower Saxony: 10.11.2021