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Factsheet on the composition of the foundation council

Pursuant to Art. 552 § 24 para. 2 PGR, in the case of foundations that were set up after 1 April 2009, the foundation council must consist of at least two members. Natural persons as well as legal entities may be members of the foundation council.

This statutory provision aims to strengthen foundation governance through a minimum of checks and balances between the two members of the foundation council.

Within this context, from a practical point of view, the question arises as to which persons are now suitable as members of the foundation council in order to meet the objectives of the aforementioned statutory provision or which constellations are not suitable for this purpose.

In the following, the Office of Justice provides examples of foundation council compositions that, from the perspective of the Office of Justice, meet the requirements of Art. 552 § 24 para. 2 PGR. These are considered to constitute the correct composition of the foundation council and - if there is an obligation to register - can also be registered in the Commercial Register:

1. Foundation Council	2. Foundation Council
Professional trustee A	Professional trustee B
Professional trustee A	Employees of professional trustee A, provided that in the field of managing body activity, any overlapping of independence is excluded by the contract of employment and thus the exercise of the dual control principle is effectively guaranteed; the determination of an "exemption from instructions" for managing body activity can be based on an internal agreement.
Professional trustee A	Trust company (legal entity), provided that at least one natural person other than professional trustee A has signatory authority for the trust company and the exercise of the dual control principle is effectively guaranteed.
Professional trustee A	Natural person who is in a family relationship to professional trustee A, provided that the principle of dual control is effectively guaranteed.
Professional trustee A	Any natural person or natural person signing on behalf of a legal entity, provided that the principle of dual control is effectively guaranteed.