

# GOLDEIMER CASE STUDY

## PURPOSE: SECURING ACCESS TO SANITATION FOR ALL

Goldeimer is a German non-profit organization seeking to revolutionize the sanitation sector. They use the profits from selling their products and services (such as toilets, the operation of dry toilets on festivals, toilet paper, soap or workshops on sanitation) for their mission to ensure that all people can poop safely and with dignity. Goldeimer started as a student project and was then founded as a social enterprise one year later as part of the Viva con Agua family. It implemented steward-ownership in 2022 to ensure that the organizational culture and the lived reality of who is responsible for Goldeimer would be reflected on a legal level. Goldeimer's case shows how a steward-ownership structure can work for a non-profit as well as for a spin-off that wants to stay part of a larger network with a pluralistic and decentral culture such as Viva con Agua.

## KEY FACTS

- **Founded in:** 2014
- **Location:** Hamburg, Germany
- **# Employees:** 11
- **Steward-owned since:** 2022

## EXECUTIVE SUMMARY

"All For Toilets! Toilets For All!" – with this vision and a large portion of creativity and courage the non-for-profit organization "Goldeimer" (EN: golden bucket) is aiming to revolutionize the sanitation sector. The innovative team strives to improve (the access to) sanitation systems worldwide and at the same time make them more social, sustainable and circular. Their products and services are designed to inform people about the challenges and opportunities linked to sanitation. All profits are reinvested in their non-profit purpose: to support the circular economy, systemic transformation in the sanitary sector, sanitation projects in the Global South, as well as research, development and education.

“ 3,6 billion people don't have secure access to sanitation. That's close to half of the world population. ”

– Goldeimer

The formation of Goldeimer truly began in 2012 with Malte Schremmer writing his Bachelor thesis on alternative sanitary systems and dry toilets. Together with his fellow students Johannes Manthey, Hannes Popken, Jan Lange und Rolf Schwanderer, he started to develop prototypes of dry toilets that were funded by prize money won at [a competition for impactful start-ups](#). In 2014, Rolf, Johannes, Malte were joined by Markus Bier and soon they collaborated with Viva con Agua to found the Goldeimer gGmbH (charitable corporation) as a social business within the Viva con Agua network. In order to ensure its long-term non-profit orientation, Goldeimer was 100% owned by Viva con Agua, while the team designed and performed strategy and activities on their own account. This is the case also for other social businesses that were founded as spin-offs or in collaboration with Viva con Agua around the mission "WATER FOR ALL – ALL FOR WATER". Together with the Viva con Agua entities, these organizations form the [Viva con Agua "family"](#).



Photo by: Stefan Ggroenvel



Photo by: Goldeimer

In 2022, Goldeimer and Viva con Agua implemented steward-ownership in Goldeimer's ownership structure to ensure self-determination of Goldeimer: they wanted the people who are close to the company's mission and actively involved in the company's activities to hold the steering wheel of the company, the voting rights. After a journey through different potential ownership structures on which they were supported by Purpose Consulting, Goldeimer and Viva con Agua set up a Golden Share structure with the Purpose Foundation. From now on, employees of Goldeimer hold the majority of the voting power while Viva con Agua also remains connected to Goldeimer with some voting rights and the Purpose Foundation holds a golden share to enshrine the principles of steward-ownership.

In this way, the ownership structure of Goldeimer reflects both the actual organizational and decision-making culture as well as the decentralized and collaborative Viva con Agua network they are part of. The case of Goldeimer and Viva con Agua is a great example of how a spin-off can be handled that both reflects a remaining connection to the network as well as enables decentralized and autonomous entrepreneurship.

“ From now on, Goldeimer is self-owned. The majority of the voting rights – meaning the right to contribute to important strategic and operational decisions – lies with the people that have been making small and big decisions for Goldeimer all along: the team

– Malte Schremmer, Goldeimer

## SHIT HAPPENS



Photo by: Jessica Zumpfe

Malte Schremmer, one of the founders of Goldeimer, first started thinking about toilets (and the lack of adequate ones) when he got diarrhea while traveling in Burkina Faso. He started researching and talking to people and quickly realized that the lack of access to sanitation, the lack of social and sustainable design of conventional sanitation products and the lack of reusing human waste, leads to many serious problems for individuals and society – from illnesses, contamination of water, degradation, and over-nutrition of soils. Since their first activities and prototypes for portable dry toilets in 2013, Goldeimer has continuously diversified its approach. Ten years later, the organization produces inclusive social toilet paper, soap and dry toilets. It also conducts workshops and acts as an expert and activist for questions related to available, social and sustainable sanitation. Their sustainable dry toilets which are used on many large music festivals all over Europe use neither water nor chemicals, thus saving 1,6 mio liter of drinking water as well as 200.000 number 2s, which can then be reworked into humus.

All projects and services are designed to reach and inform the public about the challenges and opportunities linked to the lack of access to sanitation as well as the existing linear sanitation systems versus a more circular approach.

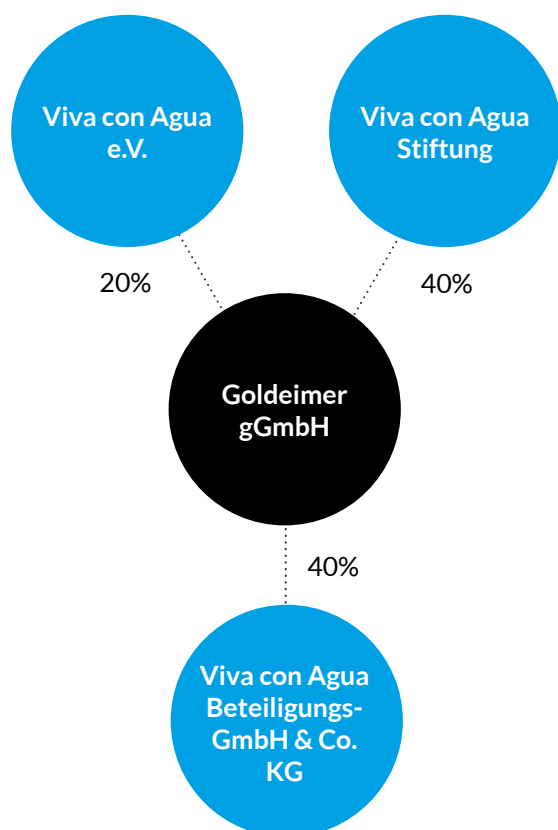
With all their activities, Goldeimer strives to bring about a system change in the sanitation sector, moving to a more sustainable, resource conserving and circular system that couples circular food production with recycling of sanitary byproduct streams while reducing environmental damages from sanitation.<sup>1</sup>

<sup>1</sup> Read more here: <https://www.naehrstoffwende.org/diskussionspapier-naehrstoff-und-sanitaerwende/> (German)

## MEMBER OF THE VIVA CON AGUA FAMILY

From the very beginning, the team behind Goldeimer knew that they wanted to build an organization that would continue to serve the common good, focus on access to sanitation for all and build on a strong culture of cooperation in and outside of the organization. This was part of the reason to found Goldeimer gGmbH (2014 to 2018: Goldeimer GmbH) as part of the Viva con Agua network, in a structure that served them well from 2014 to 2022. They followed the example of the Viva con Agua Wasser GmbH, as social business within the [Viva con Agua family](#).

Founding Goldeimer as part of Viva con Agua had many advantages for both sides. Their strong connection through their joint mission to improve access to water and sanitation was reflected in the ownership structure they had set up together – and made a strong and ever-flourishing partnership possible. This way, Goldeimer and Viva con Agua were able to closely collaborate and share resources.



This ownership structure was as follows: Goldeimer was founded as a charitable corporation, a “gemeinnützige GmbH” with equity from the Viva con Agua de Sankt Pauli e.V. (non-profit association), the Viva con Agua Stiftung (non-profit Foundation) and the Viva con Agua Beteiligungs GmbH & Co. KG (Holding Company which invests in social businesses). The ownership rights were allocated proportionally to the equity distribution – 20% with Viva con Agua e.V. and 40% with the Viva con Agua Stiftung and the Viva con Agua Beteiligungs-GmbH & Co. KG respectively. Thus, all shares of Goldeimer were fully owned by the Viva con Agua entities, not by the group of people that initiated it. With this structure, 60 % of Goldeimer was held by charitable organizations, making it unlikely that the company would ever be sold for financial gains.

In addition to equity, the Viva con Agua Beteiligungs-GmbH & Co. KG also provided Goldeimer with an equity-like loan of 145,000€ in 2014, with an interest rate of 1% p.a. and a long-term repayment horizon. The repayments of the loan started in 2019.

This ownership structure made Goldeimer officially part of the [Viva con Agua family](#) – a diverse network of associations, foundations, voluntary associations, corporations, charitable corporations and many more acting in cooperation for the joint commitment “WATER FOR ALL – ALL FOR WATER”.

In this ownership structure, Malte, Rolf and the rest of the team behind Goldeimer did not hold any shares of Goldeimer and did not control decision-making in the Viva con Agua entities. Malte (from 2014 on) and Rolf (from 2018 on) became CEOs of Goldeimer and were always regarded as and acted as Goldeimer’s entrepreneurs, together with Enno Schröder who joined the team in 2015. They felt and were regarded as responsible for Goldeimer’s success and survival – in good and bad times. They made decisions over short-term and long-term strategy together with the Goldeimer team, taking into account the advice and opinions of the shareholding organizations.



## ALIGNING OWNERSHIP AND CULTURE: SELF-DETERMINATION IN A PLURALISTIC AND DECENTRAL NETWORK

For Malte, Rolf and Enno, this ownership distribution worked out great for a long time. Even though they did not hold any shares of Goldeimer themselves, they were able to act as if they were the owners. However, this was largely based on their status as the initiating entrepreneurs and on the trust-based personal relationship between them and the owners and board members of the Viva con Agua entities.



Photo by: Goldeimer

The team started considering the future with the team responsible for the Viva con Agua entities: What would happen if the Viva con Agua representatives and Goldeimer team members changed in the future, resulting in a potentially less trust-based and personal relationship? How to ensure that the people working within the company would be responsible for decision-making? How could they design an ownership structure reflecting the organizational culture of autonomic decision-making, low hierarchies, etc. which was already established in the company? How could the actual decision-makers be represented in the voting right distribution without taking away from the long-term stability stemming from the involvement of Viva con Agua? And how could it be ensured that Goldeimer stays connected to Viva con Agua and the movement?

“

To live! Like a tree  
alone and free  
Like a forest in  
brotherhood  
This yearning is ours.

”

– Nâzım Hikmet

And most importantly: How could they design an ownership structure that reflected the decision-making culture at Goldeimer, self-determination as well as the real stewards and entrepreneurs of Goldeimer?

“ We had been feeling for some time that we hadn't fully thought through the ownership structure of Goldeimer in the beginning. We were never really bosses in our own house, and we were worried that in the medium run this would lead to less commitment and other problems.

”

– Malte Schremmer, Goldeimer

## JOURNEY TO STEWARD-OWNERSHIP

Malte first came in contact with steward-ownership listening to a podcast with Christian Kroll from Ecosia talking about their ownership structure. He soon started digging deeper and brought up the topic with the Goldeimer team and the shareholding entities at Viva con Agua.

Together with Viva con Agua, they went on a journey to set up a steward-ownership structure that not only acknowledged the founding history of Goldeimer but also reflected current realities and laid out a structure for the future. Their two-year-long journey went through three major process stages:

- **Establishing the Basis:** Everyone holding stakes in the current set-up is taken onboard to have a similar understanding of corporate and steward-ownership so that together it can be determined whether steward-ownership fits the wishes of the people involved, the mission, the culture and the envisioned future of the organization.
- **Developing an Aligned Ownership Concept:** Based on the needs and wishes of the people involved and the circumstances of the organization, a concept is developed of how an aligned ownership structure would look like, how the principles of steward-ownership could be implemented, how the ownership rights should be distributed and which other factors need to be considered.
- **Designing a Legal Structure:** Based on the ownership concept, the concrete legal structure is designed and implemented.

While the Goldeimer team initiated and pushed the process and are the entrepreneurs at Goldeimer, due to the legal reality of the ownership distribution it was crucial that the board members of the three Viva con Agua entities that held Goldeimer's shares understood and agreed with steward-ownership. In the last instance, legally, it was their decision to implement steward-ownership at Goldeimer as they held the controlling shares over the organization.

## Establishing the Basis: What is steward-ownership and is it a good fit for Goldeimer?

**Steward-ownership is a corporate ownership structure enshrining two principles into the legal DNA – the ownership structure – of a company:**



(1) the principle of self-determination, ensuring that the steering wheel, the majority of the voting rights, will always remain with people closely connected or even active in the company; and



(2) the principle of purpose-orientation or capital lock, ensuring that the profits and value of the company are always serving its purpose and cannot be extracted by the shareholders. In steward-ownership, both principles are secured in the long-term.

In an in-depth workshop with Purpose, the board members of the involved Viva con Agua entities and the Goldeimer team were able to get a better understanding of what steward-ownership entails. They decided that the principles of steward-ownership, adapted to suit the Viva con Agua cosmos, could be a good fit for them. The concept resonated positively with the relevant actors and seemed to prove a potential solution to their needs.

- For the Goldeimer team, steward-ownership seemed to be a path that would secure their long-term independence and self-governance, support employees in taking over entrepreneurial responsibility and reflect the lived entrepreneurial culture of the organization.
- For the entrepreneurs at Viva con Agua, the concept was interesting due to its potential for decentralized decision-making in spin-offs whilst keeping the connection to the network and the purpose-orientation alive.

“

I see a great diversity in the Viva con Agua cosmos. (...) It's just a representation of the complete range. From my point of view, it would be exciting to see if we can integrate elements of steward-ownership to expand our bouquet. The way I see it, Viva con Agua can be a kind of laboratory for a wide variety of business forms. Then, 10 years later, we can say whether and how this model actually works. We can then draw conclusions from the experience. At Goldeimer, we now said relatively quickly: this feels good, we can actually do this relatively quickly.

”

– Benjamin Adrion, Board Member Viva con Agua Foundation



Photo by: Goldeimer

#### Developing an Aligned Ownership Concept: What needs to be implemented in the structure?

Supported by Purpose Consulting, Viva con Agua and Goldeimer dove deeper into different ways of establishing steward-ownership, the two principles of steward-ownership as well as the concrete aspects of their future ownership structure. They discussed how they wanted to **distribute** power; to what extent and who should have access to and receive **money** from Goldeimer; and how power and money should be **passed on** in the future.

They found that Goldeimer's former ownership structure already established a form of **purpose-orientation** as a charitable organization owned in majority by charitable organizations. Nevertheless, steward-ownership would provide them with more legal security of the purpose-orientation in the long-term, preventing the company from ever being sold for the financial interests of its shareholders. And more importantly, implementing the principle of **self-determination** would address the gap between the lived culture of decision-making and responsibility distribution and the legal realities.

Together, they mapped the demands and wishes that their future ownership structure should fulfill based on the individual needs as well as on what was necessary for the organization. For Goldeimer's future structure, the main needs that needed to be solved were:

- aligning entrepreneurship and ownership and ensuring self-governance of Goldeimer;
- legally representing the connection of Goldeimer and the Viva con Agua entities;
- enabling employees to become stewards of Goldeimer in the future.



Photo by: Goldeimer

### Designing and Implementing Legal Structure

Based on the concept and demands they had established, Goldeimer was able to develop an aligned legal structure together with its lawyers. They found a way to keep true to the beauty of their former network structure with Viva con Agua while at the same time 1) moving the majority of control (51%) to the people actively involved in the company and 2) including steward-ownership.

For the final legal structure, Goldeimer and Viva con Agua decided on using a Golden Share model (see page 9) that integrates the Viva con Agua entities as well as a civil-law association (Gesellschaft bürgerlichen Rechts). The final transfer of shares was completed on May 5th 2022. The change on the ownership level did not influence the tax exemption status of the organization, it remains a charitable corporation ("gemeinnützige GmbH").

### Goldeimer is a steward-owned company

In May 2022, Goldeimer announced the new structure on [their website](#): "From now on, Goldeimer belongs to itself". To them, the steward-ownership structure is more coherent with reality and more suitable to the culture they want to continue building. The structure does not rely on personal relationships and the mission-alignment of individuals anymore, but the freedom of decision-making at Goldeimer, its purpose-orientation and independence is coded into the structure. Their structure now allows for self-determination by ensuring that the people who are closest to the company's values and mission – at the moment Malte, Rolf and Enno as CEOs – are also legally responsible for Goldeimer.

**The team now knows that the company will stay independent and cannot be sold by the founders or the shareholding entities – and that decision-making in the company can never be steered by absentee owners.**

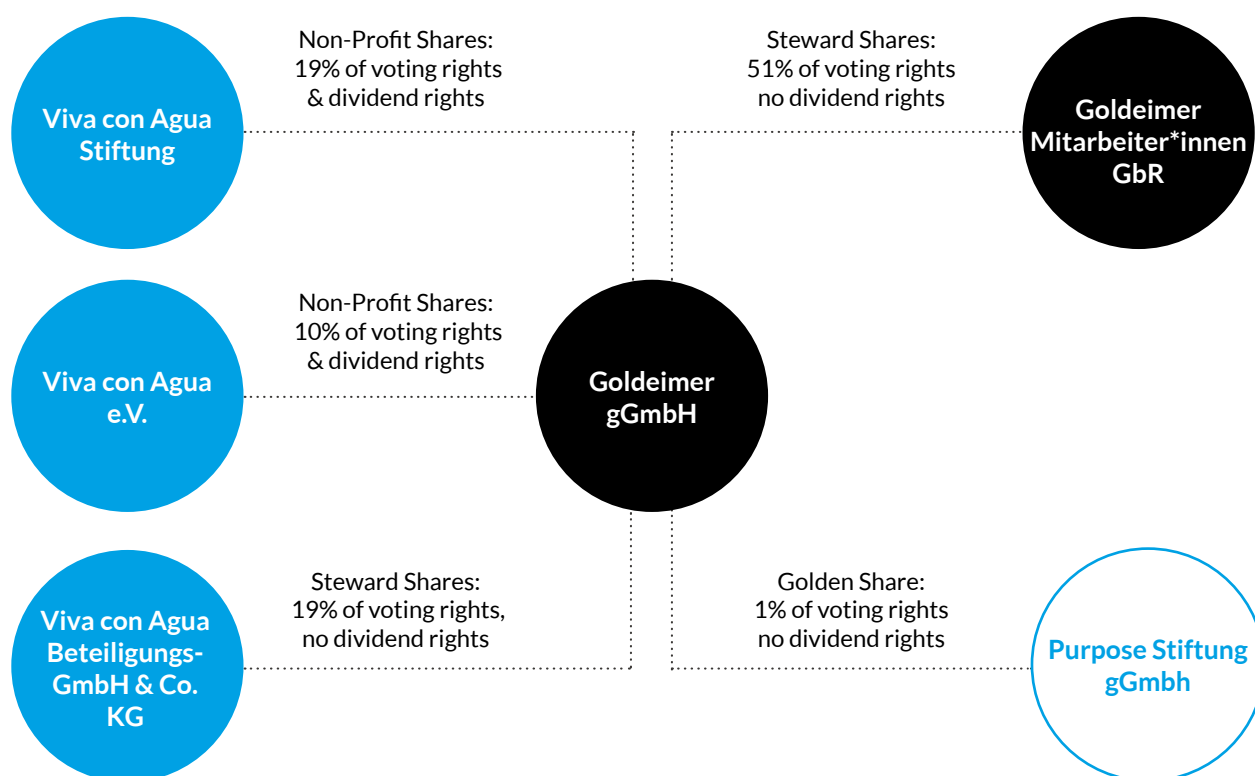


## DEEP DIVE: GOLDEIMER'S GOLDEN SHARE MODEL

Goldeimer and Viva con Agua established a golden share model to implement the principles of steward-ownership, while at the same time keeping the three Viva con Agua entities as shareholders in the company. In this model, the principles of steward-ownership, self-determination, and purpose-orientation, are coded into the [legal statutes](#) of the Goldeimer gGmbH. They can only be reversed with 100% of the voting rights.

- 1. Steward-shares:** Shares with voting rights but without economic rights.
- 2. Non-profit shares:** Shares with voting rights and economic rights, to be only held by non-profit organizations.
- 3. Golden share:** A golden share with veto rights to any infringement of the principles of steward-ownership.

Additionally, they set up a succession committee to ensure that steward shares would always be distributed amongst their employees and according to the values of the organization.



Share class	Rights	Percent	Held by
1. Voting shares	Voting rights, no dividend rights	51 %	Goldeimer Mitarbeiter*innen GbR
1. Voting shares	Voting rights, no dividend rights	19 %	Viva con Agua Beteiligungs GmbH & Co. KG
2. Non-profit shares	Voting rights & economic rights	19 %	Viva con Agua Stiftung (charitable foundation)
2. Non-profit shares	Voting rights & economic rights	10 %	Viva con Agua de Sankt Paul e.V., (association)
3. Golden share	Voting right on principles of steward-ownership	1%	Purpose Stiftung gGmbH (charitable entity)

### Principle of Self-Determination – Majority of Steward-Shares in GbR

To shift the final level of control over the company to the people actually involved in decision-making, Goldeimer and Viva con Agua wanted to find a way to ensure that the majority of the voting rights, 51 %, would always remain with people actively involved in the company. They set up the Goldeimer Mitarbeiter\*innen GbR (employee GbR)<sup>2</sup> to which the Viva con Agua entities sold parts of their shares. The sole purpose of the GbR is to hold the steward-shares of Goldeimer gGmbH. It now holds 51 % of the voting rights.

Only employees of Goldeimer gGmbH (people with a regular and long-term employment at Goldeimer) can be members of the Goldeimer Mitarbeiter\*innen GbR and thus carry out the voting rights of the company. This is ensured in the statutes of the GmbH as well as the GbR. If anyone ceases to work there, their shares fall back to the GbR – they cannot be sold or inherited. So far, only Malte, Rolf and Enno are members of the GbR, meaning that together they hold 51% of the voting rights. As the current members of the GbR, they can determine who will be joining them in the GbR. In the future, they plan on including other employees of Goldeimer gGmbH.

The other part of the shares with voting rights – 19% – are held by the Viva con Agua Beteiligungs GmbH & Co. KG. As they are not a non-profit organization, they do not hold any economic rights.

### Principle of Purpose-Oriented – Non-Profit & Steward-Shares

As Goldeimer is a non-profit organization, the profits and assets of the organization need to be used for its charitable purpose, securing its current purpose-orientation. Additionally, the [GbR statutes](#) as well as the [GmbH statutes](#) specifically state that the profits made by Goldeimer are not an end in itself but a means to fulfill the purpose.

The majority of the profits remain in the company to further its purpose. This principle is also strengthened as 30% of the shares are owned by non-profit organizations. The 29% of shares remaining with the charitable Viva con Agua organization are structured with voting rights and economic rights.

Many golden share models don't include any shares that give both voting rights and economic rights. In the case of Goldeimer, the founders and Viva con Agua wanted to build on their already established collaboration with the charitable Viva con Agua organizations and reflect the link between Goldeimer's activities and the non-profit projects of Viva con Agua on a legal level. **However, Viva con Agua e.V. and Viva con Agua Foundation cannot make the decision of paying themselves out dividends on their own, as this depends on the decision of the stewards in the GbR who hold the majority of voting rights.**

### Binding in the Long-Term – Golden Share

The Purpose Foundation holds one share with one percent of the voting rights of the company. This acts as a veto share to ensure that the principles of steward-ownership are protected in the long-term and that Goldeimer can never be sold as a speculative good. Due to the veto right, this cannot be reversed even with the majority of the voting rights.

Another option would have been to set up the Viva con Agua Foundation or the Viva con Agua e.V. (association) as a veto-share holder. There were three main reasons to not choose this path:

1. They wanted to ensure that the veto share holder would never be financially incentivized to not fulfill its duty.
2. Neither of the entities is set up to hold veto shares; they don't have the principles of steward-ownership in their statutes and are not obligated to always use their veto right.
3. They wanted to contribute to spreading awareness on the steward-ownership and the veto-share model because they regard it as an important model for independent and purpose-driven entrepreneurship.

Therefore, they decided on gifting the share to the Purpose Foundation.

<sup>2</sup> See [chapter](#) on Golden Share Model with GbR in Purpose Workbook

## STEWARD-OWNERSHIP AS A NON-PROFIT

Steward-ownership is neither the same as being a non-profit organization nor does it ensure the same orientation on charitable causes. There are many for-profit organizations that implement steward-ownership – and of course there are many non-profits that do not implement steward-ownership. However, some organizations consider a charitable cause and steward-ownership to be a good fit, mainly for two reasons.

First, steward-ownership ensures a long-term and legally secure purpose-orientation. In Germany, a charitable organization is legally obligated to serve its charitable purpose as part of its tax exemption status. However, by using a non-profit buyout or by acting against the charity law, the organization can forgo its charitable status, repay the saved taxes and free itself from the obligation to focus on its charitable purpose.<sup>3</sup> In this sense, the principle of purpose-orientation, while in some way included through the obligations following the tax exemption, is not secured in the long run. Combining the status as a charitable entity with steward-ownership structures ensures the principle of purpose-orientation in the long run: the company's value and profits cannot be extracted by its shareholders, no matter the tax status.

This means that even if for some reason the company loses its charitable status, profits and company value are still serving the purpose of the company.

Secondly, being a charitable organization does in no way mean that there cannot be absentee owners, owners that are far away from the company and have decision-making rights without being close to the company, its values or operations. Thus, the principle of self-determination can be as relevant here as in any other organization.



Photo by: BrinjaFotografie

## A ROLE MODEL FOR SPIN-OFFS

The ownership structure the Goldeimer and Viva con Agua team set up is a beautiful example of how steward-ownership can play a role in enabling the autonomous decision-making and independent development of a spin-off organization while at the same time giving the umbrella organization security that their initial support will continue to serve the purpose of the organization, and not primarily financially benefit the shareholders. This example shows that entrepreneurship and identification with the organization can be made possible in spin-offs as well, even down to the ownership level.

In the case of Viva con Agua and Goldeimer, the integration of the Viva con Agua entities keeps the connection between the organizations alive and reflects it legally. For Viva con Agua, Goldeimer is a first example of what steward-ownership can look like in their network: how you can stay part of the Viva con Agua family while being an autonomous and self-governed steward and entrepreneur.

---

<sup>3</sup> One example of this is the organisation Couchsurfing. In 2011, the website that allows user to stay for free in other people's houses moved away from its not-for-profit roots.

## READ ON

Learn more about Goldeimer and their journey on their website, in articles and podcasts:

- <https://goldeimer.de/>
- <https://goldeimer.de/blogs/blog/goldeimer-purpose-unternehmen-in-verantwortungseigentum>
- <https://www.kfw.de/stories/wirtschaft/gruenden/goldeimer/>

### Statutes

- [Statutes of Goldeimer gGmbH](#) (German)
- [Statutes of Goldeimer Mitarbeiter\\*innen-GbR](#) (German)



# IMPRINT

## Published by

© 2022 Purpose Stiftung gemeinnützige GmbH  
Adrian Hensen (acting as Managing Director)  
Süderstraße 73, 20097 Hamburg, Germany  
Ph.: +49 (0) 40 65587898 | e-mail: hallo@purpose.ag

## Editors

Maike Kauffmann, Jakob Willeke, Malte Schremmer

The content published in this case study is protected by copyright. Any use not permitted by German copyright law requires the prior written consent of Purpose Stiftung gGmbH. This applies in particular to the copying, editing, translation, storage, processing or reproduction of content in databases or other electronic media and systems. Third-party content and contributions are marked as such. The unauthorized reproduction or transmission of individual contents or complete pages is not permitted and is punishable by law. Only the production of copies and downloads for personal, private, and non-commercial use is permitted.

# DISCLAIMER

## Legal Advice

The content of this case study does not constitute or replace legal advice. The information herein is intended only to inform and inspire further practical legal research on steward-ownership. The legal considerations referred to throughout this case study may not be relevant for all existing or prospective steward-owned entities. They also do not exhaust the range of considerations legal practitioners must address when advising on steward-ownership. Anyone seeking to implement principles of steward-ownership into their business's legal corporate structure should seek legal advice and consult a lawyer in their relevant jurisdiction.