

euramm^on

S T A T U T E

In the version of

2nd April 2019

English translation of the German original

§ 1 Name, registered office and financial year

1. The name of the association is eurammon e. V.
2. The registered office of the association is Frankfurt/Main, where it is registered in the local register of associations.
3. The financial year is the calendar year.

§ 2 Purpose

1. The purpose of the association is to promote all natural refrigerants - environmental protection, science and research. eurammon considers ammonia, carbon dioxide, hydrocarbons, air and water to be natural refrigerants. eurammon has set itself the goal of increasing awareness and acceptance of natural refrigerants as alternative refrigerants and overcoming resistance to their use. In the interests of a healthy environment, eurammon conducts targeted public relations work in favour of natural refrigerants and disseminates existing knowledge to all circles that come into contact with the topic.
2. Knowledge transfer is achieved through participation in conferences, trade fairs and publications in relevant media. Information papers on the subject of natural refrigerants and environmental protection are produced. Science, research and education are promoted, for example, through specialist lectures and awards (eurammon award). Information on natural refrigerants is freely available in the form of publications in print media and on the Internet. Contacts to official bodies and authorities dealing with the subjects refrigeration, environmental protection, science and research are actively maintained.
3. The association is a non-profit organisation; it does not primarily pursue its own economic interests.
4. The association's funds may only be used for purposes specified in the statutes. Members shall not receive any payments from the association's funds.
5. No person may benefit from expenditures that are not related to the purpose of the association or from disproportionately high remuneration.

§ 3 Membership

The eurammon association consists of ordinary and extraordinary members.

Ordinary members may be companies involved in the manufacture of natural refrigerants, the manufacture of machinery, equipment, components and technical accessories (including operating materials), and the planning, construction and operation of plants, or which own plants that use natural refrigerants.

Extraordinary members may be legal entities and natural persons, associations of such persons, as well as scientific institutes, educational institutions and government agencies that have an interest in promoting natural refrigerants, that support the use of natural refrigerants, and that do not meet the requirements for ordinary membership.

The Executive Board decides on the admission and exclusion of members.

Mutual memberships may be established with organisations that have similar purposes and objectives.

§ 4 Acquisition and loss of membership

Membership is voluntary.

Ordinary and extraordinary members are admitted on the basis of written applications by resolution of the Executive Board.

Membership shall terminate:

- upon compliance with a notice period of three months to the end of a financial year
- upon submission of a written declaration of resignation.
- without notice of termination in the event of death, dissolution of the company or the opening of bankruptcy proceedings.
- upon expulsion; expulsion may be decided by the Executive Board if a member fails to fulfil the obligations assumed upon joining eurammon despite being requested to do so, or has acted contrary to the interests of the association.

Upon termination of membership, all claims against the eurammon association shall lapse, both in terms of participation in the results achieved and in financial terms.

§ 5 Rights and obligations of members

All members are entitled to submit proposals for the initiation, supplementation, expansion and restriction of the activities of the eurammon association.

The results of eurammon's activities are available to all members.

Ordinary members are entitled to use the eurammon infrastructure and request information based on the association's experience.

Each ordinary member has one vote at the members' meetings. Extraordinary members and delegates of reciprocating members participate in members' meeting in an advisory capacity.

All members are obliged to pay annual membership fees. The amount of these fees is determined by the general meeting on the recommendation of the executive committee in the membership fee regulations.

§ 6 Organs of the *eurammon* association

The organs of the association are:

- the members' meeting
- the executive board

§ 7 Executive board

The executive board consists of at least three and at most six persons and is elected by the Member's Meeting from among the ordinary members for a term of two years. It continues to conduct business until the next election. Re-election is permitted

The executive board elects a chairperson and a deputy chairperson from among its members. The executive board within the meaning of §26 of the German Civil Code (BGB) consists of the chairperson and their deputy. Each of them is authorised to represent the association alone. The deputy chairperson represents the chairperson in their absence. The activities of the members of the executive board are voluntary.

The executive board is responsible for managing the association in accordance with the resolutions of the Member's Meeting.

The executive board decides on individual measures by majority vote. In the event of a tie, the chairperson has the casting vote. The chairperson convenes and chairs the meetings of the executive board and the Member's Meeting. He or she represents the association in and out of court.

§ 8 Members' meeting

An ordinary Member's Meeting shall be held at least once a year.

The invitation to the Member's Meeting must contain the complete agenda and be sent by post (ordinary letter) or email at least 14 days in advance.

Extraordinary Member's Meetings may be convened in the same manner if the executive board deems it necessary, if it is in the interests of the *eurammon* association, or if at least one third of all members request it.

Members may be represented by written proxy.

The members' meeting shall be qualified to decide by vote if it is duly convened. The meeting is led by the chairperson or their deputy. The member's meeting decides on:

- Approval of the report of the past financial year;
- Acceptance of the accounts for the past financial year;
- Budget planning for the current financial year and discharge of the Executive Board and Management;

- Amount and due date of membership fees of ordinary and extraordinary members according to a membership fee order that has to be decided prior
- Amendments to the statutes and dissolution of *eurammon*

The members' meeting shall pass its resolutions by a simple majority vote of the members present, with the exception of resolutions pursuant to § 12.

§ 9 Records

Minutes shall be prepared of the meetings of the executive board and the members' meetings, and shall be signed by the representative of the office or the respective chair of the meeting.

§ 10 Management

The executive board appoints the Managing Director, who is responsible for managing the association's affairs in accordance with the statutes and decisions of the association's bodies. The managing director is bound to the instructions of the board and responsible for the execution of resolutions passed by the member's meetings. The managing director shall establish an office. He is responsible for proper bookkeeping and annual accounting. The managing director is authorized to mandate financial expenditures within the framework of the budget. Exceeding the budget requires approval of the executive board.

The managing director shall propose employees to the executive board for appointment and hire the necessary personnel, insofar as this is approved by the budget or staffing plan.

§ 11 Language

The official language of the association is English.

§ 12 Amendment of the statutes, Dissolution

Resolutions on amendments to the statutes and on the dissolution of *eurammon* require a two-thirds majority of the votes cast at the members' meeting.

In the event of dissolution of the association or discontinuation of its previous purpose, any unfinished business shall be dealt with by the executive board and by management.

Any remaining assets shall be used for charitable purposes, namely by donation to an institution promoting research into refrigeration technology in the field of natural refrigerants.