

euramm^on

STATUTE

In the version of

2nd April 2019

§ 1 Name, registered office and financial year

The name of the association is eurammon e. V..

The principal place of business of the cross-border association eurammon is Frankfurt/Main and this is where it is registered.

The financial year shall be the calendar year.

§ 2 Purpose

The purpose of the association is to promote the use of all natural refrigerants – for environment protection, science and research. eurammon regards ammonia, carbon dioxide, hydrocarbons as well as air and water as natural refrigerants. eurammon has set itself the goals to increase awareness and acceptance of natural refrigerants as alternative refrigerants and to overcome the opposition of their use. eurammon's public relations work is geared specifically in favour of natural refrigerants in the interest of a healthy environment and it imparts its available knowledge about natural refrigerants to all bodies coming into contact with this issue.

Knowledge transfer takes place at symposiums, participation at conferences and publications in relevant media. eurammon submits information papers on the subjects natural refrigerants and environmental protection. Science, research and education are supported i. e. with papers, presentations at universities and the eurammon award. Information regarding natural refrigerants is accessible via press or internet free of charge. Contacts to official bodies and authorities dealing with the subjects refrigeration, environmental protection, science and research are actively maintained.

The association acts selfless; it is not orientated towards an economic business establishment.

Any funds of the association must only conform the purposes set forward in the statutes. Members do not receive benefits from the association.

Nobody shall benefit from expenditures that do not comply with the purpose of the association, nor receive disproportional high other compensations.

§ 3 Membership

The association eurammon consists of ordinary and extraordinary members.

Ordinary members will comprise enterprises which deal with the production of natural refrigerants, the production of machines, equipment, components and technical accessories (including operating materials) as well as the designing, installation, operation and ownership of plants, in which are used natural refrigerants.

Extraordinary members can be juridical persons and individuals, associations of these persons, as well as scientific institutes, educational establishments, governmental bodies and all those who support the employment of natural refrigerants, but who do not meet the requirements for admittance as ordinary members.

Acceptance or exclusion of a member from the association is decided by the board.

Reciprocating membership can be established with organizations that have similar purpose and goals.

§ 4 Acquisition and loss of membership

Membership is voluntary.

Members shall be admitted by resolution of the executive board following submission of a written application.

Termination of membership shall occur:

- Through observation of three months' notice to the end of a business year by means of notice of withdrawal.
- Such notice shall be submitted in writing.
- Without notice to terminate through death, deregistration of the company or commencement of bankruptcy proceedings.
- Through exclusion; which may be effected through resolution of board if a member does not meet the obligations that were assumed at the time of joining the association eurammon, despite being requested to do so, or as a result of contravention of the association's interests.

Upon termination of membership, any claim on the association eurammon shall expire, both with regard to participation in the acquired results and from a financial point of view.

§ 5 Rights and duties of members

All members shall be entitled to make proposals on the commencement, supplement and extension as well as restrictions of the activities of the association eurammon.

The results of the activities of eurammon shall be made available to all members.

Ordinary members are entitled to use the eurammon infrastructure and request information from the field of experience of the association.

In members' meetings each ordinary member shall have one vote. The extraordinary and delegates of reciprocating members shall take part in the members' meeting in an advisory function.

All members are obliged to pay their membership dues annually. The amount of these membership dues shall be fixed in the membership dues order by the members' meeting on proposal by the executive board.

§ 6 Organs of the association eurammon

The elements of the association are:

- the members' meeting
- the executive board

§ 7 Executive board

The members' meeting shall elect through majority vote a maximum of six persons and a minimum of three persons from the ordinary members to serve as an executive board for a period of two years. The board shall continue business until the new election. Re-election shall be permitted.

The board shall elect the chairperson and the vice chairperson (deputy).

Representation of the board in the sense of § 26 BGB is the chairperson and the vice chairperson. Each of them is authorised to represent on its own. The vice chairperson replaces the chairperson in case of absence. Activities of the board members are voluntary.

The executive board is responsible for leading the association according to the resolutions of the members' meeting.

In doing so, the executive board shall decide on individual action with majority vote. In the event of an equality of votes, the vote of the chairperson shall be decisive.

The chairperson shall call and chair the meetings of the executive board and the members' meeting. The chairperson shall represent the association judicially and extra-judicially.

§ 8 Members' meeting

An ordinary members' meeting shall take place at least once a year. The invitation to this members' meeting shall include the agenda in full and be posted (regular mail) or e-mail at least a fortnight in advance.

Extraordinary members' meetings can be convened in the same way if considered necessary by the executive board, if required by the interests of the association eurammon, or if requested by at least half of the members.

Members may have themselves represented with a written authority.

The members' meeting shall be qualified to decide by vote if it is duly convened.

The member's meeting is lead by the chairperson or his deputy.

The member's meeting shall decide regarding

- Approval of the minutes of the expired fiscal year
- Financial statement of the expired financial year

- Financial planning of the current fiscal year and exoneration of the 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
- Alterations to the statutes and dissolution of eurammon

The members' meeting shall pass its resolutions with 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, which are to be signed by the representative of the office or the relevant chairperson of the meeting.

§ 10 Management

The board appoints the managing director, who is responsible to manage activities in accordance with the statute and decisions of the organs. The managing director is bound to the directives of the board and responsible for the execution of decisions set forward in the member's meetings. The managing director shall establish an office. He is responsible for the correct accounting and yearly financial statement. The managing director is authorized to mandate financial expenditures within the framework of the budget. Exceeding the budget requires approval of the board.

The managing director should propose to the board scientific assistants and required personnel to be employed when approved by the budget or staff appointment scheme.

§ 11 Language

The official language is English.

§ 12 Amendment of the statute, dissolution

Resolutions concerning amendments to the statute as well as the dissolution of eurammon shall require a two-thirds majority of the votes present at the members' meeting.

In the event of dissolution of the association or cessation of the previous purpose, any business still to be settled shall be completed by the executive board and by management.

Any assets still available shall flow to non-profit-making purposes, namely as a gift to an institution for the promotion of research into refrigeration engineering in the field of natural refrigerants.