

Articles of Association

eCl@ss e.V.

for the development and distribution of the eCl@ss standard for classification and description of materials, raw materials, technical goods, products, goods and services of all types

Status:

Resolution of the GA of eCl@ss e.V. on 18.04.12 in Cologne

Entry:

Register of Associations of the Local Court of Cologne: 18.06.2002

Entry of amendments: 27.07.2012

Section 1

Name, Seat, Fiscal Year

1. The Association bears the name of eCl@ss e.V.
2. The Association has its seat in Cologne and is entered in the Association Register of the Local Court of Cologne as an association.
3. The fiscal year is the calendar year.

Section 2

Objective of the Association

1. eCl@ss is an international data standard for uniform and consistent classification and description of products, materials, systems and services.
2. The Association is a non-profit organization which defines, and internationally further develops and spreads this standard without consideration of sector borders.
3. The objective of the Association therefore includes:
 - a. mutually working out and continuously developing and maintaining eCl@ss with allocated classes and descriptive elements such as attributes and their allocated value sets. In doing so, all relevant company functions and market requirements should be considered;
 - b. the promotion and spreading of the eCl@ss-standard application as well as its establishment as an internationally recognised standard;
 - c. the implementation of measures or other support services – subject to payment if necessary – for promotion of the application and spreading of eCl@ss.
 - d. the Association is, in addition, authorized to carry out any measures, which appear suitable to promote the purpose of the Association.

Section 3

Membership

1. The following types of membership are possible in the Association:
 - a. ordinary membership,
 - b. supporting membership.
2. Ordinary members can be companies, associations or public bodies or regional corporations.
3. Supporting membership gives natural persons or companies an opportunity to become familiar with the Association's work, to support the Association financially and in content and, on the basis of a reduced membership fee, to receive suitable information on the classification, standardization topics etc. Apart from natural persons, companies or associations with less than 500 employees as well as public bodies – regardless of their legal form - can become supporting members.
4. Membership is not transferable.
5. Application for being accepted in the Association shall be made in writing or by email.
6. The Board of Directors shall decide on acceptance of new members. The decision of the Board of Directors on acceptance or refusal of a new member can be reversed upon application by the General Meeting with a majority of 3/4 of the votes cast.
7. Membership commences when the Board of Directors or the General Meeting passes the resolution to accept the member.
8. The resolution of the Board of Directors or the General Meeting shall be reported to the applicant in writing.

Section 4

Bodies of the Association

1. The bodies of the Association are:
 - a. the General Meeting (Section 5),
 - b. the Board of Directors (Section 6),
 - c. the Steering Committee (Section 7),
2. Standing bodies of the Association are:
 - a. an Advisory Board (Section 8), convened after a suggestion by the Board of Directors,

- b. the Head Office for coordination and implementation of current affairs following instructions by the Board of Directors (Section 9),
- c. the Scientific Advisory Board (Section 10).

Section 5

General Meeting

1. The General Meeting is the highest decision making body of the Association.
2. The General Meeting consists of one representative per member.
3. In the General Meeting each member is entitled to participate, to apply and speak and ordinary members, in addition, have the right to vote. The number of votes of an ordinary member is based on the amount of his membership fee. The minimum fee of an ordinary member entitles to one vote, twice the minimum fee of an ordinary member to two votes and a triple or higher fee of an ordinary member results to three votes. Additional details are governed by the fee schedule.
4. eCI@ss members nominate to the Board of Directors or the Head Office, in writing and by name, a representative and a deputy to represent the member in the General Meeting and exercise the existing right to vote. This nomination can be altered by the eCI@ss member at any time. If a person other than the nominated representative represents a member at the General Meeting, his entitlement to participate and to vote is to be underlined by means of an individual power of attorney. Power of attorney by third parties is permissible.
5. The General Meeting has the task of bringing about policy decisions. These include, in particular:
 - a. election and dismissal of the Board of Directors;
 - b. discharge of the Board of Directors;
 - c. Election of Steering Committee members;
 - d. passing of resolutions concerning amendments of the articles of association;
 - e. Receipt of the annual account of the Board of Directors;
 - f. passing of resolutions concerning the objection filed in due time by a member against exclusion from the Association resolved by the Board of Directors;
6. The place for the General Meeting shall be determined by the Board of Directors. Convocation of the General Meeting shall take place in writing or by email by the Board of Directors announcing the venue of the meeting, the time of the meeting and the agenda. The Board of Directors may task the Head Office with the convocation. The convocation period is 14 calendar days, calculated from the day of the invitation being sent. A General Meeting may also be staged by mail. The convocation is subject to the foregoing regulations, apart from the venue. As a result, the members can hand in their votes within four weeks following the con-

vocation date. The majority requirements as referred to in the articles of association also apply to this procedure.

7. The Ordinary General Meeting shall take place once annually. In addition, the Board of Directors is entitled, on its own initiative, to convoke a General Meeting for a special reason. It is obliged to do so, if 1/3 of the ordinary members demand it.
8. The General Meeting shall be chaired by the Chairman of the Board of Directors or, if he is unable to attend, by a member of the Board of Directors to be authorized by the Board of Directors. If there has been no authorization by the Board of Directors, the General Meeting shall elect, with a simple majority of the votes cast, a Chairman for the General Meeting from amongst the members of the Board of Directors who are present.
9. The General Meeting has a quorum, if at least 25% of the ordinary members are present or have apologized in writing or by email.
10. The General Meeting shall pass resolutions with a simple majority of the votes cast as long as no other type of majority is envisaged in these Articles of Association.
11. The following resolutions require a qualified majority of the votes cast in the General Meeting:
 - a. amendment of the Articles of Association: 2/3 of the votes cast;
 - b. premature voting out of a member of the Board of Directors and new appointment of a member of the Board of Directors to replace the member of the Board of Directors who has been voted out: 3/4 of the votes cast;
 - c. Decision to revise resolutions passed by the Board of Directors: 3/4 of the votes cast.
12. Minutes shall be drawn up for each General Meeting in which the members present, the resolutions passed and the voting results (= vote count) are to be recorded. The minutes shall be signed by the Chairman of the General Meeting and sent to the Association members within 21 days after the end of the General Meeting.
13. Decisions taken by the General Meeting can only be objected to by ordinary members. For that purpose, a written explanatory statement is to be submitted to the Board of Directors, the latest within a month following receipt of the minutes.
14. If, in the opinion of the Board of Directors, an objection is substantiated, it shall initiate a new vote, at the next General Meeting, on the subject matter of the resolution against which objection was filed; otherwise, the Board of Directors shall reject the objection in writing.
15. In the case of an objection being rejected by the Board of Directors, the resolution to which an objection has been filed shall become legally effective if the member who has filed the objection does not, within one month after receipt of the rejection decision by the Board of Directors, contest the rejection by way of

initiating arbitration tribunal proceedings in accordance with Section 17 of these Articles of Association.

Section 6

Board of Directors

1. The Board of Directors bears the responsibility for statutory representation of eCI@ss. In addition, it shall bear the overall responsibility for the activities of the Association.
2. The Chairman of the Board of Directors has the authority for sole representation of the Association. In addition, two members of the Board of Directors shall have overall legal representation authority; before making use of this authority for representation, they shall agree on their actions with the Chairman of the Board of Directors. The authority for representation is limited to the assets of the Association.
3. The Board of Directors shall define and control the activities of eCI@ss. Its tasks include, in particular:
 - a. structuring of the tasks of eCI@ss and setting up of guidelines for carrying out the defined tasks of the Association.
 - b. Determination of standardisation rules and action guidelines. Adoption of various regulations including terms of use applicable to the development and distribution of eCI@ss;
 - c. determination of the venue for the General Meeting;
 - d. convocation and chairmanship of the General Meeting and the Steering Committee;
 - e. tasking the Head Office and defining its duties;
 - f. drawing up of the business and finance plan and long-term planning;
 - g. Finalising any type of contract, in particular those involving the distribution or cooperation/integration of the trade standard with eCI@ss.
 - h. granting of funds within the framework of the financial plan approved by the Steering Committee;
 - i. drawing up of the annual accounts and the annual report;
 - j. external presentation of and advertising for eCI@ss and the Association;
 - k. marketing of eCI@ss;
 - l. out-of-court and court representation of the Association.
 - m. Amendment of benefit regulations;

-
- n. granting of funds outside the approved financial plan. In that respect, the Board of Directors is accountable during the following meeting of the Steering Committee;
 - o. To fulfil its duties, the Board of Directors may set up special committees or similar organisations inside the Association and delegate specific tasks to them. Further details are governed by the rules of procedure of the Board of Directors.
4. The Board of Directors shall consist of up to 8 members, but not less than 3 members. The Board of Directors shall elect the Chairman of the Board of Directors from its own midst.
 5. The members of the Board of Directors are elected by the General Meeting from those members who form the Steering Committee.
 6. In addition, for organisational expansion of eCI@ss, i.e. integration of trade organisations /- standards, additional members may be allocated to the Board of Directors. The appointment by the Board of Directors is time-limited and requires a 2/3 majority of its members. A maximum of two additional members may be sitting on the Board of Directors simultaneously.
 7. Election of the members of the Board of Directors shall take place for one period of office lasting two years. Re-election is possible.
 8. If a member of the Board of Directors resigns from office before the end of a period of office (e.g. by resigning from office as a member of the Board of Directors, through death, etc.), the Board shall determine a replacement member limited up to the next Ordinary General Meeting (a so-called provisional member of the Board of Directors). An ordinary replacement member shall then be elected at the next Ordinary General Meeting from the members forming the Steering Committee for the remaining period of office of the Board of Directors, inasmuch as there is not a new election of the whole Board of Directors anyway.
 9. Members of the Board of Directors can be individually voted out before expiry of their period of office with a $\frac{3}{4}$ majority of the votes cast in the General Meeting and replaced by election of a new Board of Directors member from amongst the members of the Steering Committee.
 10. The Board of Directors shall meet in person at regular intervals, at least, however, once a quarter, for meetings of the Board of Directors, to which the Chairman of the Board of Directors shall extend an invitation adhering to a notice period of one week and stating the agenda. Meetings of the Board of Directors can also be held in the form of a telephone conference or through telephone connection of individual members of the Board of Directors to a meeting. The telephone connection shall be regarded as personal presence.
 11. The Board of Directors shall have a quorum, if at least three members of the Board of Directors are taking part in the meeting of the Board of Directors.
 12. The Board of Directors shall make its decisions with a simple majority of its members inasmuch as the existing Articles of Association do not determine otherwise. Each member of the Board of Directors shall have one vote. In case of

equality of votes, the vote of the Chairman shall decide. However, the Chairman should make every effort to bring about a majority decision of the Board of Directors.

13. Decisions are either made in the meetings of the Board of Directors or they shall be taken on the initiative of the Chairman, by fax or email. Each member of the Board of Directors is entitled to object in writing to the vote by fax or email within the period determined by the Chairman for casting the votes. In this case, a resolution of the Board of Directors can only be taken during a meeting of the Board of Directors.
14. Votes cast by fax or by email shall be received by the Chairman by the end of a period to be determined by the Chairman, which should not be shorter than seven working days. A fax or an email shall be regarded as having been received at the point of time at which the Chairman of the Board of Directors, as the addressee, has access to the vote cast by fax or email. If a member of the Board of Directors does not answer or answers only after the end of the period, this shall be regarded as an abstention from voting.
15. The Board of Directors can adopt rules of procedure regulating special competencies of members of the Board of Directors, the distribution of tasks arising and any internal communication, process and voting procedures of the Board of Directors.
16. Resolutions taken by the Board of Directors have to be recorded in the minutes. In these documents, the date and place of the meeting of the Board of Directors, the physically present or electronically connected members of the Board of Directors, the content of the resolutions passed and the results of the votes shall be recorded. The Board of Directors shall inform the members about its resolutions in a proper manner.
17. The operative and administrative activities of the Board of Directors shall be carried out on its behalf by the Head Office (4). The Board of Directors can also task the Head Office with convening its meetings and recording the minutes as well as other duties. In addition, the Board of Directors can, for its relief, also mandate external experts for project-specific assignments.
18. The members of the Board of Directors are liable within the internal Association area, i.e. towards the Association and/or its members, only inasmuch as they are chargeable with gross negligence or intent.
19. There shall be no claim for remuneration or compensation for expenses against the Association for the work carried out on the Board of Directors or for participation in meetings of the Board of Directors.
20. The Board of Directors is obliged towards the members to produce reports and be accountable in the General Meeting.

Section 7

Steering Committee

1. The Steering Committee is the advisory body of the Association. It has the responsibility to advise the Board of Directors from a strategic and contents point of view in regard of creating, developing and internationalizing eCI@ss classification.
2. The tasks of the Steering Committee include in particular:
 - a. Advice regarding creation and structuring of the underlying data model;
 - b. Advice regarding the structure and content of eCI@ss classification as well as the structure of the standard sets of attributes;
 - c. Advice regarding amendment and expansion of further strategic i.e. continuous system development;
 - d. Approval of the budget drawn up by the Board of Directors for the following year. Audit of the annual accounts and annual report produced by the Board of Directors.
 - e. Advice regarding the internationalization of eCI@ss classification, including the harmonization with or delimitation from other classification systems;
 - f. Advice regarding integration of other classification systems in eCI@ss;
 - g. active support for the Association including its expert groups and committees.
 - h. Increase or reduction in membership fees as well as adopting or changing the fee schedule;
3. The Steering Committee shall consist of a maximum of 40 members. Members with three votes in the General Meeting have, in principle, a seat on the Steering Committee. They may vacate this seat through abstinence. They can abstain from this seat for a period of one year in each case. Any difference in the number of envisaged members may be supplemented by electing members from the ordinary association members. At the General Meeting, the Board of Directors suggests the number of members that can be elected. The election requires a simple majority for the duration of two years. Re-election is possible. Voting out requires a majority of 2/3 of the votes cast at the General Meeting.
4. With regard to resolutions by the Steering Committee, each member of the Steering Committee has a vote. In the event of a tie of votes, the Chairman shall decide.
5. The Chairman of the Steering Committee is also the Chairman of the Board of Directors of the Association.

6. The Steering Committee shall stage regular meetings if possible every six months, to which the Chairman of the Steering Committee shall extend an invitation adhering to a period of one week and stating the agenda. Meetings of the Steering Committee can also be held in the form of a telephone conference or through telephone connection of individual members of the Steering Committee to a meeting. The telephone connection shall be regarded as personal presence.
7. The Steering Committee shall make decisions with the simple majority of the votes cast. To simplify the administration process, the votes can also be cast by in writing or by email within a period determined by the Chairman, which must not be less than seven days. In case of equality of votes, the vote of the Chairman shall decide. However, the Chairman should make every effort to bring about a majority decision in the Steering Committee.
8. The Steering Committee has a quorum, if at least 25% of the Steering Committee members are present.
9. The members of the Board of Directors are elected by the General Meeting from those members who form the Steering Committee. All members of the Board of Directors are automatic members of the Steering Committee and supplement, if required, also the number of 40 Steering Committee members; they may, however, abstain from their membership in the Steering Committee in favour of another representative of the member. They lose their status as an automatic Steering Committee member as soon as they are no longer a member of the Board of Directors.
10. The Steering Committee can form individual committees upon suggestion by the Board of Directors. These committees may be tasked with duties in accordance with Section 6 by the Board of Directors. The working method and the distribution of tasks within the Steering Committee can be regulated individually by rules of procedure.
11. There shall be no claim for remuneration or compensation for expenses against the Association for the work carried out in the Steering Committee or for participation in Steering Committee meetings.

Section 8

Advisory Board

1. The Advisory Board consists of members from the ordinary members or cooperative partners.
2. The Advisory Board advises the Board of Directors on strategic matters and represents the Association outwardly as a brand ambassador at decision level.
3. Advisory Board members are appointed for the duration of two years following suggestions by the Board of Directors. Reappointment is possible.
4. Dismissal is possible in the case of a 2/3 majority of the votes cast by Steering Committee members.
5. The Advisory Board may subject itself to rules of procedure.

Section 9

Head Office

1. The operative and administrative activities of the Association shall be carried out by a Head Office by order of the Board of Directors. In addition, the Board of Directors is entitled to set up official international representations as branches, which shall then functionally report to the Head Office.
2. The duties, competencies, organisation and cooperation with the Head Office are regulated in a business management contract, which the Board of Directors concludes with the Head Office operator.
3. Supplementary regulations and duties are possible following individual agreements of the Board of Directors with the Head Office.

Section 10

Scientific Advisory Board

1. eCI@ss e.V. can set up a Scientific Advisory Board.
2. The Scientific Advisory Board is an independent body of scientists, whose task it is to accompany scientifically the development of eCI@ss in all aspects, to promote it through its own ideas and activities, and to support the spreading of eCI@ss in the area of science. Membership in the Association is not a prerequisite for membership of the Scientific Advisory Board.
3. Organisation, duties, rights and obligations of the Scientific Advisory Board are regulated by rules of procedure of the Scientific Advisory Board itself. This rule of procedure has to be confirmed by the Board of the Directors of the Association.
4. The decision to set up and disband the Scientific Advisory Board lies with the Steering Committee. Disbandment can only take place following 2/3 of the votes cast.

Section 11

Financing

1. The Association is financed by gifts, membership contributions, subsidies as well as commissionable services provided by the Association in accordance with Section 1.
2. Each ordinary member pays an annual membership fee based on the size of his company. Supporting members pay a reduced fee. The actual amount of the fees can be seen in the membership fee schedule of the Association.
3. The membership fee shall be paid in advance for each fiscal year. New members shall pay the fee on the first of the second month following commencement of membership of the Association. In the case of membership commencing during

the current fiscal year, the fee to be paid by the member concerned - calculated in months - shall be paid proportionally for the term of the remaining membership in the fiscal year. The month of commencement of membership shall be counted.

4. Any changes of membership fees in the membership fee schedule shall be resolved by the Steering Committee with simple majority of the votes.
5. Material or personal contributions by members of the Association, which are made for the support of eCI@ss cannot be counted towards the membership fees.
6. Regarding the use of finances available to the Association, a decision will be taken by the Steering Committee with simple majority following proposals made by the Board of Directors.
7. The means available to the Association have to be used in accordance with the objectives and the tasks of the Association.

Section 12

Copyright

1. All rights involving the eCI@ss standard rest with the eCI@ss Association.
2. If an Association member or staff member of an Association member, through their work in or for eCI@ss, acquires copyright within the framework of classification by eCI@ss or provides to the Association results of their work which are copyright protected, the member shall grant the Association a worldwide, cost and remuneration-free, transferable, non-exclusive, copyright usage and utilization right that is unlimited in time. If the copyright or the copyright usage right is due to the staff member of an Association member, the Association member shall ensure that the aforementioned transfer of right to eCI@ss is also fulfilled in this respect.
3. eCI@ss is entitled to use, alter, process, further develop and utilize the copyright-protected service of the member or staff member as desired in any known copyright type of use.
4. The copyright originator shall waive the right to be named by eCI@ss or licensees of eCI@ss.
5. The member shall provide the Association with all documents necessary for the utilization and use of the copyright utilization rights.

Section 13

Brand

1. The Association has – as far as legally possible and permitted – had the eCI@ss brand registered as a word and design brand with the European Patent Office. The Board of Directors can decide to have the eCI@ss brand also registered and protected as a work or design brand further abroad.
2. Members of eCI@ss are entitled to indicate their membership in eCI@ss by using these brands when advertising their own image. The use of these brands is covered by the membership fee.
3. The Board of Directors can further decide to allow third parties the use of the eCI@ss brands - with or without remuneration.

Section 14

Termination of Membership

1. Members can resign from the Association at any time, without adhering to an expiry period and without stating any termination reasons, by means of a written resignation. The declaration of resignation shall be directed to the Board of Directors of the Association. The resignation shall become effective the following calendar year, if it has been received by the Chairman of the Board of Directors or the Head Office authorised by the Board of Directors at least 3 months beforehand.
2. A member can be excluded from the Association for good reasons by way of a resolution by the Board of Directors, which shall be passed with a majority of 2/3.
3. There is good cause for exclusion, in particular, if
 - a. a member has violated intentionally or with gross negligence a significant obligation for which he is responsible in accordance with the articles of association;
 - b. a member has not paid the membership fee for which he is responsible in spite of previous reminders for payment and a second demand for payment connected with a warning indicating the possibility of exclusion from the Association;
 - c. proceedings for insolvency have been opened in respect of the assets of a member or if the opening of insolvency proceedings is refused due to lack of assets;
 - d. a member becomes unable to fulfil a duty for which he is responsible in accordance with the contents of these articles of association;

- e. a member once again, and despite previous written warning, through his behaviour impairs, endangers or confounds the realization of the objectives of the Association or damages its reputation or impairs it disadvantageously in public.
4. Against such a decision of the Board of Directors, the member concerned can file objection with the Board of Directors within one month after receipt, stating his reasons in writing.
5. The next Ordinary General Meeting shall then take a final decision on the objection or on continuation or cancellation of the exclusion of the member.
6. Up to the decision on the objection by the next Ordinary General Meeting, the rights and the obligations arising from the membership (including co-operation in the bodies of the Association and participation in meetings of the bodies etc.), with the exception of the obligation to pay the membership fee, shall be in abeyance.
7. If the objection is overruled in the General Meeting, the membership shall terminate on the day of the decision previously taken in the meeting of the Board of Directors; if no objection or no objection in good time has been filed, membership shall terminate on expiry of the objection period against the decision of the Board of Directors. On termination of the membership, any membership or participation of the member in the bodies of the Association shall also terminate.
8. The member concerned shall be informed of the decision of the General Meeting in writing.
9. If the General Meeting confirms the exclusion of a member or if the objection is overruled, the member can apply, within a term of exclusion of one month after receipt of written notification, for tribunal proceedings to be carried out in accordance with Section 17 of the Articles of Association.
10. Termination of the membership shall not release the member from the obligation to pay the complete membership fee for the current fiscal year. Refund of fees already paid or part thereof is ruled out. This applies independently of whether termination of the membership takes place through resignation, exclusion or in any other manner.

Section 15

Dissolution of the Association

1. The Association can resolve its dissolution with a $\frac{3}{4}$ majority of the votes cast. Together with the resolution for dissolution, a liquidator shall be appointed to carry out the dissolution of the Association and initiate deletion in the Register of Associations after dissolution has taken place. The Board of Directors of the Association can also be mandated with liquidation.
2. After a dissolution resolution, the Association shall bear the addition 'i. L.' in its representation towards third parties.

3. The tasks of the liquidator(s) consist of collecting the claims of the Association, paying the liabilities of the Association, utilizing the assets of the Association, distributing any possible existing surplus amongst the ordinary members of the Association per capita and, then, initiating deletion of the Association in the Register of Associations. The liquidator(s) is/are not permitted to initiate new business activities of the Association.
4. A dissolution resolution does not release the members of the Association from payment of the full annual fee(s) up to execution of liquidation.
5. A claim to settlement of the Association's assets between the members exists only on dissolution of the Association.

Section 16

Confidentiality

1. Inasmuch as members, due to or in connection with membership of the Association or their activities for the Association or in its bodies or expert groups, gain knowledge of confidential information of the Association or its members, they are obliged to keep this information secret or to remain silent about it.
2. The confidential information subject to secrecy includes company and business secrets of the Association or its members as well as other information, which has been marked or designated by the Association or a member as confidential or which has a confidential character recognizable by its content.
3. Confidential documents which are subject to secrecy shall be protected by the member against unauthorized access by third parties. This also applies in the cases of documents or information being stored on computers. In addition, staff members of members gaining knowledge of confidential information subject to secrecy or receiving documents of the Association within their sphere of tasks shall also be obligated through written agreement to adhere to secrecy and confidentiality in accordance with these articles of association.
4. The aforementioned obligation to secrecy shall not be applied to information or documents which verifiably
 - a. are already publicly known at the point of time of the member gaining knowledge of them;
 - b. has already been in the possession of the member;
 - c. become publicly known afterwards;
 - d. is made accessible to the member by a third party in a legally permissible manner.
5. The aforementioned obligation to secrecy also remains in effect after termination of the membership.

Section 17

Arbitration Agreement

1. An arbitration tribunal shall decide on all disputes – with exception of the collection of membership fees – which may arise from or in connection with these articles of association ruling out any ordinary legal process. The ordinary legal process applies for collecting membership fees by a court.
2. The tribunal consists of two arbitrators and a chairman who must be a qualified judge. The arbitration tribunal shall meet at the registered seat of the Association.
3. Within two weeks after request by the applicant(s) wishing to have a question clarified by tribunal, the disputing parties shall each nominate an arbitrator. If one of the involved parties does not meet this obligation within the aforementioned period, the corresponding arbitrator shall be nominated by the President of the Higher Regional Court in Cologne.
4. The nominated arbitrators shall determine the chairman mutually. If there is no agreement on a chairman within one month after nomination of the last arbitrator, the President of the Higher Regional Court in Cologne shall nominate the chairman following application by one of the applicants.
5. The chairman of the arbitration tribunal is entitled to request from the applicants a cost advance for carrying out the arbitration proceedings; this advance shall cover the probable costs of the arbitration proceedings. The arbitration tribunal shall only become active after complete receipt of the requested cost advance. If the advance is not paid by the applicant(s) or not paid in full within a period of at least 14 days to be determined by the chairman of the arbitration tribunal, the arbitration proceedings shall be regarded as quashed. Any costs incurred up to then shall be borne by the applicant(s).
6. The members of the arbitration tribunal shall receive for their activities the remuneration which, in accordance with the German Lawyers' Remuneration Act (RVG – 'Rechtsanwaltsvergütungsgesetz'), would be due to a lawyer for corresponding activities. The remuneration of the chairman shall amount to the 1.5-fold of this remuneration. The minimum value of dispute for arbitration tribunal proceedings is EUR 50,000.
7. The arbitration tribunal shall decide after verbal proceedings. The arbitration tribunal is entitled to issue procedural orders as preparation for the verbal negotiations.
8. The arbitration tribunal shall substantiate its decision and also decide on the costs of the arbitration proceedings.
9. Additionally, the regulations of the German Code of Civil Procedure (ZPO – 'Zivilprozessordnung') for proceedings of the first instance and the regulations of the ZPO regarding arbitration proceedings shall apply to the procedure of arbitration tribunal proceedings.

Section 18

Final Provisions

1. Not all possibilities and constellations of facts, which may arise in connection with the further development and internationalization of eCI@ss can be predicted and regulated by these Articles of Association. It is compatible with the self-image and the objectives of eCI@ss to adapt these articles of association to altered conditions.
2. Should individual provisions of these statutes be or become ineffective or non-executable, this shall not affect the effectiveness of the remaining provisions of these articles of association. In this case, the members shall adopt, instead of the invalid or non-executable provision, a legally effective and/or executable provision approximating as closely as possible the sense and purpose or the objective and effect of the ineffective or non-executable provision.
3. The articles of association shall be binding for the members and any possible universal legal successors.
4. Amendments or supplements to these articles of association require a resolution to be passed by the General Meeting.
5. Effectiveness: the articles of association become effective when entered in the Register of Associations.