



STATUTES

**Gütegemeinschaft
Schwerer Korrosionsschutz**

von Armaturen und Formstücken durch Pulverbeschichtung e.V.

**Quality Assurance Association for
Heavy-Duty Corrosion Protection**

of Valves and Fittings with Powder Coating (GSK e.V.)

Statutes of the GSK Quality Assurance Association Heavy-Duty Corrosion Protection of Valves and Fittings with Powder Coating Gütegemeinschaft Schwerer Korrosionsschutz von Armaturen und Formstücken durch Pulverbeschichtung e.V. (Germany)

1. Name, registered office and fiscal year

- 1.1** The Association is a quality assurance association¹ (Gütegemeinschaft) within the meaning of the quality principles for RAL Quality Marks² (Gütezeichen) in the respective applicable version and uses the name "Gütegemeinschaft Schwerer Korrosionsschutz von Armaturen und Formstücken durch Pulverbeschichtung e.V.", hereinafter referred to as "GSK Quality Assurance Association (Gütegemeinschaft)". The Association is registered in the register of associations at the Amtsgericht (County Court) of Munich, Germany.
- 1.2** The registered office and the place of performance and jurisdiction for claims arising from these statutes are in Munich.
- 1.3** The fiscal year is the calendar year.

2. Purpose and tasks

- 2.1** The purpose of the Association is to
- 2.1.1** assure the Quality of heavy-duty corrosion protection of valves and fittings with powder coating and
- 2.1.2** label Quality-assured products or services with the GSK Quality Mark (Gütezeichen).
- 2.2** To fulfil this purpose the Association has the task of
- 2.2.1** creating statutes for the Quality Mark (Gütezeichen) including Implementation Regulations
- 2.2.2** monitoring that Holders of the Quality Mark (Gütezeichen) observe the Quality Mark (Gütezeichen) Statutes
- 2.2.3** obligating Holders of the Quality Mark (Gütezeichen) to only label such Quality-assured products or services with the Quality Mark (Gütezeichen) for heavy-duty corrosion protection of valves and fittings with powder coating, hereinafter referred to as the GSK Quality Mark (Gütezeichen).
- 2.3** The Association is a not-for-profit organisation and does not act primarily in its own economic interests.
- 2.4** The Association represents the interests of its members towards the general public and the community, such as the authorities, trade associations and organisations.

¹ Güte is a high Quality Mark for RAL certificated organisations. RAL German Institute for Güte (Quality) Assurance and Certification

² Güte Mark is a high Quality Mark

3. Membership

The Association has Ordinary Members (3.1) and Supporting Members (3.2).

3.1 Membership of the Association is open to:

3.1.1 any manufacturer of valves and fittings that itself carries out the powder coating or

3.1.2 manufacturers of valves and fittings that contract out the powder coating to a third party that is an Ordinary Member of the Association or

3.1.3 epoxy coating plants that coat valves and fittings or

3.1.4 plants that produce epoxy-coating materials or are striving to do this.

3.1.5 Permission to use the Quality Mark (Gütezeichen) should be granted within two years of the application (date the information is received by the GSK Secretariat). Repayment of an admission fee that has already been paid is excluded.

3.2 Any trade association or person who represents business or trading interests can become a Sustaining Member if the Association recognises a justified interest in Quality assurance. Sustaining Members do not have a voting right at the General Assembly.

3.3 The membership application has to be sent in writing to the Secretariat of the Quality Assurance Association (Gütegemeinschaft). Applicants must agree to accept these Statutes and comply with the Quality and Test Regulations together with the Implementation Regulations and the Quality Mark (Gütezeichen) Statutes.

3.4 The Executive Committee makes a decision on the application. If the application is rejected, the applicant can lodge a complaint with the GSK Secretariat within four weeks of receipt of the decision. The next ordinary General Assembly makes a decision on the complaint. If the complaint is dismissed, the complainant can take legal action in accordance with Section 11 within four weeks of the decision being delivered. Rejection of the application and dismissal of the complaint have to be justified.

4. Rights and duties of members

4.1 The Association is available for its members in all matters relating to Quality assurance. Members have the right to acquire the GSK Quality Mark (Gütezeichen) in accordance with Section 3.1.

4.2 A member can only assign rights resulting from membership to a legal successor. The assignment must be approved by the Executive Committee. The Executive Committee also stipulates the form of the assignment.

4.3 Members are obligated to

4.3.1 promote the intended purpose of the Association

4.3.2 apply for the granting of the right to use the Quality Mark (Gütezeichen) within six months of having received membership in accordance with Section 3.1

4.3.3 observe the provisions of the complete Statutes as well as the resolutions of the Association's bodies relating to the Statutes

4.3.4 pay fees or allocated payments to the Association on time.

4.4 Holders of the Quality Mark (Gütezeichen) are themselves responsible for the Quality of their products/services. Liability on the part of the Quality Assurance Association (Gütegemeinschaft), its bodies or representatives is excluded.

5. Termination of membership

5.1 Membership ends with:

5.1.1 termination

5.1.2 expulsion

5.1.3 the opening of insolvency proceedings or rejection of such due to lack of assets

5.1.4 winding-up.

5.2 Termination can only be notified by observing a period of notice of six months to the end of the fiscal year. The notification has to be sent by registered post to the Management (Geschäftsführung).

5.3 The Executive Committee can expel a member if

5.3.1 the requirements of Section 3.1 are no longer being satisfied

5.3.2 the member has not applied for the GSK Quality Mark (Gütezeichen) to be granted in accordance with Section 3.1 within six months of becoming a member (Section 4.3.2)

5.3.3 the application for the granting of the Quality Mark (Gütezeichen) is rejected irrevocably.

5.3.4 the Quality Mark (Gütezeichen) awarded has not been used for a period of six months or

5.3.5 the member has seriously contravened the Statutes of the Quality Assurance Association (Gütegemeinschaft), the Quality Mark (Gütezeichen) Statutes, the Implementation Regulations, the Quality and Test Regulations or resolutions of the bodies of the Quality Assurance Association (Gütegemeinschaft) relevant to the statutes.

5.4 The Executive Committee gives a member a period of four weeks to reply to the planned expulsion.

5.5 The expelled member can register a complaint with the Executive Committee within four weeks of the decision being delivered.

5.6 The lodging of an appeal does not suspend the decision.

5.7 Any claims by the Association against a member are not affected by the member leaving.

6. Bodies of the Association

6.1 The bodies of the Association are:

6.1.1 the General Assembly

6.1.2 the Executive Committee

6.1.3 the Quality Committee,

6.1.4 the Managing Director.

6.2 It is not admissible for the rights and duties of a body to be taken over or interfered with by another body.

6.3 Anyone who belongs to a body of the Association must perform the business of the Association impartially and treat confidentially any member's internal business or operational procedures of which they become aware during the course of their work.

7. General Assembly

- 7.1** The Chair shall convene a General Assembly via the Managing Director at least every two years. A General Assembly can also be convened if the Chair, the Executive Committee or a third of the members so wishes. Invitations have to be issued in writing at least 21 days in advance. The agenda must also be communicated.
- 7.2** If additional proposals are to be included in the agenda, these must be submitted in writing to the Managing Director at least ten days before the General Assembly. The Managing Director has to inform the members of these without delay. The General Assembly can only vote on proposals that are not on the agenda hereafter if the majority is in favour. This does not apply to elections or to proposals to amend these Statutes as well as the Quality Mark (Gütezeichen) Statutes, the Implementation Regulations or the Quality and Test Regulations, or to wind up the Association.
- 7.3** Every General Assembly that is duly convened is quorate. This should be pointed out expressly in the invitation.
- 7.4** Each member has a place and vote at the General Assembly in accordance with Section 3.1. It can be represented by a representative authorised by it in writing. The authorised representative can have a maximum of **three** votes.
- 7.5** Resolutions require a simple majority of the votes cast by those present and the representatives. A tie of votes is regarded as a rejection. Amendments to the Statutes require a two-thirds majority of those present. Section 12.1 remains unaffected by this.
- 7.6** The General Assembly
- 7.6.1** receives the reports of the Executive Committee and can debate these
- 7.6.2** elects the Executive Committee
- 7.6.3** and the auditor and the auditor's representative (election period: four years)
- 7.6.4** discusses and approves the annual financial report and the budget for the next fiscal year
- 7.6.5** decides on the membership fee regulations
- 7.6.6** decides on amendments to the Statutes
- 7.6.7** makes basic decisions on the Quality and Test Regulations
- 7.6.8** decides on proposals in accordance with these Statutes.
- 7.7** If necessary, members can vote in writing outside the General Assembly if the Executive Committee decides to do so. It must set a deadline for the vote.
- 7.8** The General Assembly is chaired by the Association's Chair or a representative acting on his or her behalf. Minutes covering the proceedings of the General Assembly have to be prepared, signed by the minutes-taker. The same applies if votes are made in writing.

8. Executive Committee

- 8.1** The Executive Committee comprises the Chair, his or her deputy and up to five other board members. It passes its resolutions by a simple majority vote; if there is a tie, the Chair's vote is decisive.
- 8.2** The term of office for the members of the Executive Committee is four years (election period) and lasts until a new Executive Committee has been elected. Re-election is allowed.

- 8.3** The Executive Committee within the meaning of § 26 BGB (German Civil Code) are the Chair and the Deputy Chair. Each has sole power of representation and represents the Association in all matters.
- 8.4** If a member of the Executive Committee leaves during his or her term of office, the next General Assembly elects a new member of the Executive Committee for the current election period.
- 8.5** The Executive Committee manages the Association in an honorary capacity.
- 8.6** A member of the Executive Committee is excluded from the passing of a resolution in matters concerning his or her own company.

9. Quality Committee

- 9.1** The Quality Committee comprises the Chair and at least two other members who are elected for a four-year term of office (election period) by the Executive Committee. Re-election is allowed. In addition, the Association's Chair and the Deputy Chair are members of the Quality Committee.
- 9.2** In addition to members of the Quality Assurance Association (Gütegemeinschaft), the representative charged with the third-party inspection as well as independent experts and, if necessary, representatives of public authorities should be members of the Quality Committee.
- 9.3** If a committee member leaves during his or her term of office, the Executive Committee elects a new committee member. Membership is for the current election period.
- 9.4** The Quality Committee
 - 9.4.1** prepares Quality and Test Regulations, a decision on which has to be made by the General Assembly
 - 9.4.2** evaluates applications for the granting of the Quality Mark (Gütezeichen) of the Quality Assurance Association (Gütegemeinschaft) and proposes either that the applicant be granted the right to use the Quality Mark (Gütezeichen) or informs him of the reasons for a deferment
 - 9.4.3** monitors that Holders of the Quality Mark (Gütezeichen) observe the Quality Mark (Gütezeichen) Statutes and the Implementation Regulations
 - 9.4.4** supports the Executive Committee.
- 9.5** The Quality Committee passes resolutions with a simple majority of the votes cast by those present. If there is a tie of votes, the Chair's vote is decisive. A member of the Quality Committee is excluded from the passing of a resolution in matters concerning his or her own company. Minutes of the resolutions have to be prepared.

10. Managing Director

- 10.1** The Executive Committee appoints the Managing Director.
- 10.2** The Managing Director must manage the business of the Association impartially in accordance with these Statutes and the resolutions of the Association's bodies in accordance with the instructions of the Executive Committee. He or she shall participate in the meetings of the Association's bodies in an advisory capacity.
- 10.3** The Managing Director can undertake business that obligates the Association within the framework of the approved budget.

11. Legal recourse

- 11.1** For disagreements resulting from the Statutes of the Quality Assurance Association (Gütegemeinschaft) including the Quality Mark (Gütezeichen) Statutes, the Implementation Regulations and the Quality and Test Regulations or from the activities of the Association, the parties are free to choose between a decision by an ordinary court or by the court of arbitration.
- 11.2** If the parties mutually agree to request a decision by the court of arbitration, this shall make the final decision on the legal dispute and the costs of the lawsuit without recourse to the ordinary courts of law.
- 11.3** Legal costs are not affected by this.
- 11.4** Unless otherwise specified in these Statutes, the provisions of the German Code of Civil Procedure (ZPO) shall apply for the composition and proceedings of the court of arbitration.
- 11.5** Both parties shall each nominate an assessor. The assessors shall choose a chairperson who must be qualified to hold judicial office. They must agree on the chairperson within two weeks of the prosecuting party being informed that the second assessor has also been nominated.
- If they do not agree, the prosecuting party can demand that the Managing Director of the Association asks the Landgericht Nürnberg-Fürth (Local Court at Nürnberg-Fürth) to nominate the chairperson. The same applies when one of the parties has not nominated an assessor within two weeks of being requested to do so.
- 11.6** The right to ask in urgent cases for a temporary injunction to be issued by the competent court of law remains unaffected.

12. Final provisions

- 12.1** The disbanding of the Association can only be decided by the General Assembly with a three-quarters majority if a motion is included in the agenda.
- 12.2** The disbanding will be carried out by the Executive Committee if the General Assembly does not appoint other liquidators. The General Assembly shall decide how the assets of the Association shall be used after all liabilities have been discharged. The assets shall be used for the purpose of Quality assurance or promoting Quality.
- 12.3** Amendments to these statutes, even of an editorial nature, require the prior written consent of RAL before they become valid. They come into force after a reasonable period of notice after the Executive Committee of the Quality Assurance Association (Gütegemeinschaft) has published them.

Translation

RAL Deutsches Institut für Gütesicherung und Kennzeichnung	RAL German Institute for Quality Assurance and Certification
RAL Anerkennung	RAL Approval

Gütegemeinschaft	Quality Assurance Association (Gütegemeinschaft)
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Grundsätze für Gütezeichen	Guidelines for Quality Marks (Gütezeichen)
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Gütezeichen	Quality Mark (Gütezeichen)
Gütezeichenbenutzer	Holders of the Quality Marks (Gütezeichen)
Güteausschuss	Quality Committee
Gütebedingungen	Quality Regulations
Gütegrundlage	Quality Principles
Gütemerkmale	quality criteria
Gütesicherung	Quality Assurance
Güteschutz	Quality Protection
Güteüberwachung	Monitoring of Quality
Gütevorschriften	Quality Regulations

Satzungswerk	Statutes
Zeichensatzung	Quality Mark (Gütezeichen) Statutes

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