

**DIN German Institute for Standardization
Berlin**

Statutes

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1. Name, registered office, purpose and non-profit status

1.1 DIN Deutsches Institut für Normung e.V. (referred to below as "DIN" or "the Association") has its registered office in Berlin and represents German standardization in Germany and internationally.

1.2 DIN's purpose is to encourage, organize, steer and moderate standardization and specification activities in systematic and transparent procedures for the benefit of society as a whole and while safeguarding the public interest. The results of DIN's work serve to advance innovation, safety and communication among industry, research organizations, the public sector and society as a whole, and to support quality assurance, rationalization, occupational health and safety, and environmental and consumer protection. DIN publishes its work results and promotes the implementation of these results. DIN can establish subsidiaries and hold interest in associated companies.

1.3 Standards work at DIN is carried out in its Standards Committees and the corresponding European and international bodies, the duties, working procedures and financing of which are governed by DIN 820, the "Guidelines for DIN's Standards Committees", and in further national, European and international regulations decided upon and published by DIN or at European or international level with DIN's participation.

1.4 Being a registered technical-scientific association, DIN promotes science and research and pursues objectives that are exclusively and directly for the public benefit within the meaning of the clause "Tax-privileged objectives" of the German Fiscal Code. DIN does not operate for its self-benefit. DIN's primary objective is not that of a private commercial enterprise. DIN may use its revenues solely for the purposes stated in its Statutes. DIN shall not benefit any person by way of administrative expenditure which is not consistent with the objectives of DIN or by paying unduly high sums in remuneration of services. DIN's members do not receive any pecuniary benefits from the assets of the Association

2. Organs

2.1 The organs of DIN within the context of the German law governing private associations are the General Assembly, the Presidial Board, the President¹, the Executive Board and Special Representatives within the meaning of § 30 of the German Civil Code (BGB).

2.2 The organs of the Association are differentiated from DIN's organs of standardization, which are responsible for carrying out tasks in accordance with Nos. 1.2 and 1.3 of these Statutes, e.g. the Standards Committees and their sub-bodies.

3. Presidial Board

3.1 The DIN Presidial Board lays down DIN's business and financial policies and monitors the implementation of and compliance with these policies. The Presidial Board elects from among its members the President and his/her two deputies. The President and his/her deputies may be re-elected twice.

3.2 The Presidial Board appoints the members of DIN's Executive Board and discharges the Executive Board and the Special Representatives as in § 30 of the German Civil Code (BGB) from their obligations.

3.3 The Presidial Board comprises not more than 45 persons. Up to 36 Presidial Board members are elected by the General Assembly; up to nine Presidial Board members may be appointed by the Presidial Board itself. The Presidial Board members shall represent the stakeholders in standardization. The public sector shall be adequately represented in the Presidial Board. Presidial Board members must be actively engaged in their profession and serve in an honorary capacity.

3.4 The Executive Board and Special Representatives of DIN as in § 30 of the German Civil Code (BGB) participate in the meetings of the Presidial Board in an advisory capacity where the Presidial Board has not decided otherwise; the former are not entitled to vote at these meetings. The President of the Presidial Board

¹ In the German version of these Statutes, all terms refer to persons of any gender. The masculine form is used consistently for the sole purpose of improving the intelligibility of the text.

remains a member of the Presidial Board for two years after the expiry of his/her term of office (as Past President).

3.5 The term of office for the members of the Presidial Board elected by the General Assembly is six years, subject to the proviso that every two years one-third of the members of the Presidial Board shall retire and a corresponding number shall be newly elected by the General Assembly. Re-election is permissible after a member has been out of office for an interval of 2 years. The term of office for the members of the Presidial Board appointed by the Presidial Board itself is six years. A member may be reappointed once after that member has been out of office for an interval of 2 years. The restrictions of this clause do not apply where a member of the Presidial Board represents the public sector.

3.6 If a member of the Presidial Board retires before his/her term of office has expired, the Presidial Board may appoint another person in their stead for the remainder of that term.

3.7 Decisions on all matters which are not expressly assigned to the competence of another organ of DIN are to be taken by the Presidial Board. A two-thirds majority of all present Presidial Board members is required for the adoption of decisions concerning amendment of the Statutes, while a three-fourths majority of all officiating members of the Presidial Board is required for the adoption of decisions concerning the dissolution of DIN. All other decisions are passed by simple majority of the Presidial Board members present. A Presidial Board meeting constitutes a quorum when at least one-half of all officiating members of the Presidial Board participates in the passing of a decision. A Presidial Board member who is prevented from participating in a Presidial Board meeting can authorize in writing another Presidial Board member to exercise the former's voting rights by proxy. Decisions may be made outside a Presidial Board meeting with a simple majority either in writing (§ 126 of the German Civil Code), electronic form (§ 126a of the German Civil Code) or in text form (§ 126b of the German Civil Code). Silence during the deadline period set in the draft decision shall be deemed consent to that draft. The decisions of the Presidial Board shall be recorded in minutes signed by the President.

3.8 The Presidial Board may set up committees to which it delegates tasks.

3.9 The Presidial Board shall adopt its own rules of procedure which govern not only the internal affairs of the Presidial Board and its committees, but also any further committees and bodies appointed by the Presidial Board, as well as the internal organization of DIN, including a catalogue of transactions of the Executive Board and the Special Representatives as in § 30 of the German Civil Code which require the approval of the Presidial Board or the Finance Committee of the Presidial Board.

4. President

4.1 The President of DIN is the supreme representational and controlling body of DIN; the President represents DIN at national, European and international level.

4.2 The President chairs the General Assembly and the meetings of the Presidial Board. The President has up to two deputies. The President and his/her deputies act in an honorary capacity.

4.3 The term of office of the President and of his/her two deputies commences with the acceptance of the election and is 2 years.

5. Executive Board

5.1 The Executive Board of DIN manages the business affairs of DIN. It is responsible for the proper conduct of DIN's business in technical, organizational and commercial respects.

5.2 DIN's Executive Board comprises not more than 3 persons. Its Chairman is named by the President. The members of the Executive Board represent DIN both in and out of court within the meaning of § 26 of the German Civil Code. Each member of the Executive Board has the power of representation.

5.3 For members of the Executive Board, being part of the Executive Board is their main occupation and as such they receive adequate remuneration. The Executive Board is appointed and asked to stand down by the Presidial Board. Contracts of employment with Executive Board members are signed by DIN's President.

5.4 The Executive Board carries out its duties together with the Special Representatives as in § 30 of the German Civil Code. The Special Representatives are appointed by the Executive Board.

5.5 With the consent of the Presidial Board, the Executive Board shall adopt rules of procedure for itself and for the Special Representatives (Management Board).

6. Number of member companies/organizations

6.1 Enterprises within the meaning of § 14 of the German Civil Code, institutions of higher learning, technical and industry associations, and corporate bodies organized under private or public law may become members of DIN.

6.2 Membership is acquired by written application with the admission to membership being confirmed by the Executive Board. Membership is terminated by withdrawal from the Association, with notification of withdrawal being submitted in writing to the Executive Board with six months' notice to the end of a calendar year.

6.3 A member may be excluded from the association if its conduct grossly infringes the interests of the association or if it does not pay its fees as in No. 7 of these Statutes despite multiple reminders. The decision to exclude a member is taken by the Presidial Board.

7. Membership fees

7.1 Membership fees are collected from members, the amounts due and payment method being set by the Presidial Board.

7.2 Special fees may be levied, the setting of which is also decided by the Presidial Board.

8. General Assembly

8.1 The General Assembly is responsible for receiving the President's Statement of Accounts, the discharging of the President and the Presidial Board from their obligations, the election of the members of the Presidial Board, and deciding on the dissolution of the Association in accordance with No. 9.1 of these Statutes.

8.2 A regular General Assembly shall be convened once a year. The Executive Board shall issue invitations. An e-mail invitation meets the requirements. The agenda is to be announced in the invitation. Between the date of despatch of the invitation and the date of the meeting there shall be an interval of at least two weeks. The invitation to the General Assembly and the agenda shall also be notified on DIN's website at least two weeks prior to the date of the meeting.

8.3 A meeting of a Special General Assembly shall be convened within two weeks upon written application supported by not less than one-fifth of the members. In the application the items to be dealt with are to be precisely stated and the reasons given.

8.4 The General Assembly constitutes a quorum, irrespective of the number of members present. Each member has one vote in the General Assembly. A representative can be authorized in writing to exercise the right to vote. Such authorization shall be delegated separately for each General Assembly. Decisions are passed by simple majority of the members present.

8.5 The election of the members of the Presidial Board in accordance with No. 3.3 of these Statutes can also be carried out in the form of postal or electronic balloting. The Election Committee shall be informed at least 2 weeks prior to the election as to which form the election will take.

8.6 With the consent of the Presidial Board, the Executive Board may effect the adoption of a decision by written or electronic balloting. In such ballots, motions are decided by the majority of returned votes. Between the date of despatch of the invitation to take part in the ballot and the date specified in the invitation as the closing date for voting there shall be an interval of at least two weeks. The decisions of the General Assembly shall be recorded in minutes signed by the President.

9. Dissolution of the Association

9.1 A unanimous decision by the Presidial Board and the General Assembly is required to dissolve DIN. This also applies to dissolution without liquidation. A three-fourths majority of all officiating members of the Presidial Board and a three-fourths majority of all DIN Members are required for the adoption of decisions concerning the dissolution of DIN.

9.2 In the event of the dissolution of DIN, the Executive Board handles all transactions. Upon dissolution of DIN or the termination of its tax-privileged status, all assets of DIN shall be transferred to a legal entity under public law or another tax-privileged body which shall directly and exclusively use them for charitable purposes promoting science and research.

The above statutes were approved by the Presidial Board of DIN on 13 December 2019.