

## Statutes

### § 1 Name, registered office, financial year

1. The name of the Association is Verband für Gedenkkultur e.V. (Association for the Culture of Remembrance), formerly VDNV Verband deutscher Natursteinverarbeiter. Since its entry in the register of Associations, the Association bears the suffix "e.V." (registered Association).
2. The Association has its registered office at Bad Nauheimer Str. 4, 64289 Darmstadt.
3. The financial year of the Association is the calendar year.

### § 2 Purpose of the Association

1. The purpose of the Association is on the one hand to stand up for the future security of the cemetery business, in particular the stonemasonry trade, to protect local businesses and thus to contribute to the preservation or expansion of their jobs. The central concern is to stand up for the preservation of the traditional cemetery and remembrance culture and to strengthen the status of the gravestone in society. At the same time, the trade and production of monuments and gravestones made of natural stone is to be promoted. On the other hand, the Association campaigns worldwide for humane production conditions in natural stone processing.
2. The purpose of the articles of Associations is realised in particular by the following measures:
  - a. Bringing the importance of the cemetery, especially the grave as a sign of remembrance back into the consciousness of the population and society, as well as to promote the cemetery as an identity-forming pillar of our culture and as a place of remembrance.
  - b. Informing about backgrounds, developments and news not only in the stonemasonry trade but in the cemetery business as a whole.
  - c. Building bridges between all trades, organisations and institutions involved in the cemetery business in order to strengthen the positive image of the traditional cemetery and memorial culture in society.
  - d. Intensive press and public relations work on all topics concerning the Association.
  - e. Combating inhumane production conditions, in particular child labour as defined in ILO Convention 182 in the production of natural stone for export to local companies.
  - f. Creating of uniform and reliable certification standards, for example by promoting the "IGEP" label.
  - g. Supporting and funding litigation in furtherance of the purposes of the Association.
  - h. Supporting social institutions in the exporting countries.
3. The Association is a charitable organisation; it does not primarily pursue its own financial purposes.
4. The funds of the Association may only be used for the purposes outlined in the articles of Association. The members shall not receive any share of the profits and, in their capacity as members, shall not receive any expense allowances or reimbursement of expenses from the funds of the Association.
5. All holders of offices within the Association are volunteers.

### § 3 Acquisition of membership

1. Both natural persons of full age and legal entities can become members of the Association. The Executive Board shall decide on the written application. The application should contain the name and address of the applicant.
2. The applicant may lodge an appeal against the negative decision of the Executive Board, which need not be substantiated. The appeal must be filed in writing with the Executive Board within one month of receipt of the negative decision. The next annual General Meeting shall decide on this appeal. Membership shall also be acquired by those who make a verbal application and whose application is confirmed by inclusion in the membership list or by acceptance of the membership fees.

## **§ 4 Termination of membership**

1. Membership shall end:
  - a. upon the death of the member;
  - b. by voluntary resignation;
  - c. by deletion from the list of members;
  - d. by exclusion from the Association;
  - e. in the case of legal entities, by deletion from the commercial register or by the initiation of insolvency proceedings.
2. Voluntary resignation shall be effected by written declaration to a member of the Executive Board. Members are only entitled to resign voluntarily at the end of a calendar year, subject to a period of notice of six weeks.
3. A member may be deleted from the list of members by resolution of the Executive Board if he/she is in arrears with the payment of dues despite two reminders. The decision on the deletion from the members list may only be made if two months have elapsed since the second reminder was sent and the dues owed have not been paid. The member must be informed of their deletion from the list.
4. The right of the Executive Board to delete a member from the list or to exclude a member from the Association for good cause shall remain unaffected.

## **§ 5 Membership fees**

1. A fee shall be charged from the members. The amount of the annual fee and its due date shall be determined by the Executive Board. An admission fee may also be set by resolution of the General Meeting.
2. A retroactive increase of the fees is possible. The increase shall be determined by the Executive Board.
3. Honorary members are exempt from the obligation to pay fees.

## **§ 6 Institutions of the Association**

The institutions of the Association are:

- a. the Executive Board,
- b. the General Meeting,
- c. the Managing Director, where applicable

## **§ 7 The Executive Board**

1. The Executive Board of the Association shall consist of six persons, including the First Chairman, the Vice-Chairman, the Treasurer, the Assistant Treasurer, the Secretary and the Assistant Secretary.
2. One person is not permitted to hold several offices on the Board at the same time.
3. The Association shall be represented judicially and extrajudicially by two members of the Executive Board.

## **§ 8 Term of office of the Executive Board**

The Executive Board shall be elected by the General Meeting for a period of four years from the date of election; however, it shall remain in office until the election of a new Executive Board. If a member of the Executive Board resigns during the term of office, the Executive Board shall elect a substitute member for the remaining term of office of the resigning member.

## **§ 9 The Managing Director**

1. The Executive Board may appoint a Managing Director. The Managing Director is bound by the instructions of the board and handles the day-to-day business of the Association.
2. The rights and duties of the Executive Director shall be determined by the Executive Board.

## **§ 10 The General Meeting**

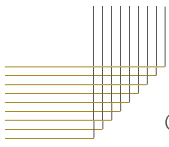
1. In the General Meeting, each member - including honorary members - has one vote. Another member can be authorised in writing to exercise the voting right. The proxy must be issued separately for each General Meeting. However, a member may not represent more than three other votes.
2. The General Meeting is responsible in particular for the following matters:
  - a. Acceptance of the reports of the Executive Board / Managing Director
  - b. Acceptance of the reports of the Treasurer
  - c. Approval of the actions and election of the Executive Board
  - d. Resolutions on the amendment of the Articles of Association and on the dissolution of the Association
  - e. Appointment of honorary members

## **§ 11 Convening of the Annual General Meeting**

1. The Annual General Meeting takes place once a year. It shall be convened by the Executive Board with four weeks' notice in text form, stating the agenda. An invitation shall be deemed to have been received by the member if it is addressed to the last address (postal address, fax number, email address) communicated to the Association by the member in text form.
2. The agenda is to be announced with the notice convening the meeting. Each member may request in text form from the Executive Board up to one week before the day of the General Meeting at the latest that further matters be subsequently added to the agenda. The chairman of the meeting shall add items to the agenda accordingly at the beginning of the General Meeting. No further requests for additions to the agenda may be made at the General Meeting.

## **§ 12 Resolutions of the General Meeting**

1. The General Meeting shall be chaired by the First Chairman, in his absence by the Treasurer or another member of the Executive Board. If no member of the Executive Board is present, the meeting shall determine the chairperson. In the case of elections, the chairmanship of the meeting may be delegated to an election committee for the duration of the ballot and the preceding discussion.
2. The keeper of the minutes shall be appointed by the chairman of the meeting. A non-member may also be appointed to take the minutes.
3. The manner of voting shall be determined by the chairman of the meeting. The vote must be conducted in writing if one third of the members present so request.
4. The General Meeting is not open to the public. The chairman of the meeting may admit guests.
5. The General Meeting shall constitute a quorum irrespective of the number of members present, as long as the meeting has been duly convened.
6. The General Assembly shall adopt its resolutions by a simple majority of the votes cast by the members present.
7. Minutes shall be taken of each General Meeting and shall be signed by the chairman of the meeting and the Secretary.



### **§ 13 Extraordinary General Meeting**

The Executive Board may convene an extraordinary General Meeting at any time. This must be convened if the interest of the Association requires it or if the convening is requested by one tenth of all members in text form, stating the purpose and the reasons.

### **§ 14 Dissolution of the Association**

The dissolution of the Association can only be decided in a General Meeting. Unless the General Meeting decides otherwise, the First Chairman and the Secretary shall be the authorised liquidators; this applies accordingly in the event that the Association is dissolved for another reason or loses its legal capacity.

The Articles of Association were established on 13 March 2009,  
Amendment by circular resolution from 02 April 2014 to 11 April 2014  
Amendment by resolution at the General Meeting of 17 July 2014  
Amendment by circular resolution of 20 August 2014  
Amendment by resolution at the General Meeting of 26 February 2016  
Amendment by resolution at the General Meeting of 19 May 2017