

Statutes of the Smart Factory Society

§ 1 Name und Seat

1. The umbrella organization of the international user interest groups of MPDV Fertigungs-IT has the name "Smart Factory Society".
2. the seat of the Smart Factory Society is Mosbach, Germany.
3. document, internet and conference languages are German and English.

§ 2 Tasks of the Smart Factory Society

Die Smart Factory Society hat folgende Aufgaben:

The Smart Factory Society has the following tasks:

1. promoting the further development of MPDV manufacturing IT applications.
2. coordination of the subgroups (HYDRA Users Group as well as user groups of MIP and FEDRA)
3. definition of concrete requirements for the manufacturing IT manufacturer (MPDV Mikrolab GmbH, Mosbach) based on user needs.
4. organization of the exchange of experience between MPDV manufacturing IT users and the above mentioned subgroups.
5. exchange of information between MPDV production IT users and MPDV.
6. to support the further dissemination of MPDV products.
7. the practical work of the Smart Factory Society can be regulated by procedural guidelines.

§ 3 Membership

1. Full membership

1.1 Members of the Smart Factory Society (ordinary membership, hereinafter referred to as members) can be employees from companies that actively use MPDV manufacturing IT or that provide services for MPDV manufacturing IT users in this context. MPDV employees can also be members of the Smart Factory Society.

1.2 No more than two members from one company (member company) should participate in each working group.

1.3 Prerequisite for membership in the Smart Factory Society is an existing membership in one of the subgroups mentioned in § 3 para. 2 or alternatively a written application for membership with a member profile, which must be addressed to the Presidium. In both alternatives, the Presidium decides on the admission at its own discretion with a simple majority. The rejection of a member or an application does not require any justification; there is no entitlement to admission to the Smart Factory Society. The rejection is incontestable.

1.4 Membership ends by resignation or exclusion from the Smart Factory Society.

1.5 The resignation must be declared in writing to the Presidium.

1.6 A member can be excluded by the presidium if there is an important reason in his person. An important reason is especially given if the member has shown a behavior that is not compatible with the goals of the Smart Factory Society.

1.7 Membership in the Smart Factory Society is free of charge.

1.8 The activity in the Smart Factory Society is honorary.

1.9 The Smart Factory Society works in partnership with MPDV on the level of the presidium and the working groups. In order to ensure the contact to MPDV, the presidium of the Smart Factory Society will always include a representative of the MPDV business management.

§ 3 Organs

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Organs of the Smart Factory Society are:

- a. the General Assembly
- b. the Presidium
- c. the working groups

§ 4 General meeting

1. Convening

- 1.1 The Presidium shall convene at least one ordinary General Assembly in each calendar year.
- 1.2 If at least 30% of all members request in writing that an extraordinary meeting be convened, the Executive Committee must comply with this request within one month.
- 1.3 The meeting shall be convened by e-mail or via the Internet pages of the Smart Factory Society, observing a notice period of four weeks. The invitation must be accompanied by an agenda. The Presidium may request an addition to the agenda up to two weeks before the meeting. The General Meeting always has a quorum.

2. Competence

- 2.1 The General Meeting shall be responsible for all matters not assigned to other bodies in these Articles of Association, in particular for
 - a. Adopting resolutions on the Statutes and amendments thereto.
 - b. the election as well as the dismissal of the eligible part of the Presidium.
 - c. the passing of resolutions on the dissolution of the Smart Factory Society.
 - d. the receipt of the report of the Presidium including the reports of the working groups.

3. Quorum and Voting

- 3.1 Each Smart Factory Society member company has one vote. Voting shall be by show of hands; upon request of at least 5 of the voting members, a quorum shall be

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vote in writing and by secret ballot. Each member company decides for itself which of its Smart Factory Society members will participate in an election or vote and notifies the Presidium prior to the vote.

3.2 Resolutions are passed by a simple majority of the votes cast. Abstentions or invalid votes shall be counted as votes not cast.

3.3 In the event of a tie, a motion shall be deemed rejected.

3.4 Resolutions of the members may also be passed by circulation. Approval shall be deemed to have been granted if a simple majority agrees in writing within a period of no more than 8 weeks set by the Executive Board.

§ 5 Presidium

1. Principles

1.1 The Presidium consists of a minimum of 5 and a maximum of 9 persons from among the ordinary Smart Factory Society members and is elected by the General Assembly for a period of three years. A maximum of one named representative per member company can be a member of the Presidium. Each subgroup mentioned in § 2 para. 2 shall be represented in the Presidium by a member of this group. In addition to the aforementioned persons, one member of the Presidium shall be designated and appointed by MPDV as a permanent company representative on the Presidium.

1.2 The Presidium shall appoint its President and Vice-President from among its members.

1.3 If a member of the Presidium resigns, he must inform the Presidium in writing. The Presidium shall appoint a provisional representative until the next election.

- 1.4 Elected members of the Presidium may be dismissed by resolution of the General Assembly for good cause. The dismissal of a member of the Presidium requires at least 75% of the votes cast.
- 1.5 The Presidium shall make its decisions by a simple majority of the votes cast. The presence of at least 3 members of the Presidium is required for the adoption of resolutions. Resolutions of the Presidium may also be passed by circulation with a period of 4 weeks from receipt of the draft resolution.
- 1.6 The Presidium shall meet at least twice a year in person or in an online meeting.

2. Tasks of the Presidium

- 2.1 Organization of the General Assembly.
- 2.2 Coordination of the working group activities including the foundation and termination of permanent working groups.
- 2.3 Bundling of requirements from the Smart Factory Society to the MPDV and forwarding them to the MPDV management.
- 2.4 Comprehensive communication within the Smart Factory Society.
- 2.5 Further development of the Smart Factory Society statutes on the basis of changing conditions. The presidency compiles the necessary suggestions and brings them in the meeting of the members as a resolution proposal. In doing so, it incorporates the suggestions of the Smart Factory Society members.

§ 6 Permanent working groups or task forces

1. The permanent working groups or groups shall be established, merged, divided or dissolved by the Presidium.

2. Activities of the working groups

- 2.1. Definition and processing of technical issues relating to the application of manufacturing IT, usually in the form of projects, which may also be cross-working group projects.
- 2.2. Coordination of project work within the respective working group.
- 2.3. Regular meetings of the working group members.
- 2.4. Organization of exchange of experience (best practice).
- 2.5. Formulation of requirements for the further development of MPDV products and forwarding to the Presidium.
- 2.6. Communication and reporting to the Smart Factory Society Presidium.
- 2.7. Provision of information to the Smart Factory Society members.

§ 7 Other provisions

1. Minutes are kept of the meetings of the Smart Factory Society bodies. The minutes are to be made available to the members of the respective Smart Factory Society bodies and the presidium immediately after they have been written.
2. After the end of an election period, the elected members of the Smart Factory Society bodies continue to exercise their function until a new election is held.
3. Should a provision of these statutes be wholly or partially ineffective or lose its legal effectiveness at a later date, the effectiveness of the remaining provisions shall not be affected.

§ 8 Entry into force

The foregoing bylaws were adopted by the Smart Factory Society -Member Assembly on 09/15/2022.