



Statutes

as amended on 21. October 2021

§ 1

Name, Office, Jurisdiction, and Business Year

- (1) The association is named “SGF International e.V.”.
 - (2) SGF stands for industrial self-control “Safe – Global – Fair”.
 - (3) The association is an industrial, non-governmental organisation.
 - (4) The registered office of the association is in Saulheim, Germany.
 - (5) The business year is the calendar year.
- c) to control juices, nectars and other products made from fruits and vegetables.
 - d) to control other food products.
 - e) to develop, further develop and apply instruments and methods for food controls.
 - f) to create one or several quality label associations or quality marks or to participate in such associations and to introduce corresponding quality and safety marks or labels.
 - g) to represent the interests of the members vis-à-vis the market and society at large on a national and international scale.

§ 2

Objectives of the Association

- (1) The objectives of the association are
 - a) to promote free and fair competition, particularly by
 - controlling safety and quality of products,
 - protecting members against unfair competition,
 - supporting members in complying with due diligence,
 - supporting members in averting unjust attacks.
 - b) to make a contribution to consumer protection.
- (2) In case of infringements against food legislation and/or rules and/or regulations of the control or quality label systems, the association can impose sanctions and/or initiate legal proceedings in order to fulfil the objectives of the association.
- (3) The association can acquire membership of other associations/organisations in order to fulfil the objectives of the association.
- (4) The association does not act on behalf of commercial and/or political interests of individual members, in particular individual companies and/or national associations.
- (5) The association is not liable for information provided.

§ 3

Fulfilling the Objectives of the Association

- (1) The association sets up control systems and implements other measures to fulfil the objectives of the association pursuant to § 2.
- (2) Details about the control systems and other measures are stipulated in the rules of procedure or rules of the control systems drawn up by the Executive Committee in accordance with the provisions of these Statutes.

§ 4

Membership

The association is open for membership to companies, associations, and natural persons. Membership is voluntary.

- (1) Ordinary members are:
 - a) Producers and bottlers of the goods defined in § 2 intended for sale to the consumer (member group **IQCS/Bottler**).
 - b) Processors of fruits and vegetables, and of semi-finished goods, defined in § 2 **not** intended for sale to the consumer (member group **IRMA/Processing**).

- (2) Extraordinary members are:

- a) Traders or trade companies and commodity brokers for raw materials and semi-finished goods (member group **IRMA/Broker**)
- b) Warehouses and refrigerated warehouses (member group **IRMA/Warehouse**)
- c) Transport companies (member group **IRMA/Transport**)
- d) Tank cleaning stations (member group **IRMA/Tank Cleaning**)

- (3) Supporting members are companies, associations and natural persons with an interest in the objectives of the association who do not fulfil the prerequisites for ordinary or extraordinary membership.
- (4) Application for admission must be submitted in writing. The respective decision is taken by the Executive Committee. If an application is rejected by the Executive Committee, it is possible to raise an objection to the General Assembly. The decision of the General Assembly is final.

- (5) Membership comes into effect on the day after which the association has received the first annual membership fee. If the association does not receive the fee within the first 6 months of issuing the invoice for the first annual membership fee, the application for membership is deemed to be withdrawn and the Executive Committee's approval is regarded as not having been issued.

§ 5

Obligation of Members

- (1) The members are obliged to promote the objectives of the association.
- (2) The ordinary and extraordinary members shall participate in the control systems pursuant to § 2 and comply with the corresponding rules.
- (3) Statutory decisions taken by the association are binding for the members; this applies in particular to payment of the fees and levies decided on by the General Assembly pursuant to § 9.
- (4) Members shall observe all relevant legal regulations, industrial codes and standards as well as other rules acknowledged by the Executive Committee for the production of goods defined in § 2. In case of contradicting rules, the higher ones have to be observed.
- (5) Participation in the association's control systems shall not exempt the members from their full and sole responsibility under food legislation and contractual law for the quality and for the warranted characteristics of the manufactured and traded products.

§ 6

Rights of the Members

- (1) The members shall have the right to present a motion to the Executive Committee and the General Assembly. The members shall especially be entitled to demand that within its possibilities, SGF International e.V.

pursues infringements of legal regulations on unfair competition and relevant food legislation disclosed to the association, and submits neutral reports periodically about its activities.

- (2) After completion of the examinations and control measures performed according to the statutory activities of the association, the members will be informed about the examination results for their company.
- (3) Members participating successfully in the control system shall be entitled to advertise this participation during their membership, in accordance with the respective rules of the control system, and if they use logos, in accordance with the rules and conditions for using the logo.
- (4) The members have the right to object to corrective actions and quality assurance measures imposed by the Executive Committee. At the request of the member company, the Executive Committee's decision shall be submitted to the board of arbitration of the Waren-Verein Hamburger Börse e.V. (Merchandise Association of the Hamburg Exchange) for review. Deviating decisions by the board of arbitration in favour of the member are binding for the association. (The currently valid rules of arbitration of the Waren-Verein Hamburger Börse e.V. shall apply.)
- (5) The members pursuant to § 4 (1) and (2) have the right to vote and to be elected in the General Assembly. Members may also exercise their voting rights by secure electronic voting methods. They have one basic vote each and one additional vote for each full 1,500 Euro of annual membership fee. The number of votes is limited to 25 for each member. A member company pursuant to § 4 (1) und (2) has also the right to authorize in writing a representative of another member

company to exercise their voting rights in the General Assembly. However, no member can represent more than 10 other members.

§ 7

Temporary Suspension of Registered Sites

- (1) If a registered site of a member company pursuant to § 4 (1) does not operate, the member company might exclude this site from the control system for the time of non-operation.
- (2) The member company has to give written notice of the non-operation by 30 June in order to exclude the site from the control system. If control measures have already been carried out at a site by 30 June of a year, temporary deregistration from the control system is not possible.

§ 8

End of Membership

- (1) Membership expires:
 - a) by written notice of withdrawal to the end of the business year with a 12-month notice. This can also be submitted by e-mail.
 - b) by written notice of withdrawal if retiring from business; in this case the notice period is reduced to six months to 30 June or 31 December of the current year. This can also be submitted by e-mail.
 - c) if bankruptcy proceedings are initiated regarding the assets of a member.
 - d) by expulsion.

- (2) Expulsion from the association can be pronounced by the Executive Committee with immediate effect if
 - a) the member grossly violates the Statutes and/or the interests of the association;
 - b) the due membership fee has not been paid within six months after receiving at least one reminder in writing or by e-mail.
- (3) If the member objects to the expulsion in writing or by e-mail within one month after notification, the next General Assembly will make the final decision. In the meantime, membership including all rights and obligations is suspended.
- (4) Retired members shall lose all membership rights, especially any claims on the association's assets. Retirement does not exempt the member from the obligation to pay all membership fees that become due for payment before expiry of the membership comes into effect.

§ 9

Finances

- (1) SGF International e.V. does not operate on a commercial base and is a non-profit organisation; nevertheless, it is entitled to provide taxable individual services and to invoice the arising cost.
- (2) SGF International e.V. is financed by member fees, levies, cost reimbursements, donations and public contributions. The details are stipulated in the membership fee regulations to be adopted by the General Assembly.

- (3) The membership fee is due in full immediately after the invoice has been issued.
- (4) The General Assembly may decide on special levies for carrying out special actions.
- (5) SGF International e.V. is entitled to form reserves up to the amount of one annual budget for securing its permanent existence, its independence and to cover possible lawsuit risks.

§ 10

Organs of the Association

- (1) The organs of the association are:
 - a) the General Assembly
 - b) the Executive Committee
 - c) the Administrative Council
- (2) The General Assembly and the Executive Committee can entrust certain tasks to bodies consisting of members of the association.
- (3) The organs of the association make use of a secretariat to perform their tasks. The secretariat is run by a General Manager. The General Manager is appointed by the Executive Committee. The secretariat implements the decisions taken by the General Assembly and the Executive Committee.
- (4) The members of the Executive Committee, the Administrative Council and the members of the bodies entrusted with certain tasks by the Executive Committee, the Administrative Council or the General

Assembly shall promote the objectives of the Association to the best of their ability, carry out their duties impartially and refrain from any unauthorised exploitation of any business or trade secrets or information concerning third parties which come to their knowledge in the performance of their duties.

- (5) Activity of any kind in all the association's bodies and organs is honorary, with the exception of the General Manager and the office staff. Membership of the Executive Committee, the Administrative Council, and all other bodies is personal and non-transferable.

§ 11

General Assembly

- (1) The General Assembly is the highest organ of the association. It is formed by the members and is convened and chaired by the President of the association.
- (2) The ordinary General Assembly must be held once a year. The members shall receive an invitation in writing or by e-mail with included agenda at least six weeks in advance.
- (3) The General Assembly shall take place either in real or virtual form (online procedure) in a chat room accessible only to members with their identification data and a separate access word. All members are obliged not to make their legitimation data and the access word accessible to any third party.

- (4) Meetings of the other organs of the association can also take place online.
- (5) The General Assembly has the following tasks:
- acceptance and approval of the business report;
 - acceptance and approval of the treasurer's report;
 - approval of the budget proposal and voting on the membership fee regulations;
 - election and approval of the Executive Committee;
 - election of the members of the Administrative Council;
 - election of the financial auditors for 3 years at a time;
 - voting on motions to the General Assembly;
 - voting on amendments to the statutes;
 - approval of membership in other associations or organisations;
 - voting on liquidation of the association.

Voting rights and eligibility are stated in § 6 of the statutes.

- (6) Extraordinary General Assemblies which may also be held in electronic form can be convened by the President of the association when the need arises. The President must convene an extraordinary General Assembly at the request of the Executive Committee or at least 50 members.
- (7) Motions by members must reach the office at the latest 4 weeks prior to the General Assembly. The office is required to inform the members immediately about the motions received.
- (8) Every correctly convened General Assembly constitutes a quorum, regardless of the number of members present.

- (9) Decisions by the General Assembly are taken by a majority of votes, with the exception of cases pursuant to paragraph 11.

(10) A tied vote shall be regarded as rejection.

- (11) Resolutions about amendments to the Statutes and liquidation of the association require a 2/3 majority of all votes present. Furthermore, the General Assembly is only competent to take decisions on these subjects if they were mentioned in the invitation or agenda.

§ 12

Executive Committee

- (1) The Executive Committee consists of up to 9 members. It elects the President of the association and two Vice Presidents from among its members. Member companies shall be represented in the Executive Committee by one person only.
- (2) The members of the Executive Committee are elected by the General Assembly. Block voting is permitted. The term of office is for three years; re-election is allowed. The Executive Committee has the right to coopt up to 5 more non-voting members.
- (3) The President represents the association on his own in legal and non-legal matters according to § 26 BGB (German Civil Code). If the President is unable to do so for whatever reason which does not have to be proven, his two Vice Presidents shall represent the association jointly, according to § 26 BGB (German Civil Code).

- (4) The Executive Committee decides on the association's strategy, work focus and objectives together with special projects, in the framework of resolutions adopted by the General Assembly.
- (5) The Executive Committee decides on rules of procedure and rules of the control systems, together with the measures and actions to be taken in case of violations against food legislation and the rules of the systems.
- (6) The Executive Committee decides on complaints from members against corrective measures imposed by the association.
- (7) In order to exercise its statutory tasks, the Executive Committee may call on expert help from advisory boards, expert committees, working groups or other bodies. The Executive Committee shall define their tasks. Their members shall be appointed and dismissed by the Executive Committee.
- (8) The President shall convene the meetings of the Executive Committee 2 weeks in advance in writing or by e-mail, including the agenda. Shorter notice is possible in exceptional cases but must be justified in the invitation.
- (9) The Executive Committee shall take decisions with a majority of Executive Committee members attending the meeting who are eligible to vote. The meeting constitutes a quorum if all members of the Executive Committee were invited in due form and time and if the majority of Executive Committee members eligible to vote are present. The Executive Committee can also take decisions through voting by letter or phone or by e-mail. Voting by phone needs to be confirmed in writing or confirmed by e-mail.
- (10) In urgent cases, the President and one Vice President shall reach a decision.
- (11) If a member of the Executive Committee also belongs to a company that is affected directly or indirectly by proceedings that are to be initiated or if the member has a direct interest in the case, then the member shall withdraw from the Executive Committee or from the other bodies for the handling of this case.
- (12) The Executive Committee has the right to present a motion to the General Assembly.
- (13) The Executive Committee shall keep the members suitably informed about its activities.

§ 13

Administrative Council

- (1) The Administrative Council consists of up to 11 members.
- (2) The members of the Administrative Council are elected by the General Assembly. Block voting is permitted. The term of office is for 3 years; re-election is allowed. The Administrative Council has the right to coopt up to 3 more non-voting members.
- (3) Only representatives of association member companies not represented in the Executive Committee or already in the Administrative Council are eligible for election into the Administrative Council. The members of the Administrative Council shall elect the Chairperson and a Deputy Chairperson from among their midst.

- (4) The Administrative Council shall be informed of significant business operations by the Executive Committee or the management.
- (5) The Administrative Council shall be responsible for advising the Executive Committee and the General Assembly within the framework of the resolutions of the General Assembly and the guidelines and directives of the Executive Committee.
- (6) The Administrative Council shall meet at least once a year. The Chairperson shall invite to the meetings of the Administrative Council two weeks in advance in writing or by e-mail, enclosing the agenda. A shortened invitation period is possible in exceptional cases, but must be justified in the invitation.
- (7) The Administrative Council shall adopt its own rules of procedure.

§ 14

Minutes/Association Languages

- (1) Minutes shall be taken of all decisions made during assemblies and meetings. The minutes shall be signed by the person chairing the meeting and the keeper of the minutes (usually a member of the management). The minutes shall be drawn up promptly and made available to the members. They shall be approved in the next respective meeting.
- (2) The association languages are English and German.

§ 15

Liquidation

- (1) Liquidation of the association shall be based on §§ 47 et seq BGB (German Civil Code).
- (2) Liquidation shall be handled by the Executive Committee which can appoint a liquidator. Following settlement in full of all pending accounts, the assets of the association shall be transferred to the Quality Juice Foundation (QJF) with registered office in Mainz, Germany.

The Statutes replace the last valid version of 1 October 2013.