



International Committee of the Decorative Laminates Industry

Articles of Association

of the

International Committee of the Decorative Laminates Industry

approved by the members during the Plenary Assembly at Vienna, 12th October 2012

§ 1 Name and Location

- 1.1 The name of the organisation is “International Committee of the Decorative Laminates Industry” (hereinafter called “ICDLI”).
- 1.2 ICDLI is constituted as an international association according to the terms of Belgian law of 25 October 1919 modified by law of 6 December 1954 and by law of 30 June 2000.
- 1.3 The registered office is: ICDLI – International Committee of the Decorative Laminates Industry
4 rue de la Presse
B – 1000 Bruxelles

It can move on the decision of the Plenary Assembly. In case of change, the notification will be published in the annex of the “Moniteur Belge”.

- 1.4 The office of Secretariat is: ICDLI – International Committee of the Decorative Laminates Industry
Städelstraße 10
D – 60596 Frankfurt am Main

§ 2 Objectives

ICDLI is a non-profit making and non-political European organisation with the following objectives:

- 2.1 To prepare and promote technical, economical and scientific studies in the fields of decorative laminates industry and to promote their products and applications.
- 2.2 To represent and present the viewpoints of laminates industry to international organisations, institutions and authorities.
- 2.3 To investigate and lay down basic scientific and technical principles for standardisation and classification of products and their applications with the aim of providing the consumer with a constantly improved product.



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§ 3 Membership

3.1 There are two categories of members: regular members and associate members.

- Regular members of ICDLI can be European based companies manufacturing decorative laminates, provided they have an annual turnover in decorative laminates of at least 5 million Euros.
- Associate members of ICDLI may be companies or institutions with a legitimate interest in decorative laminates such as suppliers, machine producers and testing laboratories.

“Decorative laminates” means high pressure laminates HPL according to EN 438 respectively laminates having at least the properties of quality type 222 (= “vertical grade”) according to EN 438.

Application for membership is to be made in writing and implies recognition of the articles of association.

New regular members as well as associative members are suggested to the Plenary Assembly by the Presidents Committee. The proposed new members have to be accepted by a majority of three-fourths of the votes of the regular members present at the Plenary Assembly.

- 3.2 Regular members must pay an annual admission fee on basis of the ICDLI contribution system. The admission fee is non-refundable.
- 3.3 Any company that is or wishes to become a member of the ICDLI undertakes to accept the decisions of the ICDLI which shall not be against its vital interest.
- 3.4 Any member may withdraw from the ICDLI at the end of the civil year, provided a six months notice period has been given by registered mail.

Members who cease to meet the conditions for membership defined in paragraph 3.1 shall automatically be deemed to have tendered their resignation as member of ICDLI with effect as of the moment the relevant member ceases to meet said conditions.

- 3.5 A member may be expelled by a resolution of the Plenary Assembly in the event of infringement of the articles of association following an enquiry by the Presidents Committee.

The decision by the Plenary Assembly to expel a member shall be taken by a majority of three-fourths of the votes of the regular members present cast and shall be motivated. The relevant member shall have the right to be heard.

Members who withdraw or are expelled from ICDLI shall have no rights to the assets of ICDLI.



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- 3.6 Members have the right to be informed about all issues of ICDLI activities. Regular members can join the Plenary Assembly and their representatives may be elected for every function of ICDLI. Associated members have the right to attend the Plenary Assembly and the Commissions and Working Groups in an advisory capacity, but their representatives may not fulfil function in ICDLI.
- 3.7 Members have the duties
- to accept the decision of ICDLI (as mentioned in paragraph 3.4),
 - to support the objectives of ICDLI by giving needed information,
 - to pay punctually their contribution,
 - to comply with the ICDLI Guidelines to competitive law,
 - to comply with ICDLI Code of Conduct

§ 4 Votes

- 4.1 Each regular member has one vote.
- 4.2 Associate members shall not be entitled to vote.

§ 5 Contribution

- 5.1 Members have to pay contribution according to a scale of contribution which is fixed by the Plenary Assembly.
- 5.2 The contribution for associate members is to be fixed annually by the Presidents Committee and shall not be less than 5.000 Euros.
- 5.3 Liability to contribution begins as of the date of admission of membership. The contributions have to be paid within four weeks after receipt of the respective invoice.

§ 6 Bodies of ICDLI

The bodies of the ICDLI are:

- Plenary Assembly
- Presidents Committee
- General Secretariat
- Commissions



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§ 7 Plenary Assembly

- 7.1 The Plenary Assembly consists of representatives appointed by the regular members.
- 7.2 The Plenary Assembly is the supreme body of the ICDLI. The regular duties of the Plenary Assembly are:
- Election of the Presidents Committee,
 - election of auditors,
 - approval of the annual budget,
 - release of Presidents Committee and Secretary General,
 - decision about guidelines and basic work principles,
 - decision on the articles of association and on the contributions,
 - vote on the admission of proposed new regular and associate members.
- 7.3 The regular Plenary Assembly shall be called together by the President once a year in autumn. Place and date of convention shall be laid down at the previous Plenary Assembly. Convocation shall be effected in writing subject to notification of the agenda with a term of notice of at least four weeks.
- 7.4 An extraordinary Plenary Assembly may be summoned at 14 days notice after consultation of the Presidents Committee.
- 7.5 The Plenary Assembly is chaired by the President.
- 7.6 Decisions at Plenary Assemblies in general are taken by a majority of three-fourths of the votes of the regular members present.

§ 8 Presidents Committee

- 8.1 The Presidents Committee consists of four representatives: the president of the ICDLI, the chairman of the Technical Commission as vice president, the chairman of the PR Commission as vice president and the chairman of the Economic Commission as vice president.
- 8.2 The president of the ICDLI is elected by the plenary assembly for three years. Re-election is possible.
- 8.3 The duties of Presidents Committee are the following:
- to propose new members to the Plenary Assembly ,
 - to draw up the annual budget,
 - to represent ICDLI externally,



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- to execute all decisions taken by Plenary Assembly,
- to supervise the management of the Secretary General,
- to convoke the Plenary Assembly,
- to report to the Plenary Assembly,
- to work out guidelines for policy and actions,
- to appoint the Secretary General.

§ 9 Auditors

- 9.1 Two internal auditors are annually elected by the Plenary Assembly.
- 9.2 The auditors examine once a year the accounting and related documents for reason of release of Presidents Committee and General Secretariat.
- 9.3 The audit report shall be effected in writing.

§ 10 Secretary General

- 10.1 The Secretary General will be appointed by the Presidents Committee.
- 10.2 The Secretary General shall conduct the daily business procedures of ICDLI.
- 10.3 The Secretary General works in accordance with the instructions of the Presidents Committee and is answerable to the latter. Rules of procedure laid down by the Presidents Committee may govern this in detail.
- 10.4 The Secretary General executes the resolutions of the Plenary Assembly and of the Presidents Committee.
- 10.5 The Secretary General is entitled to participate in the Plenary Assembly meetings, in the Presidents Committee meetings and in the commission meetings in an advisory capacity.
- 10.6 The Secretary General manages the assets of ICDLI and hands out on time draft of budget to the Presidents Committee.
- 10.7 Extraordinary expenses beyond budget require approval of the Presidents Committee.



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§ 11 Commissions

- 11.1 Each member has the right to delegate representatives to the commissions.
- 11.2 ICDLI has three permanent commissions: The PR Commission, the Technical Commission and the Economic Commission.
The chairmen of the Technical Commission, the Economic Commission and the PR Commission are at the same time vice presidents of the ICDLI.
- 11.3 The Plenary Assembly actualises the tasks of the commissions.
- 11.4 A chairman is elected for each commission by the commission itself for a three years term of office. Between the meetings the chairman is fully responsible for the co-ordination of work.
- 11.5 Within the commissions govern the same rules of votes and resolution as in the Plenary Assembly.
- 11.6 Meetings of the commissions depend on the work programmes entrusted to them by the Plenary Assembly. They are to report on the work of the respective past 12 months at the following Plenary Assembly.
- 11.7 Ad hoc commissions may also be set up.

§ 12 Change of Articles of Association and Dissolution

- 12.1 A motion to change the articles of association or to dissolve the organisation can be made by the Presidents Committee or by at least 30 % of the member votes. The motion has to be in writing.
- 12.2 Any resolution on change of the articles of association or on dissolution of the ICDLI shall be passed by the Plenary Assembly.
In the event of dissolution of the ICDLI the final Plenary Assembly shall decide on the disposition of the assets in hand.
Resolution on dissolution requires by a majority of three-fourths of the votes of the regular members present.