

**« EUROPEAN COIL COATING ASSOCIATION », en abrégé « ECCA »,  
Association internationale sans but lucratif  
1150 Bruxelles  
Numéro d'identification : 6152/74**

## Rules of Procedure

### Preamble :

The purpose of these Rules of procedure is to supplement and specify certain provisions contained in the Statutes of the international non-profit making association « EUROPEAN COIL COATING ASSOCIATION », in abbreviated form « ECCA AISBL », whose registered office is located in Brussels, Belgium.

These rules have been drawn in accordance with article 51 of the Statutes and endorsed by decision of the Extraordinary General Meeting held on November 17, 2008.

### Chapter 1- Definitions and precisions with regard to the Statutes

#### Article 1. Definition of Europe (art. 6 of the Statutes)

In accordance with article 6 of the Statutes, the General Meeting defines the countries that are part of Europe.

Whenever the Statutes or documents coming from the Association refer to Europe or the European countries, only the following countries are to be considered :

- within Western Europe, and namely :  
Andorra, Austria, Belgium, Denmark, Finland, France, Germany, Greece, Iceland, Ireland, Italy, Liechtenstein, Luxembourg, Malta, Monaco, Netherlands, Norway, Portugal, San Marino, Spain, Sweden, Switzerland, United Kingdom.
  
- within Central and Eastern Europe, and namely :  
Albania, Belarus, Bosnia and Herzegovina, Bulgaria, Croatia, Cyprus, Czech Republic, Estonia, Hungary, Latvia, Lithuania, Macedonia, Moldavia, Poland, Romania, Russia, Serbia and Montenegro, Slovakia, Slovenia, Turkey, Ukraine.

## Article 2. Duration of the Provisional Membership (art. 6 of the Statutes)

The duration of the membership of Provisional Members, whether the latter be European or non-European, is limited to a non-extendable period of 24 months.

## Article 3. Statistics - Forwarding of Information – Confidentiality – Sanctions (art.52 of the Statutes)

3.1. In accordance with article 12 of the Statutes, the Members are bound and obliged to present their shipment data and statistics in relation to the coil coating industry.

The General Meeting sets the following rules for the implementation of this provision.

3.2. European Coater Members and European Paint Suppliers will supply their shipment data and statistics on a quarterly basis. European Stockholders will supply their shipment data and statistics on a yearly basis.

The Members shall send their data and statistics to the following e-mail address: [statistics@prepaintedmetal.eu](mailto:statistics@prepaintedmetal.eu), within 6 weeks of the request made by the Association's Head Office. This request shall be sent out by the Association's Head Office maximum 3 weeks after the end of the concerned quarter.

3.3. Rejoining members shall provide first their statistical figures for the years they have not.

3.4. In accordance with article 12 of the Statutes, the precise data and statistics conveyed by each Member to the Association's Head Office are strictly confidential and may under no circumstances be disclosed to any third party.

The Association's Head Office shall only disclose and publish global and/or sectorial figures and statistics for Europe.

Detailed reports of the processed data will be sent to the Members. These figures and statistics shall also be published on the website "Members Only" section of the Association. Condensed and neutral reports may be sent to third parties or be disclosed to the public or in publications of the ECCA and during presentations at ECCA annual meetings.

3.5. In order to ensure the confidentiality of the individual data and statistics conveyed by each Member, the following procedures and guidelines shall be observed :

- the General Meeting appoints the Managing Director and a designated Staff member of the Association as sole recipients of the data and statistics conveyed by each Member to the Association. Said recipients are the only persons within the Association duly authorized to receive, access, handle and process said data and statistics ;
- the Managing Director and a designated Staff member of the Association shall enter into a confidentiality and non-disclosure agreement with the Association (see encl.);
- for confidentiality's sake the Members could send their data and statistics to the e-mail address opened for this purpose only : [statistics@prepaintedmetal.eu](mailto:statistics@prepaintedmetal.eu). The access to said e-mail box is restricted to the Managing Director and a designated Staff member to the Association only ;
- the access to individual figures and individual totals concerning each Member is strictly limited to the Managing Director and a designated Staff member of the Association ;
- no individual figure nor individual total coming from a Member company shall be disclosed to anyone else than the Member company itself ;

Any breach of these rules shall be reported to the Board of Directors who will then define a suitable sanction.

3.5. Each Member company is bound to convey its individual data and statistics within 6 weeks of the request from the Association's Head Office.

The Association is authorized to report and mention the names of the Member companies at fault during presentations, in the reports and publications of the Association (e.g. quarterly statistical reports and the e-mail bulletin).

Failing to send the requested data and statistics in time, the Member company will automatically be penalized as follows :

- as of the first failure, the Member company will neither receive statistical reports in hard copy and/or by electronic mail nor have access to the relevant pages (only accessible with individual codes) on the extranet of the ECCA website ;
- as of the second of two subsequent failures, the right of the Member company to vote and take part in the General Meetings of -and Congresses organized by- the Association shall be suspended until the Member complies ;
- whenever said figures are necessary to calculate the membership fee of the Member, the latter will by default be invoiced the highest membership fee within its category.

The Member company at fault shall be reminded of these sanctions before enforcement. Board Members will back up the Association's Head Office by contacting these Members at fault.

#### Article 4. Conflict of interests (article 29 of the Statutes)

A company is deemed associated to a Member when the latter controls directly or indirectly the majority of the shares of said company.

## **Chapter 2- Membership Fees**

#### Article 5. Initiation Fee (art.53 of the Statutes)

5.1. The initiation fees reflect the investments of the existing members into the Association, the benefits of becoming a member and the availability of a lot of information to new Members when joining the Association.

In accordance with article 43 of the Statutes, the Board of Directors sets the initiation fee to be paid by the new Members when joining the Association. The Board has set the following amounts to be quoted from January 1<sup>st</sup>, 2005 onwards :

Categories	Initiation Fee
Provisional Coil Coaters	€ 10,000.00
European Coaters & Paint Suppliers	€ 10,000.00
Other European Members	€ 5,000.00
Non European with an associated company in Europe, member of ECCA	€ 2,500.00
Non European having no associated company in Europe, member of ECCA	€ 10,000.00

*The Board of Directors can assess each year whether the initiation fee and the amounts are appropriate.*

5.2. Rejoining members should pay a rejoining administrative fee to be decided later on .

The application form shall be submitted to the Board of Directors according to the Statutes (Art. 7). The Board of Directors will decide whether the applicant can be accepted as a rejoining member.

After 3 (three) years it is totally left to the Board of Directors' discretion to consider the applicant as rejoining member.

#### Article 6. Annual Fee (art.16 and 41 of the Statutes)

6.1. In accordance with articles 16 and 41 of the Statutes, the General Meeting sets the following rules for the determination of the Annual Fee owed by the Members.

6.2. The Members of the Association are divided into five Categories in function of the nature of their activity and their origin. Within each Category the Members are then divided into Classes in function of their production level or kind of business.

The criteria of classification into Categories and Classes within each Category are thus as follows :

Categories	Class
European Coil Coaters and Paint Suppliers	According to production level of 2 years prior to the year of invoicing e.g. fees 2010 based on production level of 2008.
Other European Suppliers	According to the kind of business within the Coil Coating sector
Non-European Members	According to an association with a European Member of ECCA
Stockholders, Scientific/Technical Institutes and Technology Providers	Lowest fee
European and non-European Provisional Coater Members	Lowest fee

Lowest fee = class 1 fee

6.3. By decision of the General Meeting of November 17, 2003 the amount of the annual fees is determined by the Class the Member belongs to. Within each Category, the higher the Class, the higher the amount of Annual Fee to be paid.

For each Category of Members, the following tables determine the Class of each Member within a Category in function of the criteria outlined above.

#### 6.3.1. European Coil Coaters and Paint Suppliers

Class	Coil Coaters (EC) in ,000,000 m <sup>2</sup>	Paint Suppliers (EP) in ,000,000 kg
1	< 10	< 1
2	10 <20	1 <3
3	20 <35	3 <5
4	35 <70	5 <8
5	70 <150	8 <15
6	150 < 250	15 < 25
7	>250	>25

#### 6.3.2. Other European Members

Class	Criteria for classes
EO1	Technical research institutes, stockholders and technology providers
EO2	Equipment suppliers & raw mat. Suppliers with 1 production site and/or participation in 1 National Group
EO3	Raw material suppliers with 2 production sites and/or participation in 2 National Groups
EO4	raw material suppliers with more than 2 production sites and/or participation in more than 2 National Groups

#### 6.3.3. Non-European Members

Class	Criteria for classes
NE1	Non-European technical research institutes, stockholders, technology providers and other companies associated to a European ECCA Member company
NE2	Other non-European companies than those of class NE1

6.4. Each year, the General Meeting sets the amount of the Annual Fee for each Class within each Category.

6.5. The General Meeting has decided that the Class a Member belongs to, thus the weighting of vote (see below, article 7 of the Rules of procedure), shall remain confidential.

The General Meeting appoints the Managing Director and a designated staff member of the Association as the only persons within the Association to be authorised to handle the classification and invoicing. Said recipients are bound by a confidentiality agreement according to which all information about either Class or amount of the Annual Fee paid by each Member remains strictly confidential to anyone else than the relevant delegate(s) of the Member.

## Chapter 3- General Meeting

### Article 7. Voting Weights of the Ordinary Members

The number of votes each Ordinary Members is entitled to equals the digit of its Class as determined in article 6 of the present Rules of procedure.

In accordance with article 6.5. of the Rules of procedure, the Managing Director and a designated staff member of the Association are the only persons authorized to handle the information with regard to the weighting of the vote of each member. The confidentiality agreement that said recipients have entered applies in full in this respect as well.

In accordance with article 19 of the Statutes, the total number of votes of all Ordinary Members and the total number of votes of all European Coater Members shall be disclosed to the Members in the notification to attend the General Meeting.

### Article 8. Voting Procedure

Because the General Meeting has expressly decided that the Voting Weight and Class of each Member remain confidential, the Managing Director to the Association will personally prepare the ballot papers. The ballot paper shall list the decisions or the number of each decision to be taken as well as the corresponding "yes" and "no" boxes. It will also mention the weight of the vote.

The votes shall be counted in confidentiality by one or more members of the Head Office in the presence of 2 volunteer supervisors drawn from the participants. The results shall be announced before the closure of the General Meeting.

## Chapter 4- Miscellaneous

### Article 9. Permission To Use The Association's Trademark

9.1. The association owns the trademark rights upon the « ECCA» acronym and logo.

9.2. The Association grants its Members a free and non-exclusive license to use its logo under strict conditions. The General Meeting may at all times modify these conditions, add new ones or cancel the

permission without prior consent of each and every Member of the Association, previous notice nor any right to damages against the Association. The permission to use the Logo does in no case procure the Member the right to any industrial or intellectual ownership.

9.3. The Member submits itself to the following stipulations.

The permission is granted for the duration of the Membership and cannot be transferred nor licensed to a third party.

The Association authorizes the Member to reproduce the Logo:

- on its social and commercial documents (e.g. brochures, invoices, headed notepaper),
- on its website

The Member refrains itself from using the Logo for any other use without prior and written consent of the Association or in a way that may be harmful to the Association or its reputation.

The ECCA logo the members are allowed to use contains the words « Member of ». The size of the reproduction shall not exceed in height two thirds (2/3) of the size of the social denomination and logo of the Member appearing on the document or page.

The Member shall refrain from modifying or altering the Logo in any way.

9.4. The Member is expected to inform the Association of any abuse or breach of the rules by a Member and of any infringement by third parties.

9.5. In case of abuse or breach of the rules by a Member, the Board of Directors may admonish the latter by registered mail and impose on it a time limit in order to fulfill its obligations.

If the Member does not rectify the situation of his own accord within the allotted time, the Board of Directors may cancel its permission to use the Logo and/or take any action it deems necessary to preserve the rights of the Association.

The cancellation will be notified to said Member by the Board of Directors by means of a registered letter and shall briefly and succinctly state the grounds for the cancellation. This letter will be sent to the registered office or the relevant head office of the Member both having the same value. The cancellation will become effective seven (7) days after the mailing date notwithstanding appeal before the General Meeting.

The Member who does not agree with the cancellation may protest before the General Meeting within (30) days of the mailing date of the notification. The Member will send his motivated notice of protest to the registered office of the Association within the foreseen deadline. The General Meeting will take a final decision on the next General Meeting. The final decision shall be sent to the Member by registered letter. The appeal has no suspensive effect.

9.6. All matters pertaining to the present licence to use the Logo come under the exclusive competence of the Courts of the district of Brussels and are subjected to Belgian law.

#### Article 10. Other activities During Official ECCA events and Sponsoring of Official Events

10.1. Any event organized by members or on their behalf and taking place during official meetings and official events organized by the Association are expressly prohibited (decision of November 10, 1987 of the Extraordinary General Meeting).

10.2. The Association may authorize one or several Members to sponsor an official event (e.g. official tour or dinner, ...) provided that the mention of the name and/or logo (publicity) of the sponsor(s) be discreet and confined to the invitation cards, the menus and the occasional posters.

Proposals of sponsorship have to be submitted to the Board at their meeting during the Autumn Congress to decide for the following General Meeting

#### Article 11. Legal Statement:

Decisions by the Association may in no way infringe the European and national rules of competition and notably affect trade between States and have as object or effect to prevent, restrict or distort competition within the common market.

No activities may be run nor meetings held within the scope of the Association nor may any agreement or concerted practice associate or involve the Association with the intention or effect of breaking the rules of competition and notably agreements to observe prices or any other trading conditions, to limit or control production, markets, technical development, or investment, to share markets or sources of supply,...