

INTERNATIONAL HOP GROWERS' CONVENTION

INTERNATIONALES HOPFENBAU BÜRO

CONSTITUTION

OF THE INTERNATIONAL HOP GROWERS' CONVENTION

§ 1

Name and Location

The organization is called "International Hop Growers' Convention" (I.H.G.C.). Its Registered Office has been located to Brussels (i.e. COPA/COGECA). The Registered Office of the I.H.G.C. can be transferred to any of the membership countries.

§ 2

Objectives

- 1) The International Hop Growers' Convention has been set up to safeguard the interests of the hop growers and of the whole hop industry in the member countries.
- 2) In order to achieve the objectives of the I.H.G.C. its responsibilities in particular, which can be reached when collaborating with the different hop growing countries and membership organizations, are:
 - a) The compilation on a regular basis and the editing of statistic material of the growing countries concerning
 - Figures on hop acreage and crops;
 - Marketing of hops and hop products;
 - Exports and imports of hops and hop products;
 - Beer production and consumption;
 - Compilation and maintenance of a list of the cultivated hop varieties.
 - b) The annual estimation of the world crop and its effect on the market;
 - c) To promote research in the hop industry.
 - d) To harmonize standards in the hop growing countries for production and marketing of hops.
 - e) The respective current compilation on the state of acreage of the member organizations. This compilation has to be done in such a way that the reports can be processed in the same manner.
- 3) The activity of the I.H.G.C. is strictly neutral on political, religious and ideological topics. Any unjustified discrimination of a member of the I.H.G.C. is strictly prohibited. Its priority is to deal with topics and questions in the interest of promoting the hop industry.

§ 3

Membership

- 1) Members especially member organizations of the hop growing countries can join the International Hop Growers Convention:
 - a) Representative organizations of hop growers in the hop growing countries;
 - b) Representative organizations of the hop industry in the hop growing countries as well as any legal entity of the civil law with its principal concern on production and/or processing and/or marketing of hops.
- 2) Whereas there exist several hop associations in a hop growing country, not combined to a head organization, those associations can also apply for membership in the I.H.G.C.
- 3) Whereas a legal entity of the civil law is member in a lead organization concerning para 1 of a hop growing country, and this lead organization is member of the I.H.G.C. such legal entity can also be admitted membership.
- 4) Application for membership has to be made in writing to the registered office of the I.H.G.C.

Decisions on eligibility for membership rest with the Executive Committee. If an application for membership is dismissed the applicant has to be informed immediately in writing by the Registered Office. The applicant can, within one month from notification of the decision, appeal to the decision and demand for decision of the application in the next General Meeting.

§ 4

Termination of Membership, Resignation

- 1) Membership lapses may occur due to:
 - a) Dissolution of the International Hop Growers' Convention;
 - b) Dismissal;
 - c) Exclusion.
- 2) Resignation of the membership can be handed in writing addressed to the I.H.G.C. Resignation can only be accepted at the end of the financial year and within a term of three months.
- 3) By expulsion through the Executive Committee at the end of the financial year. This can only result out of reasons of grave misdemeanor such as gross violation of the interests of the I.H.G.C. or nonpayment of subscriptions for more than two years.

Expulsion can only be effected provided that the aggrieved member has been informed in writing of the essential cause, by setting a term to eliminate the violation and this term has elapsed unsuccessful.

In case the I.H.G.C. agreed on the expulsion the aggrieved member has to be informed immediately in writing by the Registered Office of the I.H.G.C. The member can, within one month of notification of the expulsion, demand for decision of the expulsion in the next General Meeting.

§ 5

Rights and Obligations of Members

- 1) All members are entitled to attend the meetings of the International Hop Growers' Convention and to receive their regular reports.
- 2) All members are obliged to:
 - a) Compilation and forwarding of comprehensive and veridical reports for the regular meetings of the I.H.G.C. at least two weeks in advance of the meeting;
 - b) Adherence of the regulations of the constitution and further of the I.H.G.C. dismissed body of legislation;
 - c) Adherence and realization of the decisions of the competent institutions of the I.H.G.C.;
 - d) Total and due payment of the yearly subscriptions.
- 3) All members are expected to support the work of the I.H.G.C. and to report to the I.H.G.C. or to other agencies on demand relevant information from the field of production, processing and marketing excluding that information of company and business secrets regarding the member himself.
- 4) All members have to accept the regulations of the constitution when joining the I.H.G.C.

§ 6

Subscriptions

- 1) Subscriptions of the members are suggested by the Executive Committee and are decided on and fixed in the General Meeting.
 - a) The subscriptions of the country member organizations consist of a basic fee and a fee proportionate to the acreage of the member country.
 - b) Subscriptions of additional hop industry members are a fixed annual subscription.
- 2) Subscriptions are formed according to enclosure I of the constitution and according to the, at the General Meeting agreed, on contribution scale. This can be updated after expiration of four years if necessary.
- 3) Estimation of the certain contribution group is effected by the member himself. If this appears as incorrect to the Executive Committee of the I.H.G.C. an alteration according to the given facts of the certain member country by the Executive Committee and by hearing of the member can be effected. In the absence of official facts of a hop growing country the levy of the I.H.G.C. is applicable. Subscriptions are due within two months after notification to estimate the corresponding contribution scale, however, at the latest by March 31st of the financial year.

§ 7

Agencies of the International Hop Growers' Convention

- 1) The agencies of the I.H.G.C. consist of:
 - a) The General Meeting,
 - b) The Executive Committee,
 - c) The Commissions set up by the I.H.G.C.

§ 8

Ordinary General Meeting

- 1) The Ordinary General Meeting takes place at least every second year and as far as possible before the upcoming hop season at a place agreed upon at the preceding Ordinary General Meeting.
- 2) It consists of one delegate per member in accordance with the following scale:
 - a) 1 additional delegate of the member country per 100 – 1,000 ha;
 - b) 1 additional delegate of the member country per 1,000 – 2,000 ha;
 - c) 1 additional delegate of the member country per each further 2,000 ha.
- 3) Each delegate is entitled to one vote for election and decisions to be made at the Ordinary General Meeting. The delegates are named in writing by the corresponding member for a period of at least four years. They may be reelected.
- 4) Voting by proxy is permitted; however, the maximum vote for each delegate cannot exceed 2 votes. Proxies may be given in writing. Evidence of proxy must be submitted unasked to the President before voting takes place.
- 5) The functions of the Ordinary General Meeting are as follows:
 - a) Acceptance of the annual reports of the members regarding the production of hops by the marketing members.
 - b) Exchange of opinions regarding the hop situation especially for estimation of the current market and their medium and long term impact on the whole hop economy.
 - c) Acceptance of the auditor's report.
 - d) Approval of the annual financial statement, budget and fixing of subscriptions.
 - e) Election of the President, Vice Presidents and the auditors.
 - f) Performance of corporate measures in order to achieve the aims of the I.H.G.C. (e.g. resolution, petition at political offices).
 - g) Performance of events e.g. meetings and conventions.
 - h) Transfer of the location of I.H.G.C.
 - i) Alteration of the constitution.
- 6) The Ordinary General Meeting may proceed if at least half of the delegates are present or represented by proxy (quorum). Resolutions of the Ordinary General Meeting are made by simple majority. For transfer of the location and/or alteration of the constitution as well as dissolution of the I.H.G.C. a two thirds majority is required.

§ 9

Extraordinary General Meeting

- 1) The Executive Committee is empowered to call an Extraordinary General Meeting in urgent cases or upon request of at least one third of the members in writing to the President.
- 2) The Extraordinary General Meeting decides on utmost important matters not to be delayed until the next Ordinary General Meeting.
- 3) The Extraordinary General Meeting may proceed if at least half of the delegates are present or represented by proxy (quorum). Resolutions of the Extraordinary General Meeting are made by simple majority. For transfer of the location and/or alteration of the constitution as well as dissolution of the I.H.G.C. a two thirds majority is required.

§ 10

Invitation to the General Meeting and Agenda

- 1) Invitations to the Ordinary and the Extraordinary General Meetings mentioning the agenda must be dispatched at least 3 weeks before the date of the General Meeting. The invitation has to be mailed to the address last named to the I.H.G.C.
- 2) Each member may file petitions for the agenda at the registered office at least ten calendar-days before the General Meeting.

§ 11

The Executive Committee

- 1) The Executive Committee assembles as follows: 1 seat in the Executive Committee for each member - nominated by the member.
- 2) The Executive Committee nominates its President and 4 Vice Presidents for the period of four years. They may be reelected. The President should originate of one of the hop producing member countries.
- 3) The President can summon a meeting or on demand of at least three members of the Executive Committee. By simple majority of the Executive Committee the meetings can be held in private.
- 4) Each member of the Executive Committee has one vote. In case of equality of votes the President has a casting vote. The Executive Committee is competent if at least 35% of the Executive Committee members are present (quorum). Resolutions require simple majority of the present Executive Committee members.
- 5) Head of the Executive Committee Meetings is the President; in his absence one of the Vice Presidents may take responsibility. The General Secretary has to attend every meeting and keeps the minutes. The minutes contain all substantial events and resolutions of the Executive Committee. The General Secretary has no right to vote. If required, the Chairman of a Committee may invite experts to attend as an advisory capacity.

- 6) The President acts for and in the name of the I.H.G.C. judicial and extrajudicial, he is solely authorized. In case of incapability of the President, the I.H.G.C. is represented by two Vice Presidents. The President runs the meetings of the I.H.G.C. as far as not fixed otherwise in this constitution.
- 7) The Executive Committee directs and represents the International Hop Growers' Convention, to convene the General Meeting, to schedule and to implement the resolutions of the General Meeting or Committees, to admit and expel members as well as to interpret standing orders.

§ 12 Committees

- 1) The General Meeting can after consultation with the Executive Committee set up Boards and/or Committees to deal with specialized subjects, e.g. for scientific, technical or economic reasons. Such constitutions can be established for the duration of the assignment or temporarily. The following Committees shall be maintained permanently:
 - a) The Technical-Scientific Committee;
 - b) The Economic Committee;
 - c) Committees for regulation of statutory provisions in the field of production and marketing.
- 2) The Committee and/or Board consist of:
 - a) Professional qualified persons recommended by the Executive Committee composing from the field of the members.
 - b) Each Committee votes a Chairman and a delegate of the Committee Members for the duration of at least 4 years or until dissolution. They may be reelected.
 - c) Consultation of experts to the individual Committees can be decided by simple majority of the Committee Members.
- 3) Each Committee holds, either together with the Ordinary General Meeting or separate, at least every two years an expert conference concerning the duties and responsibilities of the Committee. Incidentally those meetings take place:
 - a) on request of the Executive Committee of the I.H.G.C.,
 - b) on request of the Chairman of the Committee,
 - c) on request of at least five members of the Committee of at least three different members of the I.H.G.C..
- 4) The Chairman of a Committee gives a short report about the activities in the past at the Ordinary General Meeting. The Executive Committee or the Ordinary General Meeting can consult the Chairman or the delegate at a Committee Meeting. The Committee has to provide the Executive Committee of the I.H.G.C. with a written progress report in due time after the meeting.

§ 13
Registered Office
General Secretary

- 1) The location of the Registered Office is appointed by the Executive Committee of the International Hop Growers' Convention; the location of the Registered Office can be at another location than the location of the I.H.G.C. The function of the Registered Office, handled by the General Secretary, are in particular the ongoing business of the I.H.G.C. and:
 - a) Preparation of the meeting and its agenda;
 - b) To keep the minutes of the agencies of the meeting;
 - c) Liaison and obtaining alliances with member organizations;
 - d) Publication and archive of the documents of the I.H.G.C.
- 2) The Executive Committee appoints a General Secretary for the period of four years. He may be reelected. The General Secretary is bound to the instructions given by the Executive Committee, not if he is incapable e.g. if legal provisions prohibit those. The General Secretary is an advisory capacity at the Executive Committee, however, is not entitled to vote. The General Secretary shall come from the field of hop growing or hop marketing.

§ 14
Remuneration

- 1) Delegates to the General Meeting, the Executive Committees and the Committees work in an honorary capacity. After resolution of the Executive Committee verified expenses incurred can be reimbursed.
- 2) Travelling and out of pocket expenses in connection with meetings of the I.H.G.C. and the Committees are payable by the member himself and are not reimbursed by the organization.
- 3) The General Secretary is entitled to receive remuneration. The amount is fixed by the Executive Committee for the period of his function.

§ 15
Auditor

- 1) The General Meeting elects for the period of four years two auditors who must not be members of the Executive Committee. Their responsibilities are the re-audit of the annual report completed by the General Secretary as well as the preparation of an accounting report and fixing a yearly budget for the Ordinary General Meeting.

§ 16.
Financial Year

The financial year runs from April 1st, to March 31st.

§ 17 Disagreements

1. Disagreements between members of the I.H.G.C. and the I.H.G.C. itself shall be resolved amicably.
2. The IHGC itself bears no responsibility for the view expressed by its individual members.

§ 18 Dissolution

In case of dissolution of the I.H.G.C. the remaining funds shall be donated to an institution in the field of science, research or culture of the hop economy.

Adopted on the General Meeting of the I.H.G.C.

Place and Date: Poperinge, 8. August, 2013