

**Rules for Cooperation in Committees and Working Groups  
by Sercos International e.V. (SI)**

**Preamble:**

**The aim of the Sercos Steering Committee of SI (hereafter referred to as SSC) and the Technical Working Groups of SI (hereafter referred to as TWG) is to develop, standardise and distribute Sercos technology.**

**TWG** are appointed to carry out long-term, frequently occurring and predominantly technical tasks for a particular area of interest. **Task Forces** are appointed to implement fixed-term projects and tasks. All TWG are organised by the **SSC**.

TWG (Technical Working Groups) are responsible for the following tasks:

- Developing and managing documentation (technical specifications, guidelines, profiles, test and certification specifications)
- Technical advice concerning the development of software for use by members and test laboratories
- Technical advice concerning the development of quality assurance tools (e.g., test tools and test procedures)
- Validation of results by involving end users (use cases, applications)
- Presenting results to International standardisation organisations like IEC.
- Organising technical conferences, workshops and road shows in collaboration with the Marketing Working Group (MWG).

The SSC (Steering Committee) is responsible for the following overriding tasks:

- Coordinating the appointed TWG
- Organising and coordinating topics which affect more than one TWG
- Formulating topics which affect more than one TWG
- Approval of results considering the technical feasibility and testability of documents, as well as the results of related prototype implementations
- Producing reports for the Board of Directors and Management

## **§ 1 Composition of Steering Committee (SSC) and the Technical Working Groups (TWG)**

### *Sercos Steering Committee (SSC)*

1. The SSC is established by the Board of Directors. The Chair of the SSC is appointed by the SI Board of Directors.

### *Technical Working Groups (TWG)*

2. The SSC decides on the formation of a TWG. The Chair of the Technical Working Group is appointed based on a recommendation by the SSC or the Chair of the SSC.
3. TWG can work together with working groups of other technical or scientific institutions or form joint technical working groups (hereafter referred to as JTWG). The Board of Directors together with the SSC Chair decides on the formation of a JTWG. Beforehand the SI Board of Directors must conclude a contract with the partner institution regarding the JTWG's tasks and work processes, industrial property rights, publication of results etc.; otherwise these rules also apply to the JTWG. These rules have to be disclosed to the partner institution and the approval of the partner institution has to be obtained in written.
4. A Task Force is established by the SSC to implement fixed-term projects and tasks. These rules also apply to Task Forces.
5. TWG can independently form temporary teams to deal with certain matters and dissolve them again after their work is concluded. The TWG Chair appoints a team spokesperson. These rules also apply to teams.

## **§ 2 Participants**

### *Sercos Steering Committee (SSC)*

1. The SSC Chair and the Chair of the appointed TWG are among the members of the SSC. Additional experts must be approved by the Board of Directors.

### *Technical Working Groups (TWG)*

2. Members of the TWG are permanent staff at SI member companies or member companies in associated subsidiaries. They are convened by the relevant TWG Chair who shall make every effort to put together a balanced team.
3. To guarantee capability and efficiency in the TWG the TWG Chair can limit the number of participants and exclude members for objective reasons; such decisions must be approved by the SSC.
4. Experts who are not permanent staff at an SI member company or another subsidiary can be called upon in special cases and with approval of the SSC. These experts do not have voting rights.

5. The TWG Chair can invite guests to meetings (e.g., users, technical experts). The invited guests do not have voting rights.
6. The membership in a TWG is terminated if members are absent from three consecutive meetings and if they declare to have no further interest in a participation.

### **§ 3 Procedures**

In all meetings of the SSC, of TWG or other similar events of the association, in which employees of competing companies participate, the following rules shall be complied with:

- Meetings require an invitation and a written agenda circulated in advance. The agenda shall be as detailed as necessary to enable the invitees to understand what will be the subject matter (individual topics) of the meeting and to assess whether there could be an antitrust issue.
- At the beginning of a meeting, the person running the meeting (chairman) shall point out to the necessity to comply with antitrust laws. The chairman shall be responsible by running the meeting to procure that antitrust law shall be complied with and that any information exchange or discussion about confidential, for the strategic competitive behavior of the respective companies relevant topics (in particular prices, customers, market shares, etc.) is avoided, this being without prejudice to all participants' responsibility.
- In the meetings a member of a body of the association or a staff member of the association shall attend.
- Minutes of meeting (including a list of participants) shall be taken, which the chairman shall ensure. The minutes shall be distributed within reasonable time after the meeting to all participants and if necessary to other agreed recipients.

#### *Sercos Steering Committee (SSC)*

1. The SSC meets at least four times a year. The SSC Chair organises the meetings.
2. The SSC Chair reports to the Board of Directors and the SI Managing Director. Reports on the results must also be compiled for distribution to members and submitted to the administrative office no later than four weeks after each meeting. The administrative office provides a template for the reports.
3. An SSC Chair who is no longer in a position to be able to fulfil his duties must inform the Board of Directors. Subsequently a successor will be appointed according to § 1.

#### *Technical Working Groups (TWG)*

4. The respective TWG Chair plans and organises the TWG's work. This includes:
  - preparing an appeal for experts before approaching a new task
  - formulating a task

- the formal coordination of finished documents with SI administration
  - presentation of documents for approval by the SSC and Board of Directors
5. The TWG members attend meetings, work together constructively and make contributions.
  6. The TWG members agree on a language at their meetings. If there are members who do not speak German these members must expressly consent that German is spoken at meetings; otherwise meetings shall be conducted in English.
  7. The members of a WG each represent their own professional opinion. They make every effort to come to a consensus with the opinions of the other participants.
  8. The TWG Chair manages a list of members, guarantees that there are written minutes of the outcome of every meeting and distributes them to a mailing list agreed upon with the SI administrative office.
  9. The TWG Chair compiles project plans for the group's work and coordinates these plans with the relevant SSC Chair.
  10. The TWG Chair reports to the relevant SSC Chair and helps him to compile the reports.
  11. The teams report back at TWG meetings and at the request of the TWG Chair.
  12. Task Forces report directly to the SSC.
  13. Documents shall be compiled in English language and shall be based on the templates and the file formats provided and defined by the SI administrative office.
  14. The SSC must approve technical publications on TWG topics.
  15. Internal work papers shall be treated confidentially. They shall only be distributed amongst members of the relevant TWG, and, for topics which are being dealt with by more than one TWG, to the corresponding extended group. If necessary the internal documents shall also be distributed to the SSC and the Board of Directors.
  16. The TWG Chair decides which internal work papers are made available to guests or experts who are not permanent staff at an SI member company or another subsidiary.
  17. A TWG Chair who is no longer in a position to be able to fulfil his duties must inform the Board of Directors or the SSC Chair.

#### **§ 4 Intellectual Property and Confidential Information**

1. Dealing with intellectual property in TWG and SSC is regulated in the document enclosed as an appendix to these rules "Rules on Intellectual Property Rights (IPR) by Sercos International e.V. (SI)". This IPR policy is binding for every member and/or participant of a TWG and/or a SSC.
2. All processes, information and material exchanged during individual SI activities (including draft specifications, member contributions and other SI material) shall be kept secret by members of TWG and SSC and by SI and may only be used for the purposes of relevant SI activities. In doing so SI is exempt from confidentiality for SI activities e.g.,

for specification purposes. Confidentiality and restrictions on use for SI activities remain in existence in these terms and conditions for an undetermined period of time and last beyond a member leaving SI. However, this obligation does not affect information or materials which are already in the public domain and generally accessible at the time of being passed on without being in breach of this condition.

3. Members of TWG and SSC may share information and material with employees and contractors of their company only for the purposes of relevant SI activities subject to restrictions no less stringent than those contained herein.
4. Members or people who breach the IPR policy or confidentiality obligation can be excluded from the TWG and SSC without notice by the Managing Director or SI Board of Directors; at the same time the member's or person's obligations regarding the IPR policy and confidential information continue to exist. The exclusion must be appropriate. Exclusion is above all appropriate if the breach is linked to a risk of significant detrimental consequences for SI or members or other people/companies.

## **§ 5 Resolutions**

1. TWG and SSC are quorate if the following preconditions are met:
  - Compliance with an invitation deadline of two weeks
  - Agenda with a deadline of one week.
2. As a rule, resolutions shall be adopted by consensus. When voting, resolutions are adopted with a simple majority of the present members.
3. All appointed SSC and TWG members present at the vote are entitled to vote. One company only has one vote even if several representatives of this company are present and are entitled to vote.
4. The right to vote requires a participation of a company representative in at least two out of the last three meetings.
5. Guests or experts who are not permanent staff at an SI member company or another subsidiary do not have voting rights.

## **§ 6 Regulations for the financing of projects**

1. Participating in TWG and the SSC is voluntary.
2. In cases in which the TWG must make use of external support for the compilation and preparation of documents, the development of universal hardware and software, for experts or other projects, the following regulations apply:
3. The TWG formulates the scope of the project and forms a consortium made up of the members who agree to contribute to the financing of the project. The administrative office, if necessary, provides support with consultations and negotiations.

4. The consortium, in consultation with the TWG, adopts a recommendation on the use of the results which the Board of Directors must approve.
5. With the assistance of the administrative office, the TWG invites a submission of offers for the proposed project. The TWG provides a sufficiently detailed specification of the requirements. The administrative office has a list of potential suppliers ready. Irrespective of this list the TWG can select other suppliers, if there are reasons for this or can organise a public tendering procedure through the usual communication routes.
6. The consortium assesses the offers, which must contain sufficiently detailed specifications of the solution with a schedule and cost framework.
7. After a supplier and finance model have been determined and the Board of Directors has approved them, the administrative office issues the order. If required, a written agreement is concluded between SI and the supplier.
8. The technical and organisational supervision is carried out by the consortium or the TWG themselves. The administrative office takes over the financial control.
9. The administrative office delivers the project result to the consortium and/or the established group at the fixed price and under the terms and conditions recommended by the consortium and approved by the Board of Directors.
10. The administrative office refinances the project according to consortium contracts.

## **§ 7 Quality control**

1. The quality of documents and their publication is controlled by SI according to their compliance with the Review Workflow of SI.
2. The test specifications and test instructions (test cases) are developed and inspected under the leadership of the SSC together with the relevant TWG.
3. The SSC will define the quality control of projects specific to each project.
4. The quality control of the devices that are developed according to the approved documents is the responsibility of the approved recognised SI test laboratories and certification centres.

## **§ 8 Dissolution**

### *Technical Working Groups (TWG)*

1. TWG are dissolved by SSC resolution, which must be approved by the Board of Directors.

This document entitled "Rules for Cooperation in Committees and Working Groups by Sercos International e.V. (SI)" was issued by the Board of Directors on March 19, 2010 and approved by resolution of the members' assembly on April 20, 2010. On April 14, 2015 the members' assembly has approved supplements to article 3 about behavior guidelines related to antitrust laws.