

Articles of the Association

"Wassersommelier Union e.V."

Water Sommelier Union
(e.V. = eingetragener Verein / registered association)



§ 1 Association's Name & Place of Business

1. The name of the association shall be "Wassersommelier Union".
2. Following its registration with the register of associations, it shall have the name suffix "eingetragener Verein" [registered association] in its abbreviated form "e.V." appended to its name.
3. The association's place of business shall be Munich.
4. The financial year shall be the calendar year.

§ 2 Fundamentals

Water sommeliers are persons trained as experts with respect to the cultural beverage of mineral water, which expertise is proven by passing a theoretical and practical examination. However, they also perceive themselves as competent consultants with respect to other kinds of waters.

The water sommelier advises the guests and the owner in the restaurant on the house's mineral water offering and assists in selecting the appropriate water for the selected food and beverages. In addition, he or she is responsible for perfectly presenting the guest with the drink, for the procurement of the water, and for the preparation of the water menu.

In the beverage trade, the water sommelier acts as a competent contact to inform customers about the different types of water, i.e. "natural mineral water", "natural curative water", "spring water", and "table water", and to explain the positive health effects of the individual waters. He or she assists the customers in choosing the optimal water for them and their needs. In addition thereto, the water sommelier is responsible for the performance of presentations and sales campaigns in the beverage trade.

At a mineral spring operator, the water sommelier is mainly employed in marketing and sales. He/She informs and advises customers from catering and trade in a sound manner about the specific properties and benefits of the own waters. By providing active water marketing, he or she increases the acceptance and sales of the mineral spring operator.

§ 3 Objective

The association's objective is to promote the ideal and economic interests of the water sommeliers that result from their professional activity, and thus to promote the cultural beverage

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of mineral water. The association strives to advocate all of the interests of water sommeliers, including but not limited to vocational training and further education. Events will be organised for the exchange of experiences and ideas with other members. In addition to opportunities for further education, the regular meetings shall particularly provide for the possibility to actively exchange interests among the groups.

§ 4 Membership

1. The association consists of:
 - a) Full members
 - b) Honorary members
 - c) Sustaining members
2. Every water sommelier who has completed a sound training with a theoretical and practical examination may become a full member. The examination shall at least cover the subjects of "theory of waters", "sensory of waters", "marketing & consulting in beverage trade", as well as "marketing & consulting in catering and gastronomy". In addition to the foregoing, persons substantially involved in the training of water sommeliers and having in-depth knowledge on the above-mentioned subjects may also become full members.
3. Persons who have earned special merits around the variety and enjoyment of waters and/or the well-founded and comprehensive training of water sommeliers or the Wassersommelier Union may be appointed as honorary members. Honorary members do not have a right to vote at the annual general meeting. They are exempted from the payment of membership dues.
4. Any person or entity paying at least the quadruple of the regular membership dues may become a sustaining member. Sustaining members shall have a right to vote at the annual general meeting.

§ 5 Acquisition of Membership

1. Application to become a member may be made orally or in writing towards every member of the executive committee. The decision to accept the applicant as a member is made by the executive committee with a simple majority of the votes of its members. The admission becomes effective upon handing out a written letter of admission.
2. The members in general meeting decide with a simple majority of votes on the award of an honorary membership. Each full member shall be entitled to bring forward an application to appoint an honorary member.

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3. The executive committee decides by simple majority of the votes of its members on the admission of sustaining members.

§ 6 Termination of Membership

1. Membership shall cease by:
 - a) Death
 - b) Resignation
 - c) Expulsion
2. Each member shall be free to resign from the association. Resignation shall be notified to the executive committee in writing at least three months prior to the end of a year.
3. Members can be expelled from the association by resolution of the executive committee, if such member:
 - a) Acts in violation of the association's objectives;
 - b) Acts in a way materially detrimental to the association's reputation;
 - c) Fails to pay its membership dues within 2 months after the date of dispatch of a written notification to that extent by the executive committee.
4. The member so expelled has the right to object. Such objection shall be acted upon by the members in general meeting in terms of an appeal and shall be finally decided upon with a simple majority of the members present in the meeting.

§ 7 Rights and Obligations of Members

1. All members are called upon to actively participate in the association work and to contribute thereto.
2. Members are obliged to use best efforts to promote the association's interests and to refrain from any actions which might damage the association's reputation and be detrimental to its objectives.
3. Members are obliged to pay their membership dues when due. The amount of the membership dues is determined by resolution of the members in general meeting. Membership dues are payable annually in advance.

§ 8 Bodies of the Association

The association's bodies are:

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1. The executive committee (§ 9 of the articles of association)
2. The general meeting of members (§ 10 to 11 of the articles of association)

§ 9 The Executive Committee

1. The executive committee shall consist of the 1st chairman, the 2nd chairman, the managing director, and up to two assessors. The delegation of tasks between the members of the executive committee shall be governed by the rules of internal procedure laid down by the executive committee.
2. Except for the managing director, the members of the executive committee shall be elected for a term of four years by the members in general meeting with simple majority of the votes of the members present. They shall remain in office until the next executive committee has been appointed in accordance with the articles of association. Should a member of the executive committee resign from office during the term of the executive committee, then the executive committee may appoint a replacement for such resigning member for the residual term of that member.
3. Only members of the association may be members of the executive committee. The office of a member of the executive committee ends with the resignation of such member from the association.
4. The different positions on the executive committee may not be filled by one person in unity.
5. The executive committee shall have a quorum if at least one half of its members is present. A resolution of the executive committee shall be passed with the majority of votes cast. In case of an equality of votes, the 1st chairman shall have a casting vote. Resolutions of the executive committee shall be recorded in minutes of the meeting of the executive committee. The association's members shall be informed about resolutions of the executive committee at the next following general meeting at the latest.
6. The 1st chairman, the 2nd chairman, and the managing director shall represent the association in and out of court. Each one of them shall be authorized to solely represent the association. Exercise of internal representation shall be governed by the rules of internal procedure
7. The managing director shall head the office of the association. He or she shall be appointed by the executive committee for a term of four years. The managing director shall be responsible for managing all affairs of the office including cash transactions.
8. The members of the executive committee are generally working in an honorary capacity. If required, positions within the association may, to the extent the budgetary options allow, be exercised for consideration by paying an expense allowance pursuant to § 3 No. 26a of the German Income Tax Act ["EStG"] or – where the amount of time necessary to perform the activity does so require – under a service agreement against payment of a

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reasonable remuneration. Any non-gratuitous activity for the association shall be decided upon by the executive committee, the same applying to the terms and conditions of a service agreement and its termination.

Any service agreement concluded with members of the executive committee shall terminate – taking due consideration of any contractual and/or statutory periods of notice – upon the end of the office term of such member of the executive committee, without a notice of termination being required therefor.

9. The executive committee's liability shall be limited to acts of wilful conduct and gross negligence.

§ 10 The General Meeting

1. The general meeting of members shall be convened once in any year as the ordinary general meeting.
2. The general meeting shall be convened by the executive committee by notice in writing or via email sent at least 4 weeks in advance of the date of the meeting. The notice of the meeting shall state the business to be acted upon by the meeting (= agenda). The period of notice shall commence upon the date of dispatch of the invitation addressed to the latest known address of the member.
3. The general meeting shall be chaired by the 1st chairman or, in case of the chairman's inability to attend, by his or her substitute.
4. A quorum shall be deemed present at each general meeting of members properly convened. Resolutions of the members in general meeting shall be passed with a simple majority of votes of the members present.
5. The tasks of the general meeting of members shall include but not being limited to:
 - To elect or re-elect or replenish the executive committee
 - To elect or re-elect the cash auditors
 - To receive the activity report of the executive committee
 - To receive the managing director's report
 - To formally approve the actions of the executive committee
 - To discuss available motions and to resolve upon the same
 - To approve the dues schedule as well as any amendments thereto
 - To appoint honorary members
6. At a general meeting of members, each member shall have one vote, regardless of whether the member is a full member or a sustaining member. Members may exercise their right to vote either in person or by proxy. Only members of the association may be

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appointed as proxies; expressly no external persons may be appointed. Any proxy may not be appointed in general but only limited to the individual general meeting. The proxy may also be entitled to speak in the meeting and to bring forward any motions. The proxy must furnish written proof of his/her appointment. Proxies may not be delegated. As a general rule, no member shall represent more than two principals at the same time. Votes of the members in general meeting shall be taken informally by a show of hands. If requested by at least one third of the members present in the meeting, the vote shall be taken in writing in a secret voting.

7. If members of the executive committee are to be (re-)elected by a general meeting, then first a chairman of the meeting shall be elected who shall have the task to perform the election of the 1st chairman of the association. Thereafter the 1st chairman so elected shall take over the chair for the election of the remaining members of the executive committee.
8. Motions to be resolved upon by the members in general meeting must be filed with the association's office at least two weeks prior to the date of the meeting.
9. Principally, minutes shall be recorded for each general meeting and shall be signed by the chairman of the meeting. Each member of the association is entitled to inspect such recorded minutes.
10. If the executive committee so resolves, members may cast their vote in writing outside of the general meeting, where required. Written resolutions shall require the same majority as provided for in §10 para 4 / §13 para 1. The executive committee shall set a deadline for the voting and shall promptly inform all members about the results of such voting after the expiration of said deadline.

§ 11 Extraordinary General Meeting

1. The executive committee may resolve to convene an extraordinary general meeting.
2. If one fourth of the association's members requests the convention of an extraordinary general meeting by stating the reason therefor, the executive committee shall be obliged to convene such extraordinary general meeting.

§ 12 Cash Auditor

1. The association's annual accounts shall be audited by two cash auditors which shall be elected by the members in general meeting.
2. For their election, eligibility and term of office, the provisions for members of the executive committee apply accordingly.

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3. The cash auditors may not be members of the executive committee.
4. The cash auditors shall be responsible to audit invoices and other vouchers and the proper posting thereof as well as the application of funds and shall in particular determine that funds have been applied in accordance with the articles of association and correctly for tax purposes. In this respect, they shall have the entire right to access all records of the association.
5. The audited annual accounts shall be submitted to the members in general meeting for resolution.

§ 13 Amendment of the Articles of Association

1. Amendments to the articles of association shall require the affirmative votes of three-quarters of the votes cast in a general meeting.
2. The members must be notified of the proposed amendment of the articles of association as part of the invitation to the general meeting.

§ 14 Dissolution of the Association

1. The association shall be dissolved if the members in general meeting pass a resolution to dissolve the association with a majority of at least three quarters of the votes cast.
2. Upon the dissolution or abolition of the association, the association's assets shall be transferred to a public body or a tax-privileged corporation for the purposes of using it to promote the cultural heritage of mineral water as provided for by the articles of association. The members in general meeting shall resolve on the transferee concurrently with resolving on the dissolution of the association.
3. Unless the members in general meeting resolve otherwise, the members of the executive committee then holding office shall be appointed as liquidators.

The Articles of Association of the Wassersommelier Union e.V. were established on 15Oct2011, amended in the general meeting of 20Oct2012 and in the aforementioned version revised in the general meeting of 22Sep2018.