

**IKT – Association of Industry**

*Verein der Wirtschaft zur Förderung des IKT e. V.*

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# **IKT-Association of Industry**

*Verein der Wirtschaft  
zur Förderung  
des IKT e. V.*



Verein der Wirtschaft zur Förderung des IKT e.V.  
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Chairman: Dipl.-Ing. Peter Brune  
Managing Director: Dipl.-Ök. Roland W. Waniek

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**IKT – Institut für Unterirdische Infrastruktur  
(IKT – Institute for Underground Infrastructure)  
Exterbruch 1  
45886 Gelsenkirchen  
Germany**

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### **What is the IKT?**

The IKT – Institute for Underground Infrastructure is a neutral, independent and non-profit research institute. It is oriented towards practical applications and works on issues surrounding underground pipe construction. Its key focus is centred on sewage systems. IKT provides scientifically backed surveys and advice. You can find information on its projects at: [www.ikt.de](http://www.ikt.de)

### **Network Operators Are Majority Shareholders**

IKT has been established in the year 1994 by the University of Bochum, Germany. The initial funding for setting up the institute has been provided by the Ministry for the Environment of the State of North-Rhine Westphalia, Germany's largest federal state. However, IKT is not owned by the Government or by the university. Its owners are two associations which are again non-profit organizations of their own:

- IKT-Association of Network Operators: members are ca. 130 cities. They hold together 66.6% of IKT.
- IKT-Association of Industry: members are ca. 70 companies. They hold together 33.3% of IKT.

### **IKT-Association of Network Operators**

The IKT-Association of Network Operators represents the combination of interested cities, municipalities and water associations towards whose assignments and activities the institute is oriented. There is a special link to these which is permanently reinforced by the association: on the one hand the members are 2/3 majority shareholders of the IKT and ensure that the IKT can research, test and monitor in a neutral and independent manner at all times. At the same time, they can directly incorporate their issues in IKT's work.

### **Mission and Objectives**

- To promote and advance research and testing activities aiming at technical innovative, high-quality, client and environmental friendly, economically sustainable underground utility infrastructure.
- To be a forum for discussion, exchange of experiences und forming of opinion between network operators and IKT.
- Non-profit organisation according to German law, no commercial objectives

### **IKT-Association of Industry**

It is not only network operators which play an important role for the work of the IKT, but also companies in construction and industry as well as engineering consultancies, service providers, institutes and organisations. Without their products and services pipelines could not be built, renovated or operated. In order to integrate them in the work of the IKT, the IKT-Association of Industry holds a third of the IKT shares. Its members incorporate their subject matter and expertise into the work of the IKT and are involved in relevant projects.

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### **Rapport to IKT – Institute for Underground Infrastructure Ltd.**

- Association of Network Operators is main shareholder of IKT – Institute for Underground Infrastructure Ltd.
- Holds 2/3 of shares of IKT Ltd. Remaining 1/3 of shares are held by IKT-Association of Industry.
- Association oversees that IKT fulfils its tasks and work neutral and independently.
- Hereunto the IKT-Association of Network Operators is represented by three delegates on the supervisory board of IKT Ltd.

### **Members**

- Construction Industry
- Industry and Service Providers
- Renovation Companies
- Engineering Consultancies
- Associations, Organisations, Institutes

### **Customers are Shareholders**

This shareholder structure reflects the target orientation of the IKT activities. The IKT is primarily oriented towards issues and problems of network operators. This results from the founding assignment of the institute in 1994, this being to provide research results and insights for an environmental and citizen-oriented construction, renovation and maintenance of public utility networks. The IKT provides further aid for business for testing and experimenting with new products and processes. To this extent, the two most important customer groups of the IKT are also its shareholders.

### **Neutrality and Independence**

This structure ensures the neutrality and independence of the IKT. The economic side of the institute is monitored by a supervisory board comprising nine members, some of them representatives from science and ministries. However, in compliance with the statutes, this may not exert any influence on the results of the research projects.

### **Benefits of Membership**

- Extensive and detailed information on forthcoming, on-going and completed research projects of IKT
- Defining IKT's research programme by proposing one's own topics of interest
- Discussion and exchange of ideas and experience between members
- Free copies of all IKT reports (not yet all available in English)
- Discount on seminars and conferences, advertisements and rentals

## **Board of Directors**

Elected on May 19, 2014 / October 11, 2017

Chairman: Dipl.-Ing. Peter Brune  
SAINT-GOBAIN PAM DEUTSCHLAND GmbH

Dep. Chairman: Dr.-Ing. Claus-Michael Müller  
MC-Bauchemie Müller GmbH & Co. KG

Assessors: Dipl.-Ing. Richard Pohl  
HOCHTIEF Infrastructure GmbH

Bauass. Prof. Dipl.-Ing. Bernd Wille  
DWA-Landesverband NRW

Managing Director:  
(according to statutes) Dipl.-Ök. Roland W. Waniek  
IKT – Institute for Underground Infrastructure

## Members

as of January 2018

- Abflussklar GmbH
- ACO Tiefbau Vertrieb GmbH
- AGFW – Der Energieeffizienzverband für Wärme, Kälte und KWK e.V.
- AIRVALVE Flow Control GmbH
- Amitech Germany GmbH
- BDE – Bundesverband der Deutschen Entsorgungswirtschaft e.V.
- BERDING BETON GmbH
- Berufsgenossenschaft der Bauwirtschaft
- BKP Berolina Polyester GmbH & Co. KG
- Brandenburger Liner GmbH & Co. KG
- BWK Landesverband NRW e.V.
- enz® technik ag
- Fachverband Steinzeugindustrie e.V.
- FFI Fernwärme Forschungsinstitut in Hannover e.V.
- Franz Fischer Ingenieurbüro GmbH
- FRIATEC AG
- FSKZ e.V. – Fördergemeinschaft für das Süddeutsche Kunststoff-Zentrum
- Funke Kunststoffe GmbH
- Gebr. Fasel Betonwerk GmbH
- Geiger Kanaltechnik GmbH & Co. KG
- German Water Partnership e.v.
- GSTT – German Society for Trenchless Technology e.V.
- Güteschutz Kanalbau e.V.
- Hamers Leidingtechnik B.V.
- HERAL GmbH & Co. KG
- HOBAS Rohre GmbH
- HOCHTIEF Infrastructure GmbH
- HTI Gienger KG
- Hydro-Ingenieure GmbH
- IAB – Institut für Angewandte Bauforschung Weimar gGmbH
- IBAK Helmut Hunger GmbH Co. KG
- IBG HydroTech GmbH
- IMS Robotics GmbH
- InformationsZentrum Beton GmbH
- Ingenieurbüro Osterhammel GmbH
- Ingenieurbüro Reinhard Beck GmbH & Co. KG
- Ingenieurtechnischer Verband für Altlastenmanagement und Flächenrecycling e.V. (ITVA)
- iPEK International GmbH
- ISAS GmbH Ingenieure für Sanierung von Abwassersystemen
- iwt Ingenieurbüro Wasserwirtschaft und Tiefbautechnik
- Jeschke Umwelttechnik GmbH
- JT-elektronik GmbH
- Karl Otto Braun GmbH & Co. KG
- Konstaplan GmbH
- KSD Kanal-Schacht-Dienstleistungen GmbH
- Kuchem GmbH
- Kummert GmbH
- MC-Bauchemie Müller GmbH & Co. KG
- MTS Maschinentechnik Schrode AG
- P&W Umwelttechnik GmbH
- Pirker + Pfeiffer Ingenieure GmbH & Co. KG
- PLASSON GmbH
- Rausch GmbH & Co. KG
- RELINEEUROPE AG
- RS Technik AG
- S&P Consult GmbH
- SAINT-GOBAIN PAM Deutschland GmbH & Co. KG
- SBU – Kooperationspartner IKT in CH
- Schacht + Trumme GmbH
- Schulz Bau GmbH
- Städtler + Beck GmbH
- Straßen- und Tiefbau-Verband NRW
- Swietelsky-Faber GmbH
- tandler.com GmbH
- Toa Grout Kogyo Co., Ltd.
- Tracto-Technik GmbH
- Uhrig Kanaltechnik GmbH
- Umwelttechnik Franz Janssen GmbH
- VDRK Verband der Rohr- und Kanal-Technik-Unternehmen e.V.

- VSB Verband zertifizierter Sanierungs-Berater für Entwässerungssysteme e.V.
  - WFZruhr Wirtschaftsförderungszentrum Ruhr für Entsorgungs- u. Verwertungstechnik e.V.
- Wissenschaftsstiftung Deutsch-Tschechisches Institut (WSDTI)

Latest update on: [www.ikt.de/mitglieder](http://www.ikt.de/mitglieder)

### STATUTES

#### §1 Name, Location, Registration, Financial Year

1. The association is named "Verein der Wirtschaft zur Förderung des IKT e.V." (IKT-Association of Industry).
2. The fiscal year is the calendar year.
3. The association is located in Gelsenkirchen (Germany).

#### §2 Purpose of the Association

1. Purpose of the association is to promote science, research, education and environmental protection. The association pursues exclusively and directly charitable purposes within the meaning of the section "tax-privileged purposes" of tax regulation.
2. The purpose of the statutes is pursued in particular by ideational and financial support of the work of IKT – Institute for Underground Infrastructure. For this purpose the association participates a one-third share in the IKT – Institute for Underground Infrastructure. The association, individual association members or others don't have any influence on the working results of IKT. The association will ensure at any time, that IKT performs its work in a neutral and independent manner.
3. The promoted company has the following statutory tasks:
  - a) Acquisition and processing of application-oriented research and development projects in the field of underground infrastructure, the results of all research projects must be made accessible to the public (eg by appropriate notes or publications in journals);
  - b) Documentation and dissemination of research results to the members and other interested parties in each case against compensation of costs incurred;
  - c) Operation of the great test rig with testing ground, measuring laboratory and equipment pool
  - d) Testing of materials, components and systems of underground infrastructure;
  - e) Demonstration of techniques and vocational training and education;
  - f) Participation in national and international committees;
  - g) Participation in the formulation of guidelines and regulations in the field of underground infrastructure as well as assessing the impact of corresponding legislation;
  - h) Renting and leasing of research facilities to other tax-privileged entities for their tax-deductible purposes (§ 58 Nr. 4 Abgabenordnung, ie German Tax Code). As far as required to achieve the company purpose, participation in the general economic processes is as well intended as cooperation with other companies and institutes of vocational and technical training.
4. The association acts selfless; it primarily doesn't pursue profit purposes.
5. The association's funds may be used for statutory purposes only. Members do not receive dividends or any other payments from the funds of the association.
6. No person may be favoured by expenditures, that are not purpose of the association, or by disproportional high remuneration.

#### §3 Becoming a Member

1. The association has
  - a) regular members
  - b) associate members

2. A regular member may be any natural or legal person or Corporation who is willing to promote the association's purpose. The Board of Directors decides on the application of membership.
3. Associate membership may be granted to natural persons who have acquired special merits for the purpose of the association or the science or the practical development in the field of underground infrastructure features. The award will take place on recommendation of the Board of Directors by the General Assembly.

#### §4 Rights and Obligation of Members

1. Regular members are entitled to request and to vote at the General Assembly.
2. Regular members are obligated to pay annual membership fees. The level of contributions is fixed by the General Assembly and may be staggered. In special cases, the Board of Directors is authorized to reduce or to adopt the membership fee.
3. The association shall accumulate assets to a extent, that exceeds assets required or necessary for commitments means only temporarily for purposes that are determined by § 2 of the statutes (special-purpose assets). A special-purpose-asset in this meaning should be used for further promotion of the work of IKT. With an increase in reserves the specific intended use must be reported.
4. The association shall be liable only with its assets. A personal liability of its members does not exist.

#### §5 Termination of Membership

1. Membership terminates by
  - a) death;
  - b) for legal persons and corporations by order of liquidation of insolvency proceedings;
  - c) dissolution of the association;
  - d) withdrawal;
  - e) exclusion.
2. The withdrawal has to be explained within a period of three months to the end of the calendar year to the Board of Directors.
3. The exclusion is possible if a member fails to fulfill its payment obligations after two reminders and deadline with announced exclusion. The exclusion may only be decided if the exclusion was threatened after sending the second reminder. An exclusion is possible without a reminder or deadline, when a member has behaved significantly harmful to the association. The exclusion is done by a decision taken by a two-thirds majority vote of the Board of Directors. Der Beschluß des Vorstandes über die Streichung soll dem Mitglied mitgeteilt werden. The member can lodge a written appeal against the decision within a period of one month after receipt of the notice to the Board of Directors. The General Assembly decides on the appeal.

#### §6 Organs of the Association

- Organs of the association are
- a) General Assembly (§7)
  - b) Board of Directors (§8).



### §7 General Assembly

- The General Assembly shall decide on all matters of the association, unless there are matters of the Managing Director (§9) or the Board of Directors. In particular the General Assembly is responsible for:
  - the election of members of the Board of Directors;
  - approving the annual report of the management as well as the financial statements and budget drawn up by the management;
  - the relief of other bodies of the association;
  - the election of auditors;
  - the decision on the appeal according to § 5 (3);
  - fixing the membership fees according to § 4 (2);
  - amending the statutes;
  - dissolving the association.
- The General Assembly is to convene by the Board of Directors within the first six month of a calendar year. The meeting shall be convened in writing, stating the agenda, there is a period of 14 days followed, excluding the day or sending. Further meetings shall be convened at the Board of Directors decision or at justified and written request of at least 40% of the regular members.
- The chairman of the General Assembly is the chairman of the Board of Directors, in his representation, another member of the Board. If the Board of Directors is unable to participate, the members shall select a chairman from among themselves to be the chairman for the meeting.
- The duly convened General Assembly constitutes a quorum independently from the number of the attending voting members. Decisions are taken by simple majority vote, unless otherwise required by law or statutes (§11). Each voting member has one vote. Elections shall be decided by simple majority, abstentions are not considered in the calculation. In case of a tie, the Chairman of the General Assembly shall decide by pulling a lot. A non-attending member may grant another member authority.
- In urgent cases, decisions may be taken by written procedure. The necessary steps are caused by the Board of Directors. Members should take position to the template within three weeks. If a member objects to the decision in writing, the template should be treated in the next General Assembly.
- The resolutions of the General Assembly shall be recorded in a written transcript, which shall be signed by the Chairman or the Deputy Chairman or the Directing Manager and the recorder, determined by the Board of Directors resolution (§8,3). The members are entitled to consult the transcript.

### §8 Board of Directors

- The Board of Directors is composed of five members. Its members are:
  - the Chairman;
  - the Deputy Chairman;
  - three other members of the association (Assessors).
- The Managing Director of IKT is by virtue of office Managing Director of the association. The members are elected by the General Assembly.
- The Board of Directors shall take its decisions by a simple majority of the votes cast. In case of a tie, the vote of the Chairman shall be decisive.
- The term of office of the elected board members shall be four years. The Board of Directors will remain in office until the next Board of Directors is elected according to the statutes. Re-elections of the Board of Directors are allowed.

- In legal transactions the association is represented jointly by two members of the Board of Directors. One of the two board members shall be the Chairman or the Deputy Chairman.
- With the exception of the Managing Director the members of the Board of Directors act voluntarily.

### §9 Management

- The management of the daily business of the association is made on behalf of the Board of Directors by the Managing Director of the association.
- The Managing Director of the association has the following additional responsibilities:
  - Maintenance of relations with agencies of the state, business enterprises and associations at home and abroad, which are interested in the organisation's objectives and tasks;
  - reporting on the scientific research activities of IKT - Institute for Underground Infrastructure gGmbH;
  - administrative support of the committees of the association (§10).

### §10 Committees

To address specific issues committees can be formed on proposal of the Board of Directors and decision of the General Assembly.

### §11 Amending the Statutes and Resolution of the Association

- Resolutions of the General Assembly on amendments of the association's statutes require a two-thirds majority of the members present at the General Assembly. This also applies to the change in the association's purpose.
- Decisions on the dissolution of the association can only be taken at a General Assembly specially convened for this purpose; they require the approval of three-quarters of all voting members of the association. If a dissolution of the association can not be decided, because there are less than three-fourths of the total votes of all members represented in the meeting, a new General Assembly may be convened, which must take place within four weeks after the first meeting. This General Assembly can, regardless of the votes represented decide the dissolution with a three-quarters majority of the votes cast. This is to be mentioned in the convocation.
- In case of dissolution the Board of Directors appoints the liquidator.
- In case of dissolution or termination of the association or loss of its tax-privileged status its assets have to be transferred to the federal state of North Rhine-Westphalia, which has to use them directly and exclusively for the promotion of scientific purposes.

### §12 Final Clauses

- Decisions, that retroactively change, add, include or delete a clause of the statutes on tax benefits, have to be communicated to the responsible tax office for approval and must be carried out only after approval or after proposal of the tax office so that no tax benefits are affected.
- The Board of Directors is authorized to amend the association's statutes as far necessary to enter the association register or to confirm the non-profit status.

please fax to: +49 209 17806-13

or mail to:

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D – 45886 Gelsenkirchen  
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## Membership Application

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Company

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Department

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Street, P.O. Box

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City, Postal Code, Country

Represented by:

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First Name

Name

Academic Title

Position

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Phone

Fax

E-Mail

We are

**small company**

Employees < 50, Turnover ≤ € 8 m, Balance sheet total ≤ € 4 m  
Two features must not be exceeded.

**medium-sized company**

Employees < 250, Turnover ≤ € 16 m, Balance sheet total ≤ € 32 m  
Two features must not be exceeded.

**large company**

Two features for medium-sized companies are exceeded.

**Membership fee:**

small companies	1,250 Euro per year
medium-sized companies	2,500 Euro per year
large companies	5,000 Euro per year

**We hereby apply for membership in the IKT-Association for Industry.**

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Date

Stamp

Authorised Signature

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First Name and Name in Block Letters