



Bundesverband Digitale Wirtschaft (BVDW) e.V. – Statutes

Note: In these Statutes, personal pronouns are used in the generic masculine form. Unless otherwise specified, this refers to all genders.

A. ASSOCIATION

§ 1. Name, registered office, and fiscal year

1. The name of the association is "German Association for the Digital Economy (BVDW) e.V."
2. The association's registered office is in Berlin.
3. The association's financial year is the calendar year. Shortened financial years end at the end of the calendar year.

§ 2. Purpose and tasks

1. The association aims to bring together professionals in the digital economy in a unified professional association. It promotes the professional interests of its members and represents them vis-à-vis third parties, in particular authorities and legislators, as well as the general public. It endeavors to contribute to the professional regulation of producers in the digital economy within the limits of antitrust law.
2. The association's tasks are carried out in particular through the following measures:
 - a) Promoting the development of the digital economy; this includes all market participants whose primary business purpose is the creation, development, processing, refinement, storage, or distribution of interactive and/or digital content, products, and services.
 - b) Creating and providing a common open exchange and communication forum between market participants and partners in the digital economy.
 - c) Defining quality standards and creating mechanisms for quality assurance (e.g., certifications) and assessment systems.
 - d) Advising members on legal matters of general professional importance, with the exception of individual legal, tax, and business advice, including the drafting and further development of general terms and conditions.
 - e) Combating abuses and malpractice in the field of digital economy applications.
 - f) Promotion of women in the BVDW. The aim is to ensure a balanced ratio of women and men at events and in the association's committees.
 - g) Cooperation with other associations.
 - h) Mediation of cooperation.
 - i) Creation of service standards.
 - j) Creation and provision of internal and external information databases.
 - k) Provision of information on funding opportunities and generally accepted cost rates.
 - l) Involvement in arbitration proceedings and arbitration boards.
 - m) Coordination and implementation of uniform public relations work.
 - n) Organization of events and competitions.
 - o) Providing advice and support for training, further education, and continuing professional development on topics and qualification areas relevant to members.
 - p) Provision of services for members. Profit-making is excluded. Fees to cover costs only are permissible. Within the scope of its statutory remit, the BVDW may provide individual, fee-based services and consulting services for its members or for the members of its affiliated associations or institutions through its subsidiaries.
3. The association advocates that interactive and/or digital media be kept free of content that is punishable under domestic law on a voluntary basis.

§ 3. Funds and expenses

1. The association has the following funds at its disposal:
 - a) Membership fees
 - b) Subsidies and special levies
 - c) Contributions from individual working groups and subdivisions, insofar as provided for in their regulations.In addition, the association may generate income from the management of its own assets and from commercial business operations.
2. The association's funds may only be used for the purposes set out in the statutes. Members do not receive any payments from the association's funds.



§ 4. Audit

1. Cash transactions are audited annually for the previous financial year by two cash auditors elected by the general meeting.
2. The cash auditors are responsible for checking all accounting documents and their proper recording and the use of funds by the association or by the company commissioned by the association with the operational management, as well as for determining the cash balance and the balance of the respective bank accounts for the past fiscal year at least once a year. The audit does not include the appropriateness of the expenses approved by the executive committee or the management. The cash auditors shall report on the results of the cash audit at the general meeting, submitting a report and making a recommendation for the discharge of the executive committee.
3. The term of office of the cash auditors is 2 (two) years; a deputy shall be elected for each cash auditor in case of his or her absence. By resolution of the general meeting, the term of office of a cash auditor and his or her deputy may be reduced to one year. Re-election is not permitted.
4. The cash auditor or deputy may not be a member of the executive committee.

B. MEMBERSHIP

§ 5. Acquisition and types of membership

1. Companies, educational institutions, and other institutions that are interested in the purpose of the association and have at least one place of business in the territory of the Federal Republic of Germany may apply for membership in the association. By submitting their application for membership, they acknowledge the statutes and the rights and obligations arising therefrom.
2. The application for membership must be submitted in writing to the management. The management shall check whether the requirements for membership are met in accordance with the guidelines of the executive committee and shall make a final decision on the admission of new members. No reasons need to be given for rejecting an application for membership.
3. The association has
 - Ordinary members
 - Special members
 - Supporting members
 - Honorary members
4. Regular members are companies and educational institutions with a profit motive that are active in at least one area of the digital economy or offer training, further education, or continuing education that qualifies them to work in at least some areas of the digital economy.
5. Special members are start-up members, young members, and secondary members.

"Start-up members" are for-profit companies that are active in at least one area of the digital economy and have been in business for a maximum of four (4) years at the time of application. Start-up membership is only possible at the beginning of the membership relationship. This status ends after 24 (twenty-four) months. The management decides on the application in accordance with the guidelines of the executive committee. No reason needs to be given for rejecting an application. After 24 (twenty-four) months, the member automatically becomes a regular member unless the executive committee or the start-up member objects in writing at least 4 (four) weeks before the end of the 24-month period. In the event of an objection, the start-up membership ends at the end of the 24 (twenty-four) months. Start-up companies may participate in the committees with a maximum of two representatives. Start-up members have no active or passive voting rights.

"Young members" (Digital Pioneers) are natural persons who, at the time of becoming members, are eligible to vote in European elections but have not yet reached the age of 30 (thirty). Young membership ends automatically upon reaching the age of 30 (thirty). Young members can participate in the association within the scope of the possibilities provided for in the statutes. Young members do not have active or passive voting rights.

"Secondary members" are companies with a profit motive that also meet the requirements for full membership, but can prove that they are already members of another professional association that is more closely related to the specific activities of the secondary member. Proof of membership in another industry association must be provided when applying for membership; proof at a later date is not accepted. Recognition of the primary membership that is closer to the industry is carried out by the executive committee. It takes effect from the membership period following the decision. The status as a secondary member is valid indefinitely, but its continuation must be proven every 24 (twenty-four) months. If the primary membership that is closer to the industry ends, the secondary member is obliged to inform the association immediately. From the end of the primary membership in the industry-related association, membership shall continue as ordinary membership. A change from full membership to secondary membership is only permitted if the business focus has changed permanently. The executive committee shall decide on this upon request. Secondary members have only a passive right to vote. The executive committee must approve



the candidacy of secondary members in advance of an election of the committee leadership. Secondary members must apply to the executive committee for candidacy.

6. Supporting members are natural or legal persons or non-profit research and educational institutions that are closely aligned with the purposes of the association and wish to support these through a supporting membership. Existing individual memberships enjoy protection of existing rights in the sense of a supporting membership. Public research and educational institutions are exempt from paying membership fees. Supporting members do not have active or passive voting rights.
7. Honorary membership may be granted to natural persons who have rendered outstanding services to the promotion of the association's purpose. Honorary members are exempt from paying membership fees.
8. In the event of a company transformation, membership shall be continued by all companies newly created as a result of the transformation or which are the legal successors of the member company; the membership of continuing transferring companies shall remain unaffected.

§ 6. Rights and obligations of members

1. Ordinary members, special members, and supporting members of the association are obliged to pay the membership fee specified for their type of membership on time. Details are regulated by the membership fee regulations, which are not part of these statutes.
2. Members have the right to participate in all decision-making and opinion-forming processes of the association in accordance with the provisions of these Articles of Association. Details are regulated by the committee rules, which are binding for all members and are not part of these Articles of Association.
3. Members are obliged to represent the concerns and interests of the association externally and to uphold the reputation of the entire digital economy.
4. Members are obliged to loyally support the executive committee in the fulfillment of its tasks and to contribute to the implementation of the resolutions passed. Resolutions passed within the framework of the statutes are binding on the members.
5. Before undertaking any activities that affect the tasks of the association in accordance with § 2 of the statutes, members must inform the executive committee and give it the opportunity to comment; the same applies to publications of political significance for the entire digital economy.
6. Each member is obliged to notify the association immediately of any change that directly or indirectly affects their membership in the association.

§ 7. Termination of membership

1. Membership shall end upon termination, expulsion, or expiry of the legal entity or upon expiry of the fixed-term membership.
2. Membership is terminated by written declaration of the member to the management. It is only permissible with six (6) months' notice to the end of the calendar year.
3. A member may be expelled if the statutory requirements for membership are no longer met, or if the member fails to pay their membership fee despite two reminders and a warning of expulsion, or if the member acts in a manner that is seriously contrary to the interests of the association.
4. The executive committee shall decide on the expulsion of members. The person concerned may appeal against this decision within 30 (thirty) days. The appeal shall have suspensive effect, but membership rights shall be suspended. The honorary council shall decide on expulsion by a simple majority vote.
5. Termination of membership does not release the member from the obligation to pay any outstanding membership fees or other obligations to the association.

C. ORGANIZATIONAL BODIES

§ 8. Association bodies, access to offices in the association

1. The association has the following organs:
 - a) the general meeting
 - b) the Presidium
 - c) the management
2. Positions in the association, in bodies or committees are open to all members who have active voting rights. Natural persons who represent the member, are nominated by the member, and are professionally active in a company in the digital economy are eligible for election. These should be the owners, members of the member's management body, senior executives, authorized signatories, or persons who perform functions for the member that require knowledge relevant to the interests of the association. Access to office is independent of gender and other criteria pursuant to Section 1 AGG. The elected office is personal in nature (). Personal representation within the body by persons who do not belong to the body itself is not permitted. The assignment to a member must exist at the time of the election. If the personal requirements for eligibility cease to apply during the term of office, the office shall



end 3 (three) months after the end of the relevant activity, provided that the personal requirements for eligibility have not been restored by that time. If the delegating member resigns, the office shall end after 3 (three) months, provided that the personal requirements for eligibility have not been restored by that time.

§ 9. General meeting

1. The supreme body of the association is the general meeting.
2. The General Meeting is chaired by the President or, in his absence, by the most senior Vice-President. Only full members are entitled to vote. Only members in accordance with §5(4) of the Articles of Association (full members) and honorary members are entitled to submit motions. The Presidium is also authorized to submit motions. An ordinary member only has active voting rights if they were already an ordinary member of the association four weeks before the general meeting and the membership fee for the current year has been paid in accordance with the membership fee regulations by the time of the general meeting at the latest. Ordinary members are represented by a natural person when exercising their voting rights. This representation must be proven by written individual power of attorney, unless the representatives are legal representatives. No one may hold more than 3 (three) votes.
3. Membership rights are suspended if the member fails to pay their membership fees.
4. The general meeting may be held in person or, subject to § 10 (4), in a hybrid or digital format.
5. The general meeting sets the guidelines for the association's activities and deals with fundamental issues and matters concerning the association. Its tasks are, in particular:
 - a) Election of the president, vice presidents, cash auditors, substitute cash auditors, and honorary council.
 - b) Receiving the executive committee's annual report, the statement of accounts, and the cash audit report.
 - c) Discharge of the Presidium and the management.
 - d) Setting the membership fees.
 - e) Deciding on appeals against the exclusion of members.
 - f) Resolutions on motions submitted to the general meeting.
 - g) Resolutions on amendments to the Articles of Association.
 - h) Election of honorary members.
 - i) Dissolution of the association.
 - j) Adoption of a membership fee regulation governing the amount, due date, and method of payment of the periodic membership fee and any admission fee; differentiation according to membership status is permitted.
6. The ordinary general meeting takes place once a year. It is convened by decision of the executive committee with a notice period of 6 (six) weeks in text form and using one of the communication channels stored with the association, e.g., by email or post. It is deemed to have been effected upon dispatch. As proof of the invitation being sent in due form and time, it is sufficient for the Presidium to assure the General Meeting that the written invitation, including the agenda, was sent to all voting members at least 6 (six) weeks in advance.
7. Motions that members wish to submit to the general meeting must be received by the office at least 3 (three) weeks before the date of the meeting. The final agenda and motions must be sent to the members at least 14 (fourteen) days before the meeting. Paragraph 6 applies accordingly. Motions that do not meet the deadlines may be treated as urgent motions, provided that there is an urgent need for this and the general meeting determines the urgency by a simple majority. This does not apply to motions to amend or supplement the Articles of Association.
8. An extraordinary general meeting may be convened by the executive committee. It must always be convened by the executive committee if at least one quarter of all ordinary members request it. If the executive committee resigns or if all members of the executive committee are removed from office, new elections must be held immediately at an extraordinary general meeting. In this case, the management shall be responsible for convening and chairing the general meeting. The invitation period for an extraordinary general meeting may be reduced to 4 (four) weeks; otherwise, the rules for the ordinary general meeting shall apply accordingly.
9. Minutes shall be taken of each general meeting and shall be signed by the president and the secretary. The minutes must at least state the number of members present, the determination of quorum, the motions made, the type of vote, and the exact result of the vote.
10. Honorary membership shall be conferred by the general meeting with a two-thirds majority of those present and entitled to vote.

§ 10. Resolutions and elections

1. The ordinary and extraordinary general meetings shall constitute a quorum if they have been duly convened, regardless of the number of members present ().
2. Unless otherwise specified in the Articles of Association, resolutions (decisions on matters) require a majority of the valid votes cast. Abstentions are not counted. Amendments to the Articles of Association require a two-thirds majority.
3. In elections (decisions on individuals), the person who receives the majority of valid votes cast or the majority of votes cast required by the Articles of Association and who accepts the election shall be elected, unless the Articles of Association provide otherwise. Abstentions shall not be counted. Elected members of the executive body shall remain in office until the position has been filled by election. This shall not apply in the event of resignation. The



president shall be elected by the general meeting in a secret ballot for a term of 3 (three) years. The candidate who receives more than two-thirds of the valid votes cast is elected. If a two-thirds majority is not achieved, the candidate who receives a simple majority of the valid votes cast in a further ballot is elected. If a two-thirds majority is not achieved in the first ballot with more than two candidates, a runoff election is held between the two candidates with the highest number of votes. In the event of a tie, the decision is made by lot. The vice presidents are elected individually by the general meeting in a secret ballot for a term of three (3) years. The candidate who receives a simple majority of the valid votes cast is elected. If a simple majority is not achieved in the first ballot with more than two candidates, a runoff election is held between the two candidates with the highest number of votes. In the event of a tie, the decision is made by lot.

4. The Presidium may decide, either generally or in individual cases, that and how
 - a) members may participate in meetings without being present at the venue and without a proxy, and may exercise all or some of their rights in whole or in part by means of electronic communication (virtual participation comparable to Section 118 (1) sentence 2 of the German Stock Corporation Act (AktG)) and/or
 - b) members may cast their votes in writing or by means of electronic communication without attending the meeting (postal vote comparable to Section 118 (2) sentence 1 of the German Stock Corporation Act) and/or
 - c) meetings are held entirely digitally without a meeting location and, in this case, members exercise their membership rights by means of electronic communication.

The respective bodies may decide on corresponding measures for resolutions within bodies. The requirements of Section 118 (1) sentences 3 to 5 of the German Stock Corporation Act do not apply.

§ 11. Presidium

1. The Presidium consists of the President and 6 (six) Vice-Presidents as well as a maximum of 2 (two) members of the full-time management. The President and Vice-Presidents are elected by the General Meeting for a term of 3 (three) years, and the members of the management are appointed by the Presidium. The President and Vice Presidents are the superiors of the full-time management. They conclude the employment contracts and are entitled to terminate them in accordance with the Presidium, whereby the President and a Vice President jointly represent the Association vis-à-vis the members of the management.
2. The members of the full-time management are the executive board within the meaning of § 26 BGB (German Civil Code). They represent the association jointly in and out of court. They are not exempt from the restrictions of § 181 BGB. The members of the management run the office in accordance with the decisions of the presidium. They are the superiors of all employees of the association.
3. The composition of the Presidium shall reflect the diversity of the members and their activities in the digital economy.
4. The Presidium shall adopt rules of procedure governing, in particular, the trusting cooperation between full-time and honorary members. It may issue election rules governing the details of the election process.
5. The Presidium shall constitute a quorum if at least half of the incumbent Presidium members participate in the decision by casting their votes. Votes may also be cast by transferring voting rights to another Presidium member elected by the General Assembly by proxy in individual cases. The Presidium may pass resolutions by circular resolution. In matters affecting the members of the Executive Board, they shall not participate in the deliberations and voting.
6. The Presidium may fill vacant or newly vacant positions in bodies or committees by unanimous decision of all acting Presidium members elected by the General Meeting until the next regular General Meeting by co-opting suitable persons until the next General Meeting or until the meeting of the body that is originally entitled to vote, unless the Articles of Association provide otherwise. In the case of filling positions in committees, this shall be done after consultation with the committee and on its recommendation.
7. The Presidium may, with a 3/4 majority of its statutory members, repeal or amend provisions of the Articles of Association
 - if this is required by the competent authorities for formal reasons,
 - if editorial changes are necessary,
 - if this is necessary in the interests of the association for legal reasons,
 - if this is necessary for compelling reasons of practicability.

The amendments shall be entered in the register of associations and shall take effect upon entry. All amendments shall be communicated to the members in writing, electronically, or by other suitable means as soon as possible. If a member raises an objection, the next general meeting shall decide on this with a majority required to amend the Articles of Association. The objection shall have no suspensive effect.

§ 12. Tasks and activities of the executive committee

1. The Presidium
 - a) implements the resolutions of the general meeting and manages the association's assets.
 - b) represents the association externally and works together in a spirit of trust in the interests of the association.
 - c) Represents the association and its positions to the public, the media, and all third parties.



- d) adopts rules of procedure for the performance of its duties.
 - e) may decide to establish advisory boards to support and assist the committees in performing their tasks.
 - f) Decides on the admission and exclusion of members and all other matters that are not assigned to another body under the Articles of Association.
 - g) oversees the political activities, the activities of the committees, and the communication of the association.
 - h) and decides on the formation and dissolution of committees.
2. The Presidium is not bound by the arbitrary actions of its members.

§ 13. Management

1. The full-time management consists of up to two persons who are appointed and dismissed by the Presidium.
2. The members of the management team conduct the day-to-day business of the association independently within the framework of the statutes and regulations and on the basis of the resolutions of the general meeting and the executive committee.
3. The members of the management work for the association on a full-time basis and in return for remuneration. This is determined by the Presidium and agreed upon in a contract.

§ 14. Ambassadors

1. The association may appoint ambassadors. The ambassadors are appointed by the Presidium.
2. The ambassadors represent the association and its interests in partner organizations and promote dialogue with them. In their function, they support the Presidium in its substantive work.
3. Ambassadors may be invited to attend meetings of the Executive Committee if necessary, but they do not have voting rights.

§ 15. Honorary Council

1. The Honorary Council consists of a chairperson and three assessors. One member of the Honorary Council must be qualified to hold judicial office. Members of the Honorary Council may not be members of the Presidium or chairpersons of working groups within the Association. They are elected by the General Assembly for a term of five (5) years. They must be eligible for election in accordance with the provisions of § 8 or have previously held a prominent office at association level for a period of more than five years. If a member of the Honorary Council resigns during the election period, the Council shall be supplemented by resolution until the end of the election period.
2. The Honorary Council is responsible for:
 - a) Deciding on challenges to elections and resolutions of the General Meeting;
 - b) Deciding on complaints against expulsion from the association;
 - c) Reviewing the legality of the conduct of the Presidium elected by the General Meeting at the request of a member and making appropriate recommendations to the Presidium or the General Meeting;
 - d) Making recommendations to the general meeting regarding the honoring of members of the association or members of its bodies. In this respect, the Honorary Council has the right to submit motions to the general meeting.
3. The Honorary Council reports to the General Meeting on its activities during the last election period.



D. COMMITTEES OF THE ASSOCIATION

§ 16. General provisions

1. In order to promote the association's purpose and to implement the association's tasks, the association may establish, change, or close committees and other organizational subdivisions by resolution of the Presidium.
2. The description of tasks, procedures, and working conditions shall be defined in a committee regulation issued by the Presidium in accordance with § 16. This shall be published on the association's website and acknowledged by each member through their participation.
3. Committees and other organizational subdivisions serve to deal with specific issues in depth in the interests of the members. The functions of the management and the Presidium remain unaffected by this.
4. Each full member is entitled to propose the formation of additional committees to the Presidium.

E. SPECIAL PROVISIONS

§ 17. Implementation of the Articles of Association

The Presidium shall issue implementing provisions for the association's Articles of Association as necessary.

§ 18. Consistent statutory law

The statutes of the committees subordinate to the association may not contradict the provisions of these statutes.

§ 19. Recommendations on terms and conditions

The General Meeting may adopt recommendations on conditions at the suggestion of the Executive Committee.

§ 20. Memberships of the Association

The association may be a member of other organizations.

F. DISSOLUTION OF THE ASSOCIATION

§ 21. Dissolution of the association

The dissolution of the association can only be decided upon at an extraordinary general meeting convened for this purpose at least four (4) weeks in advance with a majority of three quarters of the valid votes cast. This general meeting shall also decide on the use of the association's assets, which shall be used exclusively for charitable purposes. The liquidators shall be the members of the executive committee elected by the general meeting. The general meeting may appoint other liquidators.

As of: January 2, 2026