

**Information and Cooperation Forum for Geoinformation  
InGeoForum - IGF**

**- Rules of Procedure**

**December 15, 1997**

**Preamble**

The importance of information systems as an effective support of decision makers and to fulfill the information needs of the industry and the public is continuously growing. Within this general trend the so-called "geoinformation systems" play a special role. They provide a computer-aided framework for decision making, based upon spatial connections and spatial infrastructure. The application range covers the areas of public planning and administration, environmental protection, telecommunication, supply and disposal, marketing, etc.

The data recorded and used in the geoinformation systems form a broadly distributed information volume offering content and usability which is currently only insufficiently known and with a limited availability for a broad range of applications. This information should be implemented into an information network and marketed to a broad range of users.

Based on this obvious need for action the *Ingenieurkammer Hessen* (chamber of engineers in Hesse), the *Hessische Landesvermessungsamt* (land surveying office Hesse), the *Hessische Technologiestiftung* (Hessian technology foundation), the *Fraunhofer-Institut für Graphische Datenverarbeitung* (Fraunhofer Institute for graphic data processing) and the *Geodätische Institut der Technischen Hochschule Darmstadt* (institute for geoinformation of the technical university) jointly founded the initiative group geoinformation market „Initiativkreis Geodatenmarkt“. This initiative group addressed the analysis of the relatively new market and developed opportunities for an improved marketability of the "Asset Geoinformation" for the Land Hesse.

One of the most important results of the activities of the initiative group is the establishment of the "Information and Cooperation Forum for Geoinformation".

## Article 1

### Name, Term

1. The forum will be established by ZGDV e.V. under the name “Informations- und Kooperationsforum für Geodaten / Information and Cooperation Forum for Geoinformation” (or in short InGeoForum or IGF). This forum is an independently operating organization of ZGDV e.V. within the framework of the ZGDV statutes and pursuant to the policy responsibility of the ZGDV Board.
2. According to the statutes of ZGDV e.V. the InGeoForum is a non-profit organization without any own commercial purposes.
3. The head office of the InGeoForum will be established in Darmstadt. The InGeoForum will operate an office at the ZGDV e.V. in Darmstadt and possibly additional branch offices at other locations.
4. The InGeoForum is established for an indefinite period of time.

## Article 2

### Tasks

1. The goals and targets of InGeoForum within the scope of the statutes fo ZGDV e.V. are:
  - to drive the cooperation between providers and users of so-called geoinformation;
  - to research and support areas of application of geoinformation with impact on the regional market; and
  - to support the use and the sharing of geoinformation within the scope of politically and economically relevant targets in general.

The basic objective is to support the development of a **National Infrastructure for Geoinformation**.

Thus InGeoForum pursues the non-material interests of its members.

2. These goals and targets result in the following tasks of InGeoForum:

- to develop strategic concepts for growth, technical change, market trends, and macroeconomic questions of the geoinformation market;

- to develop and enhance a system to provide comprehensive information about available geoinformation, including rates, quality, usability and suitability;
- to communicate information about available geoinformation, including rates, quality, usability and suitability;
- to hold information events and user seminars for members and persons specified by the members;
- to hold presentation and information events about the use and the distribution of geoinformation;
- to hold and mentor research and development projects in connection with the use and the distribution of geoinformation within the pre-competitive sector;
- to provide formation, advanced training and development for professionals and other persons in regard to the use and the distribution of geoinformation;
- to provide formation for university students and other apprentices in regard to the use and the distribution of geoinformation;

3. The funds of the InGeoForum must only be used for the purpose of the ZGDV e.V. according to its statutes and to achieve the goals and targets as stated to Article 2 (1) (2).

The members will not receive any payments from the funds of ZGDV e.V. and/or InGeoForum. No person must benefit by spend unrelated to the purpose of the Forum or by unreasonably high remunerations. The Management of the InGeoForum will determine the amounts of reasonable remuneration. The remuneration policies of ZGDV e.V. are valid for the employees of InGeoForum.

4. The work of InGeoForum will be at least cost-covering, InGeoForum will not receive any subsidies from ZGDV e.v.

5. In addition, InGeoForum strives to establish a close and trusting cooperation with the Government of the Land Hesse and the regional authorities as well as with other institutions dealing with the relevant economic and technological issues, also including other regions and other Federal Lands.

### **Article 3**

#### **InGeoForum Members**

1. The InGeoForum membership will be constituted as special form of a ZGDV Forum Membership.

2. The institutions of the initiative group Geodatenmarkt are the founding and/or ordinary members of InGeoForum.

3. Natural persons and legal entities, whose professional or ideological interests or concerns are connected to the statutable purpose of ZGDV e.V. and the InGeoForum can become members of the InGeoForum. However, natural persons should only be accepted as members if a special justification is given based on their professional status and qualification.
4. The ordinary members of the ZGDV e.V. do not become automatically members of InGeoForum. A membership may be granted at a reduced membership fee rate (see Membership Fee Rules) on request. The Chairperson of the Board of ZGDV is member of the InGeoForum based on his/her office and is not subject to fees.
5. There are 4 different ways of participation (membership) in the InGeoForum for public and private owners and users of data and for institutions, which are interested in the support and the development of the geoinformation market:
  - Founding members,
  - Ordinary members,
  - Associated members of administration and industry,
  - Associated schools, universities and associations.

#### **Article 4**

##### **Commencement and Termination of the InGeoForum Membership**

1. An application for the membership in InGeoForum must be directed to the Management Board in writing. The Management Board of InGeoForum will decide about the acceptance in agreement with the Board of the ZGDV e.V. The InGeoForum membership will become effective on payment of the first InGeoForum membership fee.
2. The minimum membership period for the InGeoForum is two years and is automatically renewed by another two years unless a valid notice of termination is given.
3. The InGeoForum Membership is terminated:
  - in case of legal entities upon their dissolution;
  - after written notice of termination 3 months prior to the end of the membership period; the notice of termination must be sent by registered mail to the Management Board of InGeoForum and for information to the ZGDV Board.
  - by resolution of the InGeoForum Plenum, if a continued membership of the respective InGeoForum Member would damage the reputation or the interests of InGeoForum;

- by resolution of the meeting of the members of ZGDV e.V., if a continued membership of the respective InGeoForum Member would damage the reputation or the interests of ZGDV e.V.;
  - for InGeoForum members which are in default of payment with more than one annual membership fee;
  - by special notice of termination given by the InGeoForum member within 4 weeks after a possible increase of membership fees adopted by the InGeoForum Plenum;
4. In case of a termination of the membership a claim on repayment of membership fees or assets on a pro-rata basis is excluded.

## **Article 5**

### **Rights and Obligation of the InGeoForum Members**

1. The rights and obligations of the InGeoForum Members are determined by the Rules of Procedure of InGeoForum.
2. The InGeoForum Members are not subject to any restrictions regarding their business activities.
3. The InGeoForum Membership does not entitle the members in this capacity to any assets of ZGDV e.V. or to a repayment of paid membership fees.
4. The members of the InGeoForum are obliged to support InGeoForum in the fulfillment of its duties.
5. The members are obliged to ensure the trusting cooperation among each other to support the goals and targets of InGeoForum in their actions.
6. The membership in the InGeoForum does not establish any further rights and obligations.

## **Article 6**

### **InGeoForum Membership Fees and Cost Funding**

1. The membership fees for the InGeoForum membership are regulated in the Membership Fee Rules (see Attachment).
2. The Membership Fee Rules form part of the annual budget.
3. InGeoForum procures its funds by remunerations for services rendered and contributions of third parties, in addition to the payments and fees of its members.

## **Article 7**

### **Executive Bodies**

The executive bodies of InGeoForum are: The InGeoForum Plenum, the Management Board, Expert Committees – if any - and the Council – if any.

## **Article 8**

### **InGeoForum Plenum**

1. The InGeoForum Plenum is composed by the InGeoForum members. All founding members and all ordinary members are entitled to one vote in the InGeoForum Plenum. Associated members may participate in voting meetings, however solely in an advisory capacity.
2. The Spokesperson of the Management Board of InGeoForum will convoke the ordinary InGeoForum Plenum at least once per year.
3. The Invitation to the InGeoForum Plenum must be submitted to the InGeoForum members in writing, stating the place, the time and the agenda, at least two weeks prior to the meeting.
4. The Spokesperson of the Management Board will convoke an extraordinary InGeoForum Plenum if necessary or on written request of a least one third of the InGeoForum members.
5. The InGeoForum members may authorize a third party as proxy for the InGeoForum Plenum, if proof of a respective authorization of representation in writing can be provided to the Spokesperson of the Managing Board.

## **Article 9**

### **Management Board**

1. The Management Board of InGeoForum carry out their duties in a honorary capacity. The Management Board is elected by the InGeoForum Plenum and confirmed by the Board of ZGDV e.V.
2. The Management Board is composed by up to three persons, which elect the Spokesperson of the Management Board from their midst.
3. The Management Board is elected for a period of three years. A reelection without discontinuance of office is permissible.
4. The Management Board may adopt separate rules of procedure.
5. InGeoForum is represented jointly by two members of the Management Board, whereas one of these two is the Spokesperson.

## **Article 10**

### **Responsibilities of the Management Board**

1. The Management Board is responsible for the conduct of all businesses in reference to InGeoForum.
2. The Management Board has the following tasks in addition:
  - Taking actions suitable to achieve the goals and targets of InGeoForum in the meaning of Article 2;
  - Establishment of the annual budget, the annual accounts, preparation of the resolutions of the InGeoForum Plenum;
  - Reports to the ZGDV Board.
3. The Management Board may establish so-called expert committees to realize the goals and targets of InGeoForum. A committee is composed by persons which are members or which belong to members of InGeoForum. The committee is appointed by the Management Board in regard to the number and the persons it comprises and will be confirmed by the InGeoForum Plenum.
4. InGeoForum is subject to the budgeting rules and the controlling of ZGDV.

## **Article 11**

### **Responsibilities of the InGeoForum Plenum**

1. The InGeoForum Plenum has the following rights and obligations within the scope of the ZGDV statutes:
  - The Plenum elects a three-member Management Board;
  - the Plenum examines and approves the annual accounting of the Forum presented by the Management Board, it discharges the Management Board and recommends to the ZGDV Meeting of the Members to discharge the ZGDV Board in regard to InGeoForum;
  - the Plenum adopts resolutions regarding the matters presented by the Management Board for resolution, it authorizes in particular the annual budget and makes decisions regarding the mid-term and long-term goals and targets of InGeoForum;
  - the Plenum adopts changes of the Rules of Procedure;
  - the Plenum adopts the suggestion to the ZGDV Board after dissolution of InGeoForum pursuant to Article 15 of the present Rules of Procedure.
2. The consent of the InGeoForum Plenum is also required for
  - the entering into force of the Rules of Procedure, the arrangement of the details regarding the tasks of the head office and the InGeoForum membership as well as the details of the InGeoForum Membership Fee Rules.
3. The resolutions of the InGeoForum Plenum require the consent of the ZGDV Board to become effective. Objections must be raised within six weeks after service of the minutes of the Plenum to the ZGDV Board, otherwise the resolutions are deemed as approved by the ZGDV Board.

## **Article 12**

### **Adoption of Resolutions of the InGeoForum Plenum**

1. The Spokesperson of the Management Board or a Member of the Management Board of InGeoForum authorized by the Spokesperson will chair the InGeoForum Plenum.



2. Resolutions can be adopted regardless of the number of the present InGeoForum members, however excluding resolutions about changes of the Rules of Procedure or the dissolution of InGeoForum. The resolutions are adopted by simple majority of the number of votes.
3. The keeper of the minutes will record the InGeoForum Plenum. The keeper of the minutes will be appointed by the Spokesperson of the Management Board at the beginning of the InGeoForum Plenum. The minutes will be made accessible and sent to all InGeoForum members.
4. Changes of the Rules of Procedure will be adopted by a three to one majority of the present InGeoForum members by the InGeoForum Plenum. In this case, at least half of the InGeoForum members must be present.
5. The three member Management Board is elected by the InGeoForum Plenum within a secret ballot with simple majority. A re-election is permissible. If a member of the Management Board resigns or is dismissed a new election is required immediately. Until this new election the Management Board will appoint in agreement with the ZGDV Board a temporary member of the Management Board.
6. The InGeoForum Plenum may adopt separate rules of procedure.

### **§ 13**

#### **Council**

1. The InGeoForum may establish a Council.
2. The Council will advise the Management Board regarding the goals and targets and the support of the InGeoForum.
3. The members of the Council will be proposed by the InGeoForum Plenum and will be appointed for a period of three years. A re-appointment is permissible. The Council may establish its own Council Rules of Procedure.

## **Article 14**

### **Liability**

The members of the InGeoForum are not liable for the obligations of InGeoForum to third parties.

## **Article 15**

### **Dissolution**

1. The dissolution of the InGeoForum may only be adopted within an InGeoForum Plenum with a two-third majority of all InGeoForum members, not only of the members present.
2. This resolutions will be implemented by the ZGD Board

## **Article 15**

### **Severability Clause**

1. Should individual stipulations of the present Rules of Procedure be or become invalid, the validity of all other stipulations remains unaffected.
2. The Plenum of the ZGDV Board shall propose a valid stipulation, the effect of which is as close as possible to the meaning of the original stipulation, to replace the invalid stipulation.

**Attachment:**  
**Membership Fee Rules of the InGeoForum \***

1. The founding members of InGeoForum do not pay any fees for their membership.
2. Ordinary members which are legal entities but not members of the ZGDV e.V. pay an annual fee for the membership in the InGeoForum of € 1550.-.
3. Ordinary members which are legal entities and members of the ZGDV e.V. pay an annual fee for the membership in the InGeoForum of € 775.-.
4. Associated members from administration and industry which are legal entities pay an annual fee for the membership in the InGeoForum of € 520.-.
5. Associated members from schools, universities and associations pay an annual fee for the membership in the InGeoForum of € 100.-.
6. Natural persons pay an annual fee for the membership in the InGeoForum of € 100.-.
7. The Chairperson of the Board of ZGDV e.V. does not pay any fee for her/his personal membership.

\* Including adjustment of the fees in euros according to the resolution of the meeting of the members on 12 December 2001.