

Section 1, Purpose of Association

The association of Swedish Earth Moving Contractors (ME) is a branch and employer's association within the Confederation of Swedish Enterprise.

The Association is tasked with utilising and promoting the common interests of its members as companies and employers in accordance with these and the Confederation of Swedish Enterprise statutes.

The task of the Association is;

- to monitor and influence industry and labour policy issues.
- to promote free enterprise and the market economy.
- to serve as a referral body in terms of laws and ordinances.
- to provide legal and financial advice.
- to promote good training courses in the industry.
- to promote cost-effective procurement processes.
- to support members' marketing.
- to promote good profitability in the industry.
- to closely monitor and influence technical development in the industry.
- to work for a good working environment and external environment.
- to work for a good business ethics and peer socialising.
- to disseminate knowledge about the importance of the industry in society.
- to keep members well-informed in issues relating to the industry and employers.

Section 2, Association organisation

The Association is headed up by an Association Board (the Board).

The Association must have a national office.

The Association is divided into regions. The Board determines the regional division of the Association. The activities of the regions are governed by instructions set by the Board.

Section 3, Membership and admission

Membership in the Association may be approved by the Board to companies engaged in professional construction work with mobile work machinery and associated vehicles or thereby similar or coherent activities.

Membership exclusively in the Association's branch section may be approved to companies that operate as described above. Such membership does not entitle the employer to support nor to compensation from a conflict fund or other employer-linked fund. However, a branch member is required to be a member company in the Confederation of Swedish Enterprise.

Statutes

Application to join the Association must be submitted to the Association in the correct manner. The applicant must approve the statutes of the Association and the Confederation of Swedish Enterprise.

The application must contain information about the number of employees employed and the salary paid to members over the previous calendar year. The Board is entitled to decide that the application should contain additional information.

A member of the Association is obliged to be a member company in the Confederation of Swedish Enterprise and to comply with its statutes and the special agreements between the Confederation of Swedish Enterprise and the Association.

Members of the Association are required to comply with the statutes of the Association and the Board's decisions.

For membership in the Association the following is also required:

that the member has sound financial conditions.

that a member has registered with the Swedish Companies Registration Office and the Swedish Tax Agency.

that the member holds company insurance, at least extensive machine insurance, liability insurance and company law insurance.

that members possess acceptable technical, financial and administrative skills.

that members contribute to the realisation of the purpose of the Association.

Section 4, Extent of membership

Employer membership in the Association includes all activities and all employees employed in companies affiliated with the Association. The Board may grant exceptions from this rule.

A member who applies for, or has been approved membership is obliged at the request of the Association or the Confederation of Swedish Enterprise, to state to what extent the member is conducting other activities. The Board may request that a member apply for membership in the Association even for such an activity.

Section 5, Fees,

Ordinary fees

The Association fee is calculated in relation to the salary paid by the member over the previous calendar year in the activity covered by the membership, but the basic fee remains the same. The Board may issue further regulations concerning the salary of the salaried employee.

Industry member

Branch members pay double the basic fee.

Fees for Group relationship

In a group relationship, the group's parent company pays 100 % of the regular membership fee.

Each subsidiary in the same group as the Group parent pays a reduced fee of 50 % of the salary total, but at least one fee of half the base amount per year. This is the case provided that all subsidiaries that have activities falling under Section 3 of the statutes are affiliated to the Association.

Fees to the Confederation of Swedish Enterprise

In addition to the fees that a member has to pay to the Association as set forth by the resolution from the AGM, the member shall pay a fee to the Confederation of Swedish Enterprise in accordance with its statutes.

Special fees

The Association may decide to pay a certain fee or conduct certain activities in a corporate form for which member companies are obliged to pay a special fee.

Section 6, Association bodies

The Association bodies are the AGM, the Board, the Nominating Committee and the auditors.

Section 7, Association

meeting, AGM

The AGM of the Association must be held annually before the end of June. The time, place and manner of implementation are determined by the Board.

The Board may decide that the AGM, in each case, must address future issues in particular and the Association's operational orientation.

Notice for the AGM must be distributed appropriately to the members no later than two months prior to the meeting.

An agenda covering the matters to be processed must be distributed to the members appropriately no later than 14 days before the meeting.

Extraordinary General Meeting

An Extraordinary General Meeting must be held when the Board or Auditors have deemed it necessary or at least one tenth (1/10) of the number of Association members have requested this for a specified purpose in writing.

Notice of the Extraordinary General Meeting and agenda covering the matters to be addressed must be distributed to members appropriately no later than 14 days prior to the meeting.

If a matter requires urgent attention, the notice for the Extraordinary General Meeting can have a shorter notice period, although it must be at least three days. In this case, only delegates need to be called.

Implementation of the AGM

At the AGM, the following matters shall be addressed:

1. Opening of the AGM.
2. Review of proxies and the determination of voting rights.
3. Verification that the AGM has been duly announced.
4. Election of chair, secretary and two vote counters as well as verifying officers.
5. The Directors' report of the Board including annual report.
6. Auditors' report.
7. Adoption of the income statement and balance sheet and the discharge of liability for the Board and CEO.
8. Propositions and motions whose processing by the Board has been referred to the AGM.
9. Decision on remuneration for elected representatives.
10. Decision on fees to the Association and the possible disposal of the Association's conflict fund.
11. Determination of the number of Board members and alternates.
12. Election of Board members and alternates for a period of 2 years.
13. Election of Board Chair and vice Chair for a period of 1 year.
14. Election of auditors and alternates for a period of 1 year.
15. Election of requisite committees required for the preparation of matters to be addressed at the next AGM.
16. Elections, where applicable, of members and alternate members to the Board of the Confederation of Swedish Enterprise.
17. Election of a delegate at the Confederation of Swedish Enterprise AGM.
18. Election of Nominating Committee for a period of 1 year.
19. Any other business.
20. Closing remarks.

Other matters may not be addressed at the meeting without the consent of all those authorised to vote as well as delegates present at the meeting.

However, matters may be raised if they are directly linked to the annual report or audit report or are in direct connection with matters listed on the agenda.

Sections 8, Motions

A member of the Association may, through a motion to the AGM, have a matter addressed at the meeting.

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Motions for the AGM shall be convened no later than 30 days before the meeting. Motions and the Board's opinion on the motion as well as the Board's propositions must be distributed appropriately to delegates at the same time as the agenda.

Section 9, Representation and voting rights at the AGM

Each delegate has one vote at the AGM.

The Nominating Committee is appointed pursuant to Section 10.

The number of seats elected by the AGM is determined by the total number of employees of the members in the region.

0 - 1,000 employees, 6 delegates.

1,001 - 1,499 employees, 8 delegates.

1,500 employees, 10 delegates.

A delegate may, through written proxy, vote for no more than two additional delegates who are unable to attend.

The name, address and telephone number of the delegate must be with the Association no later than 30 days before the AGM.

Each member is entitled to attend the AGM. A non-delegate member has the right to speak but has no voting rights.

All voting must be transparent unless requested by the ballot.

Unless otherwise stipulated, the decision of the AGM is made by simple voting majority.

Where there is the same number of votes on each side, the Chair has the casting vote. This does not apply to personal elections as the outcome is determined through lottery.

Section 10, Regional assembly

Regional assemblies must be held annually no later than two months before the AGM. The time, place and manner of implementation are determined by the Regional Board. All members based in the region must be called to the Regional Assembly.

Members wishing to have a matter addressed at the Regional Assembly must notify the regional board in writing no later than 30 days before the Regional Assembly.

Notice for the Regional Assembly must be distributed appropriately to the members no later than two months prior to the meeting.

An agenda of the matters to be handled must be distributed to the members appropriately no later than 14 days before the assembly.

Implementation of the Regional Assembly

At the Regional Assembly, the following matters are to be addressed:

1. Opening of the Regional Assembly.
2. Review of proxies and the determination of voting rights.
3. Verification that the Regional Assembly has been duly announced.
4. Election of chair, secretary and two vote counters as well as verifying officers.
5. Establishment of agenda.
6. Election of Board members for a period of 2 years.
7. Election of Chair for a period of 1 year.
8. Election of Nominating Committee for a period of 1 year.
9. Election of delegates to the AGM.
10. Other matters from members were submitted no later than 30 days before the meeting.
11. Closing remarks.

Other matters may not be resolved at the meeting without the consent of all those authorised

to vote as well as members present at the meeting.

Representation and voting rights at the Regional Assembly

- Each member has one vote and resolutions are passed by simple vote majority at the Regional Assembly.
- Voting is transparent unless requested by the ballot.
- A member that is not fully paid up in terms of contributions to the Association forfeits any voting rights.
- A member may, by written proxy, vote for no more than two additional members who are unable to attend.
- No more than one-tenth of the voting rights represented at the meeting may be cast at the Regional Assembly.
- If the number of voters is equal on both sides, the outcome is decided by lottery, otherwise the line will be the same as the AGM Chair advocates.

Section 11, Association's Board and Administration

The Board consists of 5 to 7 members, along with two alternates. The Board is registered in Stockholm.

The Association must have a CEO, who must also be a member of the Board. The CEO is appointed by the Board.

At the AGM, the Chair and Vice Chair are elected for a period of one year.

At the AGM, other Board members and alternates are elected for a period of 2 years. For half the number, or where there is an uneven number, the number that is closest above half, are deselected at each ordinary AGM. Departing member and alternates can be re-elected.

The Board meets following a notice from the Chair or CEO.

The Board can pass resolutions when more than half of the entire number of Board members are present. Each member of the Board has one vote. Board's resolutions apply where the opinion is the opinion of the majority of the voters. In the event of the same number of votes, the Chair has the casting vote.

The alternates to the Board are to be called to Board meetings and may attend and participate in deliberations but not in decision making.

It is incumbent on the Board

in conjunction with the Confederation of Swedish Enterprise, that collective bargaining agreements are handled within the Association's region, and also to take actions in the event of a preliminary or ongoing strike, lockout or other collective action, to work for the

Section 12, The Board's obligations

development of the Association's branch issues to define a business plan and budget.
to submit to the AGM the annual report covering its management over the previous year, along with the auditors' statement.
to enforce resolutions passed by the AGM.
to work to promote the purposes of the Association.
to ensure that the Association has a satisfactory organisation and in addition that the financial accounts of the Association are properly compiled and that funds are adequately organised and that authorised verification takes place.

Section 13, Board's powers

The Board may pass resolutions pursuant to the affairs of the Association in all matters not otherwise determined by these statutes or by the AGM.

Section 14, Chief Executive Officer

The Chief Executive Officer is responsible for the Association's ongoing operations in accordance with the Board's instructions.

Section 15, Authorised signatory etc.

The Board or the CEO or the person the delegates may represent the Association in relation to third parties, as well as representing the Association at the courts and authorities.

Section 16, Financial year

The Association's financial year coincides with the calendar year.

Section 17, Annual Report, etc.

The Board must submit an annual report by 15 April each year.

Section 18, Auditors

At the AGM, three auditors and two alternates are elected for a period of one year to audit the Board's management and the Association's financial statements. One of these must be an authorised auditor. Each of these has the right to be privy to all the financial statements and other documents of the Association.

The auditors must submit an audit report containing a statement of discharge of liability for the Board that is required by 15 May each year.

Section 19, Nominating committee

The Nominating Committee is elected for a period of 1 year at the AGM. The Nominating Committee must comprise at least 3, and a maximum of 6 members. For half the number or an uneven number, the number that is closest to the half, are deselected at each ordinary AGM. Departing members can be re-elected.

The Nominating Committee elects its Chair. In its work, the Nominating Committee must pursue the interests of all members.

The Nominating Committee must draw up proposals for the election of Association officials to be selected at the AGM. The Nominating Committee must also promptly appoint a replacement in the event that a member of the Board resigns during his/her term of office.

Section 20, Payments

The elected representatives receive compensation as set out in the resolution of the AGM.

Section 21, Termination of membership

Membership of the Association and corporate membership in the Confederation of Swedish Enterprise ends at the end of a full or half-year that occurs after six months from a written resignation from the member, the Association or Confederation of the Swedish Enterprise.

Membership in the Association is terminated if the company ceases to be a corporate member in the Confederation of Swedish Enterprise.

However, the Board may allow a member who has discontinued his or her company the right to withdraw from the Association during the current half-year term.

In specific cases, the Board may also allow a member to leave at the regular half-year end if there is a special need.

A member who does not comply with the Association or the Confederation of Swedish Enterprise's statutes, the instructions or other provisions of the Board or that has unpaid fees to the Association for more than three months or opposes the interests of the Association or decisions may be excluded from the Association. Such members may be suspended from any Association support.

The issue of member exclusion or suspension from support is determined by the Board. A member who is expelled or excluded from the Association is not entitled to a refund of any part of the funds paid to the Association.

Decisions on exclusion are acted on immediately.

Section 22, Transfer of company

If a member transfers his or her company to another, the member shall immediately notify the Board to this effect. If the new owner wishes to take over the membership, he/she must submit an application to the Board and attach a document containing the consent of the former owner.

The new owner must apply for membership in the Association and in the Confederation of Swedish Enterprise. As long as the previous owner remains, he/she is also responsible for the new owner to comply with the regulations and statutes of the Association. The transferor remains a member until the new member's membership has been approved.

Section 23, Collective agreements

Members may not enter into negotiations concerning a collective agreement without the consent of the Board and the Confederation of Swedish Enterprise.

If a member does not wish to have a collective agreement with an employee organisation or a similar agreement, proposals for an agreement must be submitted to the Board for determination. Such agreements may not be entered into without the approval of the Confederation of Swedish Enterprise and the Board.

The Board may issue regulations concerning collective bargaining agreements as well as the conditions of employment and labour market conditions that are not regulated by agreement. The Board is also entitled to provide regulations on how a member should proceed following the employment of a work force.

Section 24, Member obligations

A member must not, in the course of ongoing strikes, lockouts or other work conflicts, contrary to what the Association or the Confederation of Swedish Enterprise has decided, directly or indirectly prepare work for, or otherwise, support strikers or outsiders or other workers affected by the conflict;

not resort to a lockout without the consent of the Confederation of Swedish Enterprise.

to follow and correctly apply the agreements the Association has secured.

to comply with Association regulations concerning collective bargaining agreement on working conditions and

moreover, generally in relation to member actions in labour rights issues that are of a greater importance.

Section 25, Notification of dispute

A member must report a dispute with the employee or employee organisation Association without delay.

Section 26, Strikes

If a strike breaks out or threatens to interfere with a member, the Confederation of Swedish Enterprise's statutes must be followed in full compliance.

Section 27, Lockouts

If a member considers that a lockout has to be declared, this must be reported to the Board, stating the scale and extent of the lockout, in which case the Board has to comply with the statutes of the Confederation of Swedish Enterprise.

If the Board finds cause for a more extensive lockout, the Board may decide to recommend this to the Confederation of Swedish Enterprise.

For the validity of such a resolution, it is required that 3/4 of the Board members agree on the decision. By simple majority, the Board may refer the matter to the AGM, which allows the Confederation of Swedish Enterprise to call for a lockout on the decision being supported by 3/4 of the votes cast.

Section 28, Conflict resolution

Subject to the conditions and to the extent specified in the statutes of the Confederation of Swedish Enterprise, a member is entitled to compensation for damages caused by a strike or other conflict action.

Additionally, a member is entitled to compensation from the Association's conflict fund in accordance with the special rules laid down by the Board.

Section 29, Damages

A member who violates the statutes or is in breach of the regulations the Board has issued pursuant to these statutes, may be liable to pay damages to the Association, as well as to the Confederation of Swedish Enterprise.

The amount of damages can be determined at most as three per cent of the annual salary as specified in Section 5. For a member whose annual salary is less than SEK 1,000,000, the compensation is to be set at no more than SEK 30,000.

Decisions on damages are taken by the Board.

Section 30, General provisions

If decisions or actions relating to the Association's activities are deemed to be known to the public, notice may be only be given through the Board.

Section 31, Change to statute and dissolution of the Association

In order to amend these statutes or for a dissolution of the Association, it is required that resolutions be passed by two consecutive meetings, the latter at least one month after the former, and that the resolution at the latter meeting has at least 3/4 of the votes cast. One of these meetings must be the AGM.

However, changes to statutes are not valid before the Confederation of Swedish Enterprise has approved them. In the event of the dissolution of the Association, the Association's retained funds will be used in accordance with decisions taken at the last AGM.

Section 32, Application of the Confederation of Swedish Enterprise statutes

In addition to the provisions in these statutes, the Confederation of Swedish Enterprise statutes between the Association and members must also apply where appropriate.

Section 33, Arbitration

Disputes between the Association and a member must be determined by three arbitrators in accordance with the current Arbitration Act. If unanimity between the parties on the third arbitrator can not be reached, a person must be appointed in accordance with the rules of the Stockholm Chamber of Commerce Arbitration.

Unless special reasons prevail for holding the meeting elsewhere, the arbitration tribunal is to meet in Stockholm.

Section 31, Change to statute and dissolution of the Association