

# **BYLAWS (“NEBENORDNUNG”) FOR THE OSPT REGARDING THE PROCEDURES FOR THE RESOLUTION OF DISAGREEMENTS AND EXPERT DETERMINATION**

## **1. Preamble**

1.1 These Bylaws are supplemental to the Articles of Association of the Open Standard for Public Transportation Alliance e.V. (“OSPT”), as amended from time to time (“Articles of Association”) and unless otherwise specified herein, all capitalized terms and phrases used in these Bylaws shall have the same meaning as defined in the Articles of Association.

## **2. Disagreement**

2.1 These Bylaws set out the procedures to handle disagreements relating to Essential IPR as set forth in § 12.3 d) of the Articles of Association.

2.2 In the event that Members disagree whether

- i. specific IPR is Essential IPR, or
- ii. a Specification can be changed or amended so that specific IPR will no longer be Essential IPR,

and cannot solve the issue within thirty (30) days after the disagreement between two (2) or more Parties first became apparent, any Party may submit the disagreement to the Board, thereby naming the other Parties to the disagreement and outlining the quintessence of the disagreement

## **3. Responsibilities of the Board**

3.1 The Board shall review the submission of the disagreement and determine whether such disagreement has already been the subject of administered expertise proceedings. The Board may request full supporting details from the Parties as well as other Members and working groups.

3.2 The Board may make a proposal to the Parties to settle the disagreement if, at its own discretion, it deems itself competent to do so.

3.3 If a Party notifies the Board that

i. it will not accept the proposal, or

ii. the Board informs the Parties involved in the disagreement that it is unable to make a proposal, or

iii. it does not make a proposal within one hundred and twenty (120) days after the agreement has been referred to the Board

then the disagreement shall be submitted to administered expertise proceedings in accordance with the Rules for Expertise of the International Chamber of Commerce (“ICC”) as set forth in the following Section 4, unless such disagreement has already been the subject of administered expertise proceedings.

#### **4. Appointment of the Expert**

4.1 The Parties may agree to appoint a particular person as the expert if a majority of three quarters (3/4) of the Parties declare or confirm their agreement to the appointment in text form (“Textform”) towards the Board.

4.2 Failing an agreement between the Parties to appoint a particular person as the expert within thirty (30) days after the occurrence of any of the event(s) referred to in Section 3.3, the expert shall be appointed by the International Centre for Expertise in accordance with the provisions in Section III (Appointment of Experts) under the Rules for Expertise of the ICC as amended from time to time.

#### **5. Work of the Expert**

5.1 The Parties shall arrange for the expert to:

- i. act as an expert and not as an arbitrator,
- ii. proceed in any manner he or she thinks fit,
- iii. conduct any investigation which he or she considers necessary to resolve the dispute or difference,
- iv. examine such documents, and interview such persons, as he or she may require,
- v. make such directions for the conduct of the determination as he or she considers necessary, and
- vi. subject to the above provisions, conduct its proceedings in accordance with Rules for Expertise of the ICC as amended from time to time.

5.2 The Parties, the Management, the Board as well as the other Members shall take all reasonable steps for the expeditious and cost-effective conduct of the expert determination. These steps include but are not limited to complying without delay with any direction or ruling by the expert as to the procedural or evidentiary matters.

## **6. Decision of the Expert**

6.1 Unless otherwise agreed between the Members, the Parties shall arrange for the expert to notify the Members of his or her decision upon an expert determination conducted under these Bylaws within one hundred and twenty (120) days from the acceptance by the expert of his or her appointment.

6.2 The Parties shall arrange for the determination of the expert to be in writing

## **7. Costs**

7.1 The costs of the administered expertise proceedings shall be borne in equal shares by the Parties pursuant to Article 14 of the Rules for Expertise of the ICC. Each Party shall bear its own legal and other costs in connection with the administered expertise proceedings.