

## **CHARTER**

### **SILICON MANUFACTURERS' GROUP**

Revised May 27, 1996; Revised July 18, 1996, Revised March 30, 2005

Revised August 31, 2007, Revised January 1, 2012, Adopted February 29, 2012

**Amended & Approved December 13, 2019**

#### **A. NAME**

Silicon Manufacturers' Group (SMG)

#### **B. MEMBERS**

The Silicon Manufacturer's Group is a special interest group (SIG) of SEMI® Members who produce polycrystalline silicon, monocrystalline silicon or silicon wafers (e.g., as cut, polished, epi, etc.) for semiconductor applications including both reclaimed or reworked wafers as well as silicon-on-insulator (SOI) wafers.

#### **C. STRUCTURE OF THE GROUP**

1. The Silicon Manufacturer's Group acts as an independent special interest group within the SEMI structure, under the umbrella of the Electronic Materials Group (EMG)
2. The Silicon Manufacturer's Group, as part of SEMI, is open to all SEMI members involved in manufacturing silicon as defined in Section B.
3. A SEMI staff officer acts as group coordinator, and is an ex-officio (non-voting) member of the Silicon Manufacturer's Group Executive Committee.
4. The Group Officers are elected in accordance with the SMG By-Laws.
5. The Group reports to the SEMI Board of Directors through the SEMI staff officer.
6. Meetings of the Group are scheduled as required (per the By-Laws) and may be attached to important semiconductor exhibitions.

#### **D. PURPOSE OF THE GROUP**

To facilitate collective efforts on issues related to the silicon industry that the members feel are more effectively or efficiently undertaken as an industry association than as individual companies, among which are:

1. To acquire market information and statistics about the silicon industry and the semiconductor market.

2. To achieve better representation in regard to legislation and lobbying efforts concerning the semiconductor industry.

3. To promote customer awareness of the technical and business issues facing the silicon industry in meeting the semiconductor industry expectations in product quality and value.

4. To promote cooperative efforts between Silicon Manufacturer's Group member companies and/or other SEMI member companies to solve common problems and eliminate duplication of resources.

5. To promote awareness in the SEMI organization of the expectations of Silicon Manufacturer's Group member companies.

6. To promote participation in the SEMI International Standards Program and to promote user awareness about SEMI Standards.

7. To promote participation in planning activities for SEMI exhibits, seminars and all other events connected with the industry.

8. To obtain SEMI support for meetings with industry leaders to discuss future trends and needs.

9. To provide a forum to discuss safety and environmental issues.

#### E. FUNCTIONAL STRUCTURE

1. The Group is managed by an Executive Committee constituted in accordance with the SMG By-Laws.

2. The Group may form subcommittees to direct activities in areas of mutual member interest, with examples as follows:

a. Membership

b. Industry Awareness

c. Safety

d. Legislation and Public Affairs

e. Cooperative projects

f. SEMI Awareness

g. Statistics

h. Others, as may be established by the Executive Committee

3. When established, a subcommittee is chaired by a Silicon Manufacturer's Group member and staffed by Silicon Manufacturer's Group member company employees. Each active subcommittee will be charged with completing one or more projects annually. Subcommittee meetings will be held as needed. A SEMI staff member will be assigned to be an ex-officio member of each subcommittee.

## **BYLAWS**

### **SILICON MANUFACTURERS' GROUP**

Revised April 6, 2000, Adopted April 6, 2000, Revised January 12, 2004, Revised March 30, 2005, Revised August 31, 2007, Revised January 1, 2012, Adopted February 29, 2012

**Amended & Approved December 13, 2019**

#### ARTICLE I – AUTHORITY

Section 1. These bylaws are subject to and are in accordance with the bylaws of SEMI. The Silicon Manufacturer's Group is hereinafter referred to as the Group.

#### ARTICLE II – SCOPE

Section 1. The scope of the Group shall include products and issues relating to and directly concerning the manufacture of silicon, defined as the production of polycrystalline silicon, monocrystalline silicon or silicon wafers (as cut, lapped, polished, epi, etc.) used in semiconductor applications. (In this context, the manufacture of silicon does include both reclaim or re-worked of silicon wafers as well as manufacturers of Silicon-on-Insulator or SOI wafers.)

#### ARTICLE III – MEMBERSHIP

Section 1. Group membership shall be open to all SEMI business member companies with interest in the manufacture of silicon as defined in Article II. If a company subsidiary or business unit maintains a separate SEMI membership, it may also be a separate member of the Group.

Section 2. The Group will be led the Executive Committee.

Section 3. A list of member companies will be maintained by the Executive Committee and SEMI. A SEMI business member meeting the membership criteria in section 1, and desiring membership in the Group shall submit a membership application form which includes the following information:

1. Company or business unit name and SEMI membership number.
2. The name, address, telephone, and e-mail address of the individual designated to be the primary representative of the company at Group meetings and to receive official notices of Group meetings, meeting minutes, and other Group mailings.
3. The names, addresses, telephone, and e-mail address of one or more individuals in each company location or division (not a separate Group member) designated to represent the organization at Group meetings and to receive notices of Group meetings, meeting minutes, and other Group mailings.

Section 3. At such time that any individual listed on the membership application form described in Section 2 of this Article shall cease to be an employee of a Group member, the Group member shall submit a revised membership application form indicating the replacement for the individual.

Section 4. Each member company of the Group that has been represented at one or more meetings of the Group during the preceding year shall be considered an active member of the Group.

Section 5. Each Group member desiring to participate in the Group's market statistics program shall submit a form, available from SEMI's Market Statistics Department, which includes the following information:

1. The name, address, telephone, and e-mail address of the individual responsible for providing market statistics data for the company to the Group market statistics program.

2. The name, address, telephone, and e-mail address of the individual designated to submit the market statistics data for the company on a quarterly basis.

#### ARTICLE IV – LIAISON MEMBERS

Section 1. The Executive Committee may appoint persons, who may or may not represent Group members as defined in Article III, to the Group as necessary to act as liaison members between the Group and other Groups and other units of SEMI or to outside organizations, as appropriate.

Section 2. Liaison members shall be non-voting members of the Group.

#### ARTICLE V – ADVISORY MEMBERS

Section 1. The Executive Committee may appoint advisory representatives. These representatives shall act in an advisory capacity as needed by the Group.

Section 2. The advisory representatives shall be non-voting members of the Group.

#### ARTICLE VI – TERM

Section 1. The term of the representative(s) of Group member companies shall not be limited except as stated in Article III.

Section 2. Terms for Liaison members and Advisors shall be for a period of two (2) years. Liaison members and Advisors may be reappointed by the Executive Committee.

#### ARTICLE VII – MEETINGS

Section 1. The Group shall meet at least two (2) times in a calendar year. A meeting of the Executive Committee shall be considered a meeting of the Group.

Section 2. Notification of each meeting shall be given by mail or email to all recorded representative(s) of Group member companies not less than forty five (45) days prior to a meeting.

Section 3. Meetings shall be conducted in the presence of a SEMI staff member.

Section 4. Minutes of each Group or Executive Committee meeting shall be recorded and made available to the Group membership.

#### ARTICLE VIII – QUORUM AND VOTING REQUIREMENTS

Section 1. The presence of one or more representatives from a simple majority of active member companies of the Group at a General Meeting shall constitute a quorum.

Section 2. Voting shall be by company, not by individual representatives. Each member company of the Group shall be entitled to one (1) vote. If a quorum is present at a meeting, business of the Group shall be decided by a simple majority of the active member companies represented at the meeting. In the event a quorum is not present, the vote of an absent member may be rendered by telephone or email provided said member shall subsequently confirm his vote in writing.

Section 3. Adoption of Group bylaws shall be approved in writing by a two thirds (2/3) majority of the entire Group.

Section 4. Any action permitted or required-to-be-taken by the Group may be taken without a meeting. A telephone or email vote of the primary representatives of active member companies may be taken but must be followed by written or email confirmation by each voting representative. Such confirmation(s) shall be filed with the minutes of the Group.

#### ARTICLE IX – EXECUTIVE COMMITTEE and OFFICERS

Section 1. The SMG Executive Committee shall consist of representatives from fully integrated silicon wafer manufacturers for semiconductor application (at a minimum, involving monocrystalline growth and wafering). The officers of the Group shall constitute an Executive Committee to give overall guidance to the Group and its activities. Current members are: ShinEtsu Handotai (SEH), SUMCO, Siltronic, Globalwafers, SK Siltron, and Okmetic.

Section 2. Each company will have one vote. Each company shall designate a primary representative to the Executive Committee, and may designate a secondary representative who may attend all Executive Committee meetings. As much as possible, the representatives shall be senior management, and serve for multiple years. Frequent changes in representatives are discouraged.

Section 3. The officers of the Group constituting the SMG Executive Committee shall be as follows: Chairman, and Vice-Chairman

Section 4. The officers shall be elected by the Executive Committee.

Section 5. The Chairman shall serve for two (2) years. The Vice-Chairman shall serve for a period of two (3) years and shall normally succeed to the Chairmanship at the end of their two-year term.

Section 5. From time to time, members-at-large may be proposed by the Executive Committee to represent other regions or minority interests not adequately represented by the officers. Members-at-large shall be confirmed each year, by a simple majority vote.

Section 6. Results of Executive Committee Meetings will be communicated to the Group at a General Meeting. These activities of the Executive Committee may bring specific issues for voting at the General Meeting as described in Article VIII.

Section 7. An officer may be removed from office by a two-thirds (2/3) majority of the entire Group with prior approval of the SEMI executive staff.

Section 8. The Chairman of the Group may establish or direct Group members to establish subcommittees and appoint chairmen thereof.

#### ARTICLE X – AMENDMENTS

Section 1. Recommendations for amendments to these bylaws may be made by any Group member to the Executive Committee or to SEMI executive staff.

Section 2. Approval of amendments to these bylaws requires a two-thirds (2/3) majority of the entire Group.