

# **Statutes of sidux e. V. (Registered Association) sidux – free software for a free community**

## **Preamble**

Free software – also called „OpenSource Software“ as prescribed in the Statute, are computer programmes which are provided by the initiator for free to the general public.

The initiator grants third parties the freedom to use the programme for any purpose; to find out how it works and to adapt it to his own needs; to make copies for others; to improve it and to provide those improvements to the public.

The aim of free software is to grant society – independently from social or financial status – the knowledge and possibilities of the current information age.

Development in the sense of this Statute contains the exploration and development of theoretical basics and concepts. In addition, its testing by the means of programming.

„sidux“ is a derivat of GNU/Linux Distribution DEBIAN. It is developed as free software und provided free of charge to the general public.

„sidux“ is multilingual and people from all over the world meet here. They communicate either in their native tongue or in second languages.

We strongly believe in the power of united and open communication. Therefore we do not divide it into separate countries or languages. In fact, we concentrate those strengths for the benefit of everybody.

## **1) Name, Place of Business, Financial Year**

The name of the Association shall be the „sidux – free software for a free community“ in short: „sidux“ . Unless the context requires otherwise, the word "Association" shall hereinafter mean sidux Association.

The headquarter of the Association is Berlin. As long as no official office exists, administration is carried-out by the managing chairman.

After the Associations formal registration at the county court Berlin-Charlottenburg, there will be an amendment to its name: „eingetragener Verein“ (Registered Association) in short: e. V.

Fiscal year shall end on each calendar year.

## **2) Purpose of the Association**

The purpose of the Association is to promote und to spread free software taking

account of the DEBIAN-Derivate „sidux“. It aims to support free knowledge and research.

The purpose of the Statute is put into effect by promoting free software in cooperation with free software developers and universities. Additionally with software companies, which provide their programmes via the internet to the public (in accordance to their licence agreement). In order to achieve those aims, the association will cooperate with worldwide institutions, aiming similar achievements. The promotion is also carried-out through events, faires, seminars, forums and general meetings.

The purpose of the Association ist especially put into effect by:

- Supporting education, exchange of ideas und co-operation with user, developers and scientists
- Research and discussions about the effect of free software on society and science
- Advancement and research of free software
- Deployment of free software, supporting pictures, sounds, data and documentations. Also to create and circulate information materials.
- Articles in order to inform the public about the Associations work, participation at faires and congresses in order to reach an even wider audience
- Organisation of congresses and lectures to provide further training for participants and users
- To safeguard the rights of the participants to protect them from commercial interest of third parties

Any change of the Associations purposes must be approved under Statute 3.

### **3) Non-profit Status**

The functions of the Association are solely of non-profit purposes in accordance to German tax laws (Articles 51 et seq. AO).

The funds of the Association shall be used only for statutory purposes.

Members receive payment for expenses only but no additional benefits from the Associations financial capital.

Nobody is entitled to receive any payments for activities not being related to the Associations purposes. Basis for any compensation shall be the official laws of The Federal Republic of Germany.

The Association is entitled to acquire or transfer assets to other tax-privileged organisations as long as it is not in contradiction to its purposes. The Association is also entitled to become business partners or become members of tax-privileged organisations.

International Law (e.g. EU Law) prevails before National Law in particular if it serves the purpose of the Association.

#### **4) Membership**

Membership is open to all interested in sidux e. V. without restriction by nationality or place of residence.

There shall be three classes of membership, as follows:

Active Members

Sponsors

Honorary Members

Active Members shall be anybody, who wants to actively participate in the Associations or his own projects.

Sponsors shall be those persons, who do not want to actively participate, but to support the Associations aims and purposes.

Honorary Members shall be those members, who have made special contributions. Such recommendations must be ratified by the General Meeting.

#### **5) Rights and Duties**

Every member has the right to participate at every Associations event.

Additionally, they are entitled to file a petition to the executive committee and the General Meeting.

All Members are obliged to support the Association and its purpose. They are required to pay any subscription in time. Furthermore, they have to inform the Association of any change of address, email or bank account. Members are individually liable for any subsequent consequences. The Association shall not accept any liability in this case.

Active Members shall have an active and passive vote at a General Meeting. They can also file a petition and have the right to speak.

Sponsors have the right to speak and file a petition at General Meetings but no right to vote.

Honorary Members shall be absolved from paying annual subscriptions but have the same rights and duties as Active Members.

#### **6) Commencement and Termination of Membership**

Appliance for membership must be made in writing to the board. Approval is carried-out by majority vote. The application can be rejected by the board without any given reason. The applicant may appeal against the rejection to the following General Meeting.

Membership terminates due to voluntary withdrawal, death, exclusion or loss of legal capacity.

Withdrawal of membership must be made in writing to the end of the calendar year, giving three months notice to the board.

The board may terminate any membership due to violations against its Statutes or against the interests of the Association. Termination requires a

quorum of two-thirds. Members shall be granted two weeks time to appeal against the decision. If requested, excluded members can also appeal at the following General Meeting. The decision of the General Meeting is final.

In case of termination of membership – regardless of reason – all claims expire. There will be no repayments of subscriptions or donations. The Associations claim for overdue membership subscriptions will be untouched.

Membership will terminate if the subscription has not been paid after two reminders. The second reminder must be made in writing. If there has been made no payment after three months, membership will terminate. The deadline starts after the second reminder.

## 7) Membership Subscriptions

Amount, time for payment and method of payment is determined by the board in a contributory scheme. The scheme can distinguish between the different status of its members. The scheme must be ratified by the General Meeting.

## **8) Executives of the Association**

### **8.1) General Meetings**

A General Meeting of the Association shall be held in each calendar year. Extraordinary General Meetings may be called to conduct urgent business. Furthermore if a member of the board has prematurely resigned without a substitute being available, or if one-third of the members has required so in writing to the board.

The board shall be responsible for the agenda as well as for summoning a General Meeting.

General Meetings may be called with one month's notice, Extraordinary Meetings with two weeks notice. The written invitation has to include the agenda.

General Meetings can be held by telex providing there are no objections. Otherwise, a quorum of one-sixth of the members is needed in order to call a proper Meeting.

### **Tasks of the General Meeting**

The General Meeting shall have to following functions:

- to amend the Statutes
- discharge of the board
- to elect the board and advisory council
- final decision concerning the assets of the Association according to the Statute
- admission of a member after rejected application
- exclusion of a member within the period stipulated
- dissolution of the Association

## **Summoning and Expiration**

Each active member shall have one vote. Under aged members vote through their statutory agent. Active members only shall have the authority to vote.

Sponsors shall have no right to vote.

The chairman of the board shall act as director at meetings.

The quorum of the Association is more than half of its members who are entitled to vote either by themselves or their authorized representatives. Authorization must be confirmed in writing. If no quorum is obtained, a second General Meeting has to be held not less than four weeks after the first. The new General Meeting shall constitute a quorum regardless of the amount of members attending by majority vote. Abstentions and rejected votes shall not count. Any amendment to the Statutes requires a quorum of two-thirds. Amendments to the purpose of the Association and its dissolution requires three-quarters of the votes.

The nomination of the individual board members shall be obtained in separate elections. Every nominated member shall be listed on the ballot paper. Every member who is entitled to vote shall have one vote. If no decision is obtained after the first ballot, a second ballot will be conducted. The candidate who obtains most votes shall be elected.

The General Meeting is entitled to change the electoral process by a quorum of three-quarters of its members.

## **Minute Books**

The Minutes of the General Meeting has to be signed by the President of the meeting as well as by the Secretary. The Secretary shall be appointed by the members at the beginning of the meeting. A copy of the minute books shall be send to the members within four weeks after the meeting. If there are no objections within two weeks the minute books shall be approved.

## **8. 2 The Board**

The board of the Association shall be: the Chairman, the Vice-Chairman and the Treasurer.

Every board member shall be an active member.

Each elected member shall serve for one two year term. Voting shall be by secret ballot. Every candidate will serve until there is a new ballot in accordance to the Statute.

If a member of the board is unreachable by email during a longer period of time, the board shall be informed if possible. His position will terminate by majority vote of the remaining board members.

If a board member retires prematurely, the board may fill the vacancy for the

remaining term.

### **Duties of the Board**

The Board shall conduct the Associations affairs in an honorary capacity.

The Board shall discharge its duties in accordance to the Associations Statutes und Laws.

The Chairman and Vice-Chairman act as the board under the terms of Article 26 BGB. They represent the Association in and out of court individually. The Vice-Chairman shall act as deputy only in case of an absence of the Chairman.

### **Decisions of the Board**

Decisions of the board are made during General Meetings on the terms of Article 28, paragraph 1 in conjunction with Article 32 BGB. In the event of a tie the chairmans vote shall count.

A General Meeting shall be held once every four months by written invitation of the chairman. General Meetings shall be held be telex or in exceptions, by phone.

A minute book shall be kept to be signed by the chairman.

Decisions shall be made in writing or by telex. The decision has to be kept in a minute book.

### **9) Communication**

The Associations main means of communication is the internet. Unless the context requires otherwise, the Statutes meaning of „in writing“ shall equal „as signed email“.

Telex meetings shall be held in a channel of the „Internet Relay Chat System“. The President of the meeting shall prove members identity and to keep the Minutes of the meeting.

It shall be signed either by handwritten signature or by signed coded email.

### **10) Dissolution of the Association**

A formal proposal to dissolve the Association may be made at an extraordinary General Meeting.

Dissolution of the Association requires a quorum of two-thirds of the membership.

If this quorum is not obtained, the meeting may resolve to consider a resolution for dissolution at a second General Meeting. It has to be held not less than two months after the first Meeting. Notice of this meeting shall be circulated to members within one month. Members have to be informed, that the new General Meeting will be able to constitute a quorum regardless of the amount of participating members.

## **Liquidation**

Responsible for the liquidation of the assets of the Association shall be the chairman and vice-chairman.

## **Remaining Assets**

If the Association is dissolved according to the General Meeting, the nett assets shall be given to: „K Desktop Environment e. V.“ in short: KDE e. V., registered at county court Tübingen, No: 1301 as a non-profit organisation.

Berlin, 1. April 2007