

# Statutes and Articles of Scribus e.V.

## § 1 Name, Seat, Registration, Business Year

- (1) The association is called Scribus e.V.
- (2) Its seat is Aßlar. As long as no office exists, the administration follows the place of residence of the chairman or one of the vice-chairmen who has been entrusted by the managing committee to run the business of the association.
- (3) It is registered with the District Court in Wetzlar.
- (4) Its business year is the calendar year.

## § 2 Purpose of the Association

- (1) The association is exclusively and directly pursuing non-profit purposes as described in §51 and the following paragraphs of the tax law in its current form.

The background and purpose of the association are as follows:

Scribus ([www.scribus.net](http://www.scribus.net)) is a computer program which is used for Desktop Publishing, that is, the design of brochures, magazines, books etc., as well as output for pre-press.

In contrast to commercial software, Scribus is developed by volunteers on a non-profit basis. Downloading, using or copying of the program is gratis for all users. The GPL licence, under which Scribus is published, doesn't even permit asking for licence fees. Moreover, user support and troubleshooting are available for free via a mailinglist and an IRC channel.

Scribus is distributed under the *General Public License (GPL)*, version 2, as Free and Open Source software. Free, in this context, means that users have the right to use, to copy, to distribute, and to modify the software, on the condition that recipients of any modified version of the software are granted the same rights as the distributor. This includes disclosure and the passing-on of the source code.

Scribus is an international project, and the program has already been translated into 40 languages. However, the major part of the development is taking place in Europe, especially Germany and France. There are also contributions from all over the world, notably from developing countries, where the open source code of Scribus permits the adjustment to local scripts (eg. Khmer, Armenian or Thai). For commercial vendors these markets are too small to justify costly adjustments to the local alphabets, which are often quite complex.

The purpose of Scribus e.V. is to support the further development, the distribution and the documentation of Scribus. It won't support other software (there may be exceptions, see § 2 (2)) or any potential forks of Scribus or commercially distributed versions from companies. On top of that, the association, as a legal person, is supposed to protect the voluntary work of the developers against copyright violations.

- (2) The purpose of these statutes and articles will be attained by talks, organising or participating in conferences related to the topics Open Source graphics software, typography, pre-press etc., creation of training materials, as well as support for programmers from developing countries who want to adjust Scribus to their local scripts and typographic rules. Moreover, the assets of the association shall be used to fund new hardware, which may be necessary to run the Scribus websites or to test Scribus on new computers or operating systems. The association could choose to sponsor/donate to another program or a single developer if there is a direct relationship to enhancing Scribus functionality. It will also use its assets to reimburse traveling costs of the Scribus development team, of authors of other Free programs (if their work is directly related to the development of Scribus), of students who want to contribute to the project, or of selected contributors, who are not a member of the Scribus development team.

## § 3 Selflessness

- (1) The association is acting selflessly, since there is no intent to gain a profit from its activities.
- (2) The means of the association may only be used in accordance with these statutes and articles. Members of the association may not receive any allocations from the association in their capacity as members.
- (3) Members may not receive any parts of the assets of the association if they leave the association or in case the association is dissolved.

(4) No person may be a beneficiary of expenses that are at odds with purpose of the association or that are unreasonably high.

#### **§ 4 Membership**

(1) Any natural or legal person that supports the goals of the association may become a member.

(2) The managing committee will decide on any written application for membership.

(3) The membership ends by means of withdrawal, disqualification or death.

(4) Withdrawal of a member is only possible by the end of each quarter. It has to happen in writing to the chairman within a time frame of two weeks before the end of the quarter.

(5) In case a member is acting against the goals and interests of the association or hasn't paid any subscription fees for 12 months, in spite of having received a reminder, the managing committee may exclude the member, the exclusion becoming effective immediately. In general, an amicable solution is preferred.

The member must have an opportunity to justify himself or to make a statement, before he can be excluded.

The decision for exclusion can be appealed by the member within 3 months after having received the decision. In this case, the general meeting will have to decide. The member is suspended from all rights and duties until the general meeting has taken a decision.

#### **§ 5 Subscription Fees**

Members have to pay subscription fees, the amount of which is to be determined by the general meeting. To determine the amount and its maturity, a simple majority at the general meeting is sufficient. The fees will be voted upon during each general meeting. They will be published to all members in a separate document, the scale of fees.

#### **§ 6 Executive Bodies**

The executive bodies are

- a) the managing committee
- b) the general meeting

#### **§ 7 The Managing Committee**

(1) The managing committee consists of 3 persons, namely the chairman and two vice chairmen.

It represents the association in court and out of court. It takes one person of the managing committee to act on behalf on the association.

(2) The managing committee is elected by the general meeting for two years.

Re-electing of its members is possible. The chairman will be elected in a separate election. The incumbent managing committee will remain in duty until successors are elected.

(3) The managing committee has to run the daily business of the association. It especially has the following duties: The committee has to work voluntarily. It may hire a secretary to run the daily business. This secretary has the right to participate in meetings of the managing committee, but he has no decisive vote.

(4) Meetings of the managing committee need to take place at least once a year. Members of the committee have to be invited in writing (via mail or e-mail) at least 14 days in advance of the meeting. The committee constitutes a quorum if all members participate in a meeting.

(5) The managing committee decides with a simple majority of votes.

(6) In cases of urgency, decisions of the managing committee can also be taken in writing (via mail or e-mail) or by phone if all of its members agree to either procedure in writing (via mail or e-mail) or by phone. Decisions which are taken in writing or by phone, have to be written down and be signed by the chairman or another member of the managing committee.

## **§ 8 General Meeting**

(1) The general meeting has to take place at least once in a year.

(2) An extraordinary general meeting has to take place if the interests of the association require such a meeting or if 30% of the members ask for it in writing and by declaring the reasons.

(3) The call for the general meeting has to happen in writing (via mail or e-mail), at least 4 weeks in advance and by making available the agenda. The 4-week period begins with the sending of the invitation letters with the date as per postmark or the electronic time stamp of an email invitation. An invitation is valid if it has been sent to the last known address of the member. Members can ask the managing committee to add further topics to the agenda until 2 weeks before the general meeting. The requests have to be in writing (via mail or e-mail). The managing committee has to publish the final agenda on the internet one week before the meeting. The internet address has to be announced to all members in writing (via mail or e-mail).

(4) The general meeting is the highest executive body of the association and it's in principle responsible for all tasks of the association, unless certain tasks have been delegated to other bodies of the association. The major task of the general meeting is to vote on the annual statement of accounts and the annual report and thus the exoneration of the managing committee. It has to elect two auditors, who must not be member of the managing committee or an employee of the association, to check the accounting and the annual statement. They will report to the general meeting directly.

The general meeting will also decide on, eg.:

- a) exemption from charges,
- b) tasks of the association,
- c) buying and selling real estate,
- d) investments,
- e) taking up loans of more than € 200.—,
- f) the rules of procedure,
- g) subscription fees,
- h) changes to the statutes and articles,
- i) dissolution of the association.

(5) Each general meeting that has been called according to the statutes will constitute a quorum, independent of the number of members who appeared to vote. Each member has one vote.

(6) The general meeting will take decisions with a simple majority.

(7) A member who doesn't participate in the general meeting can be represented by a member that is present in person. The representative will vote for the represented member. The vote of the represented member is counted separately. The representative has to prove that he's a legitimate representative by presenting a written and signed authorisation to the chairman. A single member can represent up to three other members. A member that's represented by another member can instruct the representative how to vote on certain topics of the agenda. These votes may be different from the votes of the representative. If a representative votes against his instructions, a decision by the general meeting is invalid if the result of the voting would have been different, had the representative followed his instructions. The burden of proof of a vote against the instructions lies within the represented member, but the representative has the duty to keep his instructions at least until the next but one general meeting.

## **§ 9 Changing the Statutes and Articles**

(1) For changes to the statutes and articles, a majority of 3/4 of the members present at a general meeting is required. Changes can only be decided upon if they had been listed in the agenda sent along with the invitation. The proposed changes have to be listed in the agenda along with the current version.

(2) Changes to the statutes, which have been demanded by the state administration, courts or the tax office can be made by the managing committee. These changes need to be made available in writing (via mail or e-mail) to all members as soon as possible.

## **§ 10 Certifying of Decisions**

(1) Decisions taken in meetings of the managing committee and the general meeting have to be written down and be signed by the managing committee. The managing committee has to permit every member an examination of the records.

## **§ 11 Dissolution of the Association and Wealth Formation**

(1) To decide on a dissolution of the association, a majority of three quarters of the members present at the general meeting is required. It can only be made if it has been announced in the invitation to the general meeting, which in turn has to be sent in time.

(2) In case of the dissolution of the association or the loss of its non-profit status, the assets of the association will go to KDE e.V. (District Court Tübingen, No. 1301), which may only use it for non-profit purposes. Decisions on the future use of the association's assets need to be permitted by the tax office.

Aßlar,

Signatures of the founding members: