

## **Articles of the Gesellschaft für Technische Kommunikation – tekom Deutschland e.V.**

Resolution adopted by the General Assembly on November 11, 2015

Effective from: November 11, 2015

### **I. General Provisions<sup>\*</sup>**

#### **1. Name of the Association, Head office and Fiscal Year**

- 1.1. The name of the Association is “Gesellschaft für Technische Kommunikation – tekom Deutschland e.V.”.
- 1.2. The Association is listed in the Register of Associations and bears the name affix “eingetragener Verein” (registered association).
- 1.3. tekom Deutschland is headquartered in Stuttgart.
- 1.4. The fiscal year corresponds to the calendar year.

#### **2. Purpose of the Association**

tekom Deutschland advances the profession of technical communication, promotes the quality of technical communication, and increases the importance of technical communication to the economy as well as to the public. tekom Deutschland fosters and refines the job profiles it has created.

#### **3. Financial Administration**

- 3.1. tekom Deutschland’s financial resources may only be used in accordance with the purposes stated in the Articles of the Association.
- 3.2. tekom Deutschland may not favor anybody by paying expenses that do not comply with the purpose of the Association or by awarding a disproportionately high compensation.

<sup>\*</sup> In order to improve the readability of this document, the terms in this document are used in the masculine form. They shall, however, refer equally to women and men.

## **II. Membership**

### **4. Membership**

- 4.1. Every natural person with full legal capacity who supports the purpose of the Association can apply for membership.

Upon joining, the member accepts the tekomp Deutschland Code of Conduct for members as well as the tekomp Deutschland arbitration procedure. The Code of Conduct is an integral part of these Articles.

The Extended Board will decide on the acceptance of an admission application.

Membership will begin with the notification of admission.

- 4.2. Within the scope of a corporate membership every company, organization or institution supporting tekomp Deutschland's purpose of Association can register several members at once. These corporate members have the same rights and obligations as the members under item 4.1 of these Articles.

- 4.3. tekomp Deutschland can award honorary memberships for exceptional and special services. Particulars are defined in the Guidelines for Honorary Members.

- 4.4. Members contribute to the Association and hold voting rights.

In particular, they will fill the positions of the Association's bodies and its committees, such as the Election Committee or the Arbitration Board, as prescribed in the Articles. With the explicit or implicit acceptance of an office, the member declares his compliance with all regulations of the Articles, the Code of Conduct, the Election Regulations, the Rules of Arbitration and any other regulations or guidelines in the current valid version, even if the member did not explicitly approve these regulations in the General Assembly that adopted the Articles.

- 4.5. tekomp Deutschland may negotiate and sign association treaties with other associations.

### **5. Termination of Membership**

- 5.1. Membership will end with the termination, exclusion or death of a member.

- 5.2. The notice of withdrawal by a member must be sent in a suitable written form (e.g. email or letter), directed to the tekomp Deutschland head office. A withdrawal may only be declared at the end of a year with three months' notice.

- 5.3. A member may be excluded from tekomp Deutschland

a) by the Board, if the member is in default with his annual membership fee by more than six months, or

b) by the Arbitration Board by means of an arbitration decision.

## **6. Membership Fee**

- 6.1. All members commit to contributing a membership fee, unless the General Assembly decides otherwise.
- 6.2. The membership fee is an annual fee to be paid in January of each year.
- 6.3. The General Assembly decides on the amount of the membership fees.

### **III. Bodies of the Association**

#### **7. Bodies of the Association**

7.1. tekomp Deutschland's bodies are

- the General Assembly,
- the Board.

7.2. All tekomp Deutschland bodies as well as other tekomp Deutschland committees must provide adequate documentation of their activities. Particulars are defined in the respective regulations and guidelines.

#### **8. General Assembly**

8.1. A regular General Assembly takes place at least once a year.

8.2. Extraordinary General Assemblies can be called by the Board. They must be called if at least 10% of the members demand this in writing, therein specifying the issues to be discussed.

8.3. The Board will send out the invitations within a period of four weeks by email or in another suitable written form to the General Assembly, which written notice shall contain the agenda of the meeting.

8.4. A General Assembly has a quorum if the invitation was conducted in due form.

8.5. If a General Assembly does not have a quorum the Board must call a new General Assembly within a year.

8.6. The General Assembly decides on:

- Amendments to the Articles including the Code of Conduct
- Amendments to the purpose of the Association
- Amendments to the Election Regulations
- Amendments to the Rules of Procedure for the General Assembly
- Rules of Arbitration
- Approval of the actions of the Board
- Election of the Auditors
- Election of the members of the Election Committee
- By-election for Board members and Associates who resigned prematurely
- By-election for members of the Arbitration Board who resigned prematurely
- Amount of membership fees
- Dissolution of the Association

- 8.7. At the General Assembly, each voting member in attendance has one vote.  
Enfranchisement is not permitted. Each person present with voting rights has only one vote.  
Associated Members according to item 4.5 do not have voting rights in the General Assembly.
- 8.8. Unless these Articles prescribe a different majority, the General Assembly passes resolutions with a simple majority of the valid votes cast.
- 8.9. A resolution on the dissolution of the Association requires the presence of at least 50% of the members. A written approval by the other members is not required.
- 8.10. Amendments to these Articles require a two-thirds majority, resolutions on the dissolution of the Association a majority of three-quarters of the valid votes cast.  
Notwithstanding, the Board may decide on editorial amendments to these Articles, which the Register Court deems necessary.
- 8.11. Resolutions adopted by the General Assembly must be recorded; the records must be signed by the President and the Secretary.

## **9. Board, Extended Board**

- 9.1. The Board consists of the President, the Deputy President, the Treasurer and the Secretary.  
The Board is extended by three Associates and two Representatives of the Regional Groups. Board, Associates and Representatives of the Regional Groups constitute the Extended Board.  
The Extended Board defines the profiles and fields of activity for the Associates for the next election ahead.
- 9.2. The Extended Board governs the Association. It is responsible for all matters relating to the Association that have not been assigned to another body of the Association.
- 9.3. The Board represents the Association in legal matters. Two members of the Board jointly represent the Association. One of these two must be either the President or the Deputy.
- 9.4. The term of office of the Extended Board shall be three years.
- 9.5. A member may be elected to the Extended Board for a maximum of three terms of office.
- 9.6. The Board and the Associates will be elected directly by the voting members, according to the electronic election process defined in the Election Regulations.  
When taking office, candidates must have been members of the Association for at least three years.

- 9.7. The Representatives of the Regional Groups in the Extended Board will be elected by the leaders of the Regional Groups, according to the election process defined in the Election Regulations.
- 9.8. Upon leaving the Association, a member of the Extended Board ceases to hold office.
- 9.9. The Extended Board shall remain in office until a new Extended Board has been elected.
- 9.10. In order to fulfil its tasks, the Extended Board may establish work groups and advisory boards. Particulars are defined in the Guidelines for Work Groups and the Guidelines for Advisory Boards.
- 9.11. In order to fulfil its purposes according to the Articles of the Association, the Extended Board may, on its own initiative or upon member request, found, change or dissolve Regional Groups. Particulars are defined in the Regulations for Regional Groups.
- 9.12. In order to fulfil its tasks the Board may hire full-time employees.

## **10. Arbitration Board**

- 10.1. The Arbitration Board has jurisdiction over members filing actions against other members based on intentional or grossly negligent violations of the Articles, Code of Conduct and Regulations of tekomp Deutschland. Such actions will be decided exclusively and finally by the Arbitration Board, without recourse to general courts. No appeals can be lodged against decisions by the Arbitration Board.
- 10.2. The procedures are regulated by the Rules of Arbitration.
- 10.3. The Arbitration Board is authorized to adjudicate individually the following Association penalties:
  - a) Reprimand, or
  - b) Removal or recall from any office for a period of at least three years, or
  - c) Exclusion from tekomp Deutschland.
- 10.4. The Arbitration Board consists of three members and two substitute members who must be at least 35 years of age and must have been tekomp Deutschland members for more than five years.

In order to monitor the compliance with the Rules of Procedure, the Arbitration Board shall, for each pending case, appoint a president who is qualified to hold judicial office; the president does not have to be a tekomp Deutschland member. The president does not have a vote in the decisions of the Arbitration Board.
- 10.5. The Arbitration Board decides by simple majority of votes. The Arbitration Board only has a quorum if three elected members of the Arbitration Board are present.

10.6. The term of office of the Arbitration Board shall be three years. Re-election is possible twice.

10.7. The members and substitute members of the Arbitration Board will be elected by the voting members on the same ballot as the Board elections and according to the electronic election process defined in the Election Regulation.

Should a member of the Arbitration Board leave during his term of office, or resign on the grounds of bias, this member will be replaced by a substitute member, following the alphabetical order of the substitute members. If no further substitute members are available during the term of office of the Arbitration Board, the General Assembly shall elect new substitute members.

10.8. The Arbitration Board shall remain in office until a new Arbitration Board has been elected.

## **IV. Miscellaneous Provisions**

### **11. Auditors**

11.1. At the proposal of the Extended Board, the General Assembly will elect two Auditors and a Substitute Auditor. The election will be held during the last ordinary General Assembly before the start of the new term of office. All members are eligible, unless they are members of the Extended Board or the Arbitration Board.

11.2. The term of office is three years. It runs parallel to the term of office of the Extended Board.

11.3. The Auditors review tekomp Deutschland's cash management and report their audit results annually at the ordinary General Assembly.

### **12. Dissolution of the Association**

12.1. tekomp Deutschland may be dissolved by means of a resolution of the General Assembly. The liquidation will be conducted by the Board.

12.2. In case of a dissolution, the General Assembly will decide on the usage of the existing assets.

### **13. Validity**

If an individual provision of these Articles proves to be invalid, the other provisions will remain effective.

## **14. Transitional Provision**

- 14.1. According to the resolution by the General Assembly, these Articles are effective as of January 1, 2008.
- 14.2. Any elected bodies shall remain in office until the end of the term for which they have been elected.
- 14.3. Provided that its members approve, the current Association Committee shall take over the tasks of the Arbitration Board until the end of its present term (the end of 2009), thereby complying with the Rules of Arbitration.
- 14.4. Upon expiration of the term of the present Association Committee, the General Assembly will elect a new Arbitration Board in 2009. This Arbitration Board will be elected for one year, for the rest of the term of the general Board still in office, which will remain in office until the end of 2010.
- 14.5. The provisions relating to the number of terms will become effective from the next regular election.