

# debian.ch – Articles of Association

Version of the 11th February 2017

## §1 INTRODUCTION

debian.ch is an association under article 60 et seq. of the Swiss Civil Code, based in Bern.

## §2 PURPOSE

1. debian.ch is the official representative of the Debian Project.
2. The Association holds assets on behalf of the Debian Project in Switzerland and Liechtenstein.
3. It supports the Debian project and its activities using the Association's assets.

## §3 ASSETS

The Association is financed by donations and other voluntary contributions. There is no membership fee.

## §4 MEMBERSHIP

1. Members of the Debian project with permanent residence or citizenship in Switzerland or the Principality of Liechtenstein may choose to assert membership of the Association and their membership is automatically accepted.
2. Any member may propose another person for admission as a member. The General Meeting will decide on their inclusion. The proposed member must be present at the meeting unless it is impractical for them to attend.
3. Membership ceases through resignation, exclusion or inactivity.
4. A member is considered inactive and can be removed by the board if they did neither appear in person nor excuse themselves from the General Meeting for two consecutive years. Record of excused members is kept in the minutes of the General Meeting.
5. The board may expel a member with immediate effect for serious cause if the member acts against the interests of the Association. Expelled members may appeal the decision within 30 days of receiving notice. The appeal is to be submitted to the board and voted on at the following General Meeting. Simple majority rules apply. The membership stays suspended until the decision of the General Meeting.
6. A General Meeting may choose to exclude a member without cause with a majority of 2/3 of the members present.

## §5 EXECUTIVE BODIES – GENERAL MEETING

1. The Committee must call a General Meeting at least once per year. All members must be given at least two weeks notice by email.
2. The invitation period may be less if all members agree.
3. If a General Meeting resolves to amend the articles of association, the revised articles do not take effect until the close of the meeting.

## §6 EXECUTIVE BODIES – THE COMMITTEE

1. The Committee consists of President, Secretary and Treasurer. It is permitted for one person to hold more than one office, but essential that the Office of the President and Treasurer be occupied by two different people.
2. The Committee may undertake business on behalf of the Association as permitted by law.
3. In addition to the Officeholders, the Committee may contain non-executive Officers who each have an equal vote in decisions of the board but hold no formal title or office.
4. The AGM elects the members of the board for a term of one year.
5. The Committee members agree the allocation of the Offices amongst themselves.

## §7 EXECUTIVE BODIES – DEBIAN PROJECT LEADER (DPL)

The Debian Project Leader may direct the way in which all the assets held by the Association are used.

## §8 DIGITAL SIGNATURE

A digital signature may be made in place of a hand written signature, provided the key used is compliant with the requirements for a Debian Developer key.

## §9 ACCOUNTING YEAR

The accounting year is the calendar year.

## §10 DISSOLUTION

1. A decision to dissolve the Association requires a two thirds majority of the General Meeting. It must be attended by at least 50 members or, if the Association has fewer than 66 Members, three-quarters of all members must be present.
2. Upon dissolution, all assets must be transferred to Software in the Public Interest, Inc., Indianapolis, USA.