DataCite – International Data Citation Initiative e.V.

Statutes

of 24 November 2009 as amended on 26 February 2016, 01 April 2019, 26 April 2022 and 29 April 2025

§ 1 Name, Registered Office, Fiscal Year

(1) The name of the Association is "DataCite – International Data Citation Initiative". It is to be registered in the register of associations on the basis of an official German translation of these Statutes; after registration, its name will be "DataCite – International Data Citation Initiative e.V.".

(2) The Association has its registered office in Hannover.

(3) The fiscal year of the Association is the calendar year.

§ 2 Purpose, Objectives, Charitable Status

(1) The purpose of the Association is to promote science and research.

(2) The exclusive and immediate purposes of the Association are charitable. The purpose of these Statutes shall in particular be achieved by:

a. supporting researchers by providing methods to locate, identify and cite data reliably;

b. being a member of the International DOI Foundation;

c. the Association undertaking the function of a Registration Agency (RA) for DOI names;

d. operating a DataCite Business Office to execute the day-to-day business of the Association;

e. operating a DOI registration service with a distributed infrastructure for use by its members;

f. cooperating internationally to ensure the availability of data;

g. defining, adopting and promoting standard methods in order to locate, identify and cite data reliably;

h. promoting and developing knowledge and skills exchange regarding the availability of data and guidelines for their handling;

i. promoting the Association's initiatives, work and services;

j. commissioning third parties to provide additional services for the benefit of DataCite;

(3) The Association acts without self-interest; it does not primarily pursue its own financial interests.

(4) Funds of the Association may be used only for the purposes set out in these Statutes. No benefits may be paid to members out of the funds of the Association. Payments under contracts with members to provide a particular service are not "benefits" in the meaning of the preceding sentence. No person shall benefit from expenditures that are not in keeping with the purpose of the Association or by being granted inappropriately high remuneration.

§ 3 Definitions

(1) Business Office: The location of the business office is determined by the BGB board in consultation with the Executive Director. The Executive Director has an ex officio vote in this decision. The board may decide to relocate the business office if necessary for operational or organizational reasons.

(2) The Business Office is responsible for maintaining the accounts, performing administrative tasks and appointing an external auditor to check that funds have been used in compliance with the Statutes.

(3) The Association has members. Membership is open to all legal entities that support the mission and objectives of the Association as laid down in § 2 (2).

(4) The Executive Director is a special representative of the Association, cf. § 8. They have a special power of representation, determined by the Executive Board.

(5) The Executive Board is responsible for all of the Association's business matters, unless entrusted to another constituent body of the Association by these Statutes, cf. § 11.

(6) The General Assembly, consisting of one representative for each member (cf. § 14), is a constituent body of the Association.

§ 4 Membership and Application for Membership

(1) The Association has members. Membership is open to all legal entities that support the mission and objectives of the Association as laid down in § 2 (2)

(2) Legal entities who are interested in becoming members of the Association shall submit a written application to the Executive Director (§ 8). The Executive Director shall forward the application to the Executive Board. The Executive Board shall decide on the membership application according to a process defined by the board in consultation with the members.

(3) Members are expected to attend General Assembly meetings.

(4) Upon acceptance, members shall accept these Statutes as being binding, as well as the policies of the DOI Foundation INC, as amended. A breach of these regulations constitutes grounds for exclusion as per § 6.

(5) The Association shall not be held liable for the activities of its members.

§ 5 Expenses and Reimbursement of Expenses

(1) Members of the Association are entitled to claim reimbursement of expenses for expenses incurred in the course of undertaking activities for the

Association, subject to the submission of supporting documents. Administration fees may be determined by resolution according to the options provided under taxation law.

(2) Details shall be governed by the Association's Fees Schedule, which is passed and amended by the General Assembly.

(3) An external auditor shall check that funds have been used in compliance with the statutes.

§ 6 Termination of Membership

(1) Membership shall end by exclusion, removal from the list of members or resignation from the Association.

(2) Resignations shall be made in writing to the Executive Board. Notice of resignation may be given only to take effect at the end of a fiscal year, observing a notice period of two months.

(3) A member may be removed from the list of members by resolution of the Executive Board if it is in arrears with payment of its membership fees despite two formal written reminders. The resolution to effect its removal may be passed only after a period of two months has elapsed following the second formal reminder, provided that the threat of its removal from the list of members was stated in the reminder. The member shall be notified of the decision by the Executive Board to remove it from the list of members.

(4) Members shall be removed from the list of members by resolution of the Executive Board if they no longer meet the membership criteria pursuant to § 4.

(5) A member may be excluded from the Association by resolution of the Executive Board if it negligently and deliberately damages the interests of the Association. Before passing its resolution, the Executive Board shall give the member the opportunity to state its case, either orally or in writing. The reasons for the resolution passed by the Executive Board shall be stated in writing and sent to the member concerned. The member may appeal against the resolution to the General Assembly. The appeal shall be submitted to the Executive Board within one month following receipt of the resolution. Within

one month after the appeal has been filed in accordance with the applicable deadline, the Executive Board shall convene the General Assembly, which shall take the final decision on the exclusion of the member.

(6) In the event of the resignation, exclusion or removal of a member from the list of members, the Executive Board shall suggest to the General Assembly a member that could assume responsibility for the relationship to the respective data centers in order to continue the maintenance of the DOI names registered by the member that has resigned or been excluded.

§ 7 Membership Fees

(1) Members shall be charged an annual membership fee.

(2) The amount and due date of annual membership fees shall be determined by the General Assembly.

(3) Insofar as the Association's budget is not covered by membership fees, it shall be funded by apportionment to the members. Any expenditure beyond the agreed budget must be approved by the General Assembly. If this results in an additional levy upon members, members have the option to resign from the Association at the end of the current fiscal year.

§ 8 Executive Director

(1) The Executive Board may appoint an Executive Director as a special representative and assign activities to them that also go beyond usual business operations. They are given a special power of representation, determined by the Executive Board.

(2) The Executive Director shall act at the discretion of the Executive Board. Their duties shall be described in the currently valid job description.

(3) The Executive Director shall receive suitable remuneration for their activities.

(4) The President represents the Executive Director.

§ 9 Constituent Bodies of the Association

The constituent bodies of the Association are the Executive Board and the General Assembly.

§ 10 Executive Board

(1) The Executive Board shall consist of up to 14 persons: the President, the Deputy President, the Treasurer and the Board Member for Representation and Legal Affairs and other board members. The President, the Deputy President, the Treasurer and the Board Member for Representation and Legal Affairs are appointed by the Executive Board from among its members.

(2) Within the meaning of § 26 BGB, the Executive Board comprises the President, the Deputy President, the Treasurer and the Board Member for Representation and Legal Affairs. The Executive Board shall represent the Association in and out of court. Each Member of the Executive Board shall have sole power of representation.

(3) At least one of the board members within the meaning of § 26 BGB (paragraph 3) should have their primary residence in Germany and be proficient in the German language, both spoken and written.

(4) The majority of the Executive Board members shall come from non-profit organizations.

(5) The Executive Director shall participate in Executive Board meetings. The Executive Board may exclude the Executive Director in exceptional situations.

(6) The Executive Board's power of representation may be limited by Rules of Procedure.

(7) The Executive Board shall perform its work at the Association free of charge.

§ 11 Responsibilities of the Executive Board

(1) The Executive Board shall be responsible for all affairs of the Association, unless entrusted to another constituent body of the Association by its Statutes. Its responsibilities shall include:

a. preparing and convening the General Assembly and setting the agenda for the meeting;

b. appointing working groups;

c. presiding over the Business Office and managing it;

d. implementing resolutions of the General Assembly;

e. presenting the annual budget. The annual budget shall be presented to members at least one month before the meeting of the General Assembly at which the decision is to be taken;

f. The Executive Board shall report the outcome of the annual financial audit to the General Assembly.

(2) In all matters of particular importance, the Executive Board shall obtain a resolution from the General Assembly.

§ 12 Appointment and Term of Office of the Executive Board

(1) The Executive Board shall be appointed by the General Assembly from among the representatives of the members of the Association for a term of three years from the date of appointment. Executive Board members shall serve for a maximum of two consecutive terms. Each member of the Executive Board shall be elected individually. Membership of the Executive Board is personal, no representation is permitted.

(2) Members of the Executive Board are elected from individuals put forth by member organizations. If the individual leaves the organization, then he or she shall also automatically leave the Executive Board.

(3) If a member of the Executive Board resigns early, the Executive Board may appoint a successor for the remaining term of office of the departing member. Such an appointment shall be ratified by the General Assembly.

§ 13 Meetings and Resolutions of the Executive Board

(1) The Executive Board shall pass resolutions in meetings to be convened by the President or, if the latter is unavailable, by the Deputy President. The agenda need not be announced. A notice period of two weeks for convening a meeting shall be complied with.

(2) The Executive Board shall have a quorum if at least half of its members are present, at least two of which must be members in accordance with § 26 of the German Civil Code (BGB). Resolutions shall be adopted by a majority of all valid votes cast, with the President or, in the latter's absence, the Deputy President, having the casting vote in the event of a tie.

(3) The Executive Board may pass resolutions by circular. This may also be affected with the use of an electronic voting system.

(4) Minutes documenting the resolutions passed by the Executive Board shall be drawn up by the Executive Director, unless otherwise stipulated by the President. These minutes shall be deemed approved unless objected to in writing within four weeks following dispatch.

(5) It is permitted to participate and vote in the meeting by video or telephone conference.

§ 14 General Assembly

(1) Each member pursuant to § 4 shall have one vote at the General Assembly.

(2) The General Assembly is responsible for the following issues:

a. approving the budget drawn up by the Executive Board for the next fiscal year;

b. accepting the annual report to be issued by the Executive Board; formally approving the actions of the Executive Board in the last fiscal year;

c. determining the amount of membership fees (§ 7) or accepting and amending the Fees Schedule;

d. appointing and removing members of the Executive Board;

e. determining the Rules of Procedure;

f. passing resolutions to amend the Statutes and to dissolve the Association.

§ 15 Convening the General Assembly

(1) An ordinary meeting of the General Assembly shall be held at least once a year and it is expected that all members will attend. It shall be convened by the President or Deputy President in text form, giving at least two month advance notice and specifying the agenda. The notice period shall begin on the day following dispatch of the letter convening the meeting. The written message convening the meeting shall be deemed received by the member if it is sent to the address last specified by the member to the Association in writing.

(2) Any member may submit agenda items to the Executive Board for inclusion in the meeting by written proposal at least one week prior to the meeting of the General Assembly. The President shall notify the General Assembly of any resulting amendment to the agenda at the beginning of the meeting. Proposals for amendments to the agenda which are made at the meeting shall be decided on by the General Assembly.

(3) The meeting of the General Assembly may also be held virtually, which must be specified accordingly in the letter convening the meeting.

§ 16 Extraordinary General Assembly Meetings

(1) An extraordinary meeting of the General Assembly shall be convened by the President or Deputy President whenever deemed necessary in the interest of

the Association, or if requested in writing by a quarter of the members, specifying the purpose and the reasons behind their request. A period of notice of at least 14 days from the date of dispatch (including electronic dispatch) shall apply.

(2) § 15 (3) shall apply accordingly in the case of an extraordinary General Assembly meeting.

§ 17 Resolutions by the General Assembly

(1) Meetings of the General Assembly shall be chaired by the President or, if the latter is unavailable, by the Deputy President or the Treasurer. If no member of the Executive Board is present, the Chair of the meeting shall be appointed by the General Assembly. In the case of elections, an electoral committee may be elected by the General Assembly in order to chair the meeting for the duration of the ballot and the preceding discussion.

(2) The method of voting shall be determined by the Chair of the General Assembly. The vote shall be made by written ballot if one-third of the members present so request.

(3) The General Assembly shall have a quorum if the meeting of the General Assembly was convened properly.

(4) The General Assembly shall normally pass resolutions by simple majority of the valid votes cast. Abstentions shall be counted as invalid votes. However, amendments to the Association's Statutes require a majority of three-fourths of the valid votes cast and three-fourths of the votes cast by non-profit members. The dissolution of the Association requires a majority of nine-tenths of the valid votes cast.

(5) In elections, the candidate obtaining more than half of the valid votes cast shall be elected. If no candidate obtains more than half of the valid votes cast, a run-off ballot shall be held between the two candidates who obtained the most votes. The candidate who then obtains the most votes shall be elected. In the event of a tie, the matter shall be determined by lot to be drawn by the Chair of the meeting.

(6) Minutes documenting all resolutions passed by the General Assembly shall be drawn up and shall be signed by the Executive Director and the President of the Association. These minutes shall be deemed approved unless objected to in writing within four weeks following dispatch.

(7) An electronic voting system may be used for voting.

§ 18 Intellectual Property

Any Intellectual Property owned by DataCite and any development contributed by a member to a development of DataCite shall be Open Source and shall be made available by a Public Access License.

§ 19 Dissolution of the Association

(1) A resolution to dissolve the Association may be passed only at a meeting of the General Assembly by a majority of 90% of the valid votes cast (cf. § 17 (4)).

(2) If the Association is dissolved, reasonable steps shall be taken with the endeavor to maintain the resolution of DOI names registered by DataCite. This may include a request to IDF but shall include at minimum any steps necessitated by the contractual relationship with IDF, if any.

(3) Unless otherwise determined by resolution of the General Assembly, the President and the Deputy President shall act as liquidators holding joint power of representation.

(4) In the event that the Association is dissolved or discontinues the pursuit of its charitable purposes, its assets shall be donated to Deutsche Forschungsgemeinschaft e.V., Bonn, which shall use the assets directly and exclusively for charitable purposes. The above provisions shall apply mutatis mutandis if the Association is dissolved, or loses its legal capacity, for any other reason.