

Disclaimer: This English version of the Statutes is an unofficial translation of the original version in German.

Association statutes **RAT Software. Association for the Promotion of Search Engine Research Software e.V.**

§ 1 Name, legal form, registered office, financial year

- (1) The association bears the name "RAT Software. Association for the Promotion of Search Engine Research Software" – hereinafter referred to as "association." It shall be entered in the register of associations and, once registered, shall bear the suffix "e.V."
- (2) The registered office of the association is Hamburg.
- (3) The fiscal year is the calendar year.

§ 2 Purpose, tasks, non-profit status

- (1) RAT Software. Association for the Promotion of Search Engine Research Software e.V., based in Hamburg, pursues exclusively and directly non-profit purposes within the meaning of the section "Tax-privileged purposes" of the Fiscal Code of Germany.
- (2) The association is selflessly active; it does not primarily pursue its own economic purposes.
- (3) The purpose of the association is to promote science and research in the field of search engines, in particular by means of research software.
- (4) The purpose of the statutes is realized in particular through cooperation between the association members in:
 - Providing the Result Assessment Tool (RAT) software.
 - Ensuring the operation of RAT.
 - Strategic and cooperative further development and adaptation of RAT.
 - Coordinating the RAT user and software developer communities.
 - Promoting and publicizing RAT.
 - Organization of conferences and support formats for users and software developers.
 - Editing, operating, and maintaining information and communication platforms for users, developers, and association members.

§ 3 Membership

- (1) Natural persons of legal age, partnerships, legal entities under public and private law, associations, and similar institutions may be admitted as members of the association.
- (2) The board of directors decides on admission. If admission is refused, the applicant must be informed of the reasons for the refusal.
- (3) Membership includes, among other things, collaboration on a common development platform and generally accepted release management. In accordance with the purpose of the association, any development of the RAT software carried out or commissioned by a member shall be freely available to the general public. To ensure this goal is achieved, all association members and service providers commissioned by them undertake to comply with the following rules:
 - Programming shall follow the guidelines for cooperative software development (RAT Coding Guidelines) in the currently valid version, as decided by the majority of the members or by the general meeting.
 - The source code is made available under GNU Public License 3 or a comparable, relevant open source license.
 - The release manager is actively supported in transferring the source code to the main development branch.
- (4) The board may admit legal entities and natural persons as supporting members, provided that the persons submit a written application and have legal capacity. Supporting members do not pay a regular annual fee and do not have voting rights.

Disclaimer: This English version of the Statutes is an unofficial translation of the original version in German.

§ 4 Termination of membership

- (1) Membership ends through voluntary resignation, removal from the membership list, expulsion, death of the member, loss of legal capacity in the case of legal entities, or dissolution of the association.
- (2) Resignation shall be effected by written declaration to a member of the Executive Board (see § 8). Resignation may only be declared at the end of a financial year, subject to a notice period of two months. Without observing a notice period, resignation may also be declared at a time when the obligation to pay an increased membership fee arises.
- (3) A member may be removed from the membership list by resolution of the Executive Board if they are in arrears with the payment of membership fees despite two written reminders. The removal may only be decided upon if two months have elapsed since the second reminder was sent and the removal was threatened in this reminder. The member must be notified of the Executive Board's decision on the removal.
- (4) A member may be expelled from the association by resolution of the Executive Board if they culpably violate the interests of the association in a gross or repeated manner. Before passing the resolution, the Executive Board must give the member the opportunity to comment orally or in writing. The decision of the Executive Board must be justified in writing and sent to the member. The member may appeal against the decision to the General Meeting. The appeal must be lodged with the Executive Board within one month of receipt of the decision. Within one month of the appeal being lodged in due time, the Executive Board shall convene a General Meeting, which shall make a final decision on the expulsion.

§ 5 Honorary membership

- (1) Any natural person may be proposed for honorary membership by a member of the association.
- (2) The general meeting shall decide on the award of honorary membership by a simple majority.
- (3) The prospective honorary member is entitled to refuse honorary membership. In this case, honorary membership will not be conferred.
- (4) Honorary members have the rights of regular members. A member can only be a regular member or an honorary member. Regular membership expires upon the awarding of honorary membership.
- (5) Honorary membership ends upon death, resignation, or revocation.
- (6) The honorary member may resign from honorary membership at any time without giving reasons by submitting a corresponding declaration to the association.
- (7) The general meeting may revoke honorary membership by a three-quarters majority. Honorary membership ends with a corresponding resolution of the general meeting.

§ 6 Financing, use of funds

- (1) The association is financed by membership fees, public subsidies, and other income.
- (2) The amount of the membership fees is determined by the general meeting and set out in the membership fee regulations. It is staggered and may be based, for example, on the size of an institutional member's business.
- (3) The association's funds may only be used for the purposes set out in the statutes. Members do not receive any payments from the association's funds.
- (4) No person may benefit from expenses that are not related to the purpose of the association or from disproportionately high remuneration.
- (5) Upon proof of student status, members pay a reduced membership fee for the respective contribution period.
- (6) Honorary members are exempt from membership fees.

Disclaimer: This English version of the Statutes is an unofficial translation of the original version in German.

§ 7 Organs of the association

The organs of the association are the Executive Board and the general meeting.

§ 8 Executive

- (1) The Executive Board within the meaning of § 26 BGB (German Civil Code) consists of the chairperson, up to four deputy chairpersons, the treasurer, and the secretary.
- (2) The association is represented in and out of court by two members of the Executive Board. The Executive Board manages the day-to-day business. It adopts its own rules of procedure. These rules also regulate representation.
- (3) The Executive Board is responsible for the day-to-day business of the association within the framework of these statutes. In particular, it has the following tasks:
 - Preparing and convening the general meeting and setting the agenda.
 - Implementing resolutions of the general meeting and strategic management.
 - Preparing the business plan, bookkeeping, and preparing the annual report.
 - Management of the association's own funds.
 - Managing release management.
 - Resolution on the admission of members in accordance with § 3.
- (4) The members of the Executive Board work on a voluntary basis.

§ 9 Election and term of office of the Executive Board

- (1) The Executive Board is elected by the General Assembly for a term of two years, calculated from the date of the election. It remains in office until the new Executive Board is elected. Re-election is possible. The election procedure is determined by the election officer.
- (2) Only natural persons who are members of the association or members of member institutions may be elected as members of the Executive Board. The term of office on the Executive Board ends when the natural person or member institution's membership in the association ends. The term of office on the Executive Board also ends if the member of the Executive Board is no longer a member of the member institution.
- (3) If a member of the Executive Board resigns prematurely, the Executive Board may appoint a successor for the remainder of the term of office of the resigning member.

§ 10 Meetings and resolutions of the Executive Board

- (1) The Executive Board generally makes decisions at meetings convened by the Chair or, if the Chair is unable to attend, by one of the Deputy Chairs; the agenda does not have to be announced in advance. Executive Board meetings may be held as face-to-face meetings or as virtual meetings (online proceedings in a secure communication space). A combination of face-to-face and virtual meetings is also possible.
- (2) The Executive Board has a quorum if at least half of its members are present. Resolutions are passed by a majority of the valid votes cast; in the event of a tie, the chairperson has the casting vote.
- (3) At the initiative of a board member, the board may pass resolutions by written procedure or by e-mail circulation procedure, provided that at least half of the members have cast their votes within an agreed period of time; in the event of a tie, the chairperson shall have the casting vote.

§ 11 General meeting

- (1) Each member has one vote. Institutional members are represented at the general meeting by authorized representatives. Voting rights may be transferred to another member by means of an informal written authorization. The authorization must be issued separately for each general meeting. A member may not represent more than

Disclaimer: This English version of the Statutes is an unofficial translation of the original version in German.

three other votes. The transfer of voting rights must be notified to the Executive Board before the start of the general meeting.

- (2) If the members present agree, guests may attend the general meeting.
- (3) The general meeting performs the following tasks:
 - Approval of the budget, election of two cash auditors or an external auditor, discussion of the board's annual report.
 - Monitoring compliance with the association's tasks as specified in § 2.
 - Setting membership fees and passing resolutions on the membership fee regulations.
 - Election and dismissal of the members of the Executive Board, discharge of the Executive Board.
 - Passing resolutions on amendments to the articles of association or the name of the association and on the dissolution of the association.
 - Passing resolutions on association or business regulations, unless otherwise specified elsewhere in the statutes.
 - Adopting the rules for cooperative software development (RAT Coding Guidelines).
 - Passing resolutions on appeals against exclusion decisions made by the Executive Board.

§ 12 Convening of the general meeting

- (1) The ordinary general meeting takes place at least once a year. It is convened by the Executive Board in writing or by email, stating the agenda, with four weeks' notice. The period of notice begins on the day following the dispatch of the invitation letter. The invitation letter shall be deemed to have been received by the member if it is sent to the last address notified in writing by the member to the association. The agenda shall be set by the Executive Board.
- (2) Any member may submit a written request to the Executive Board for an addition to the agenda no later than one week before a General Meeting. The chair of the meeting shall announce the addition at the beginning of the General Meeting.
- (3) The meeting shall decide on motions to add items to the agenda that are submitted at general meetings.
- (4) The general meeting may be held as a face-to-face meeting or as a virtual general meeting (online procedure in a secure communication room). A combination of a face-to-face meeting and a virtual meeting is also possible. The Executive Board shall decide on the type of meeting to be held. The access data required to participate in virtual meetings shall be communicated to the members at least three hours before the start of the event.

§ 13 Extraordinary general meeting

An extraordinary general meeting shall be convened by the Executive Board if it is in the interest of the association or if at least one third of the members submit a written request to the Executive Board stating the purpose and reasons.

§ 14 Resolutions of the general meeting

- (1) The general meeting shall be chaired by the chairperson of the Executive Board or, if he or she is unable to attend, by one of the deputy chairpersons of the Executive Board. The chairperson of the meeting shall appoint a secretary. In the case of elections, the chairperson of the meeting may delegate the chairmanship to an election officer for the duration of the ballot and the preceding discussion.
- (2) The chair of the meeting shall determine the type of vote. Voting must be conducted in writing and by secret ballot if one of the members present so requests.

Disclaimer: This English version of the Statutes is an unofficial translation of the original version in German.

- (3) The general meeting passes resolutions by a majority of the votes cast by the members represented. A two-thirds majority of the votes cast by the members represented is required to amend the articles of association.
- (4) A change in the purpose of the association can only be decided with the consent of all members. The written consent of members who did not attend the general meeting can only be declared to the Executive Board within one month of the general meeting.
- (5) Paragraph 4, sentence 1 applies accordingly to elections. If a majority is not achieved in two rounds of voting, the candidate who receives the most votes in the third round of voting shall be deemed elected. In the event of a tie, the decision shall be made by lot.
- (6) Minutes shall be taken of the resolutions of the general meeting and shall be signed by the respective secretary.
- (7) Resolutions may also be passed in writing. To this end, the draft resolution shall be submitted to all members by mail or e-mail (or by other electronic means) with a deadline of two weeks for voting. Votes not received by the association by the end of the deadline shall be considered abstentions.

§ 15 Release Management

- (1) The general meeting elects the person responsible for release management for a term of 24 months. Re-election is possible.
- (2) Release management is responsible for the following tasks:
 - It is responsible for supervising the technical development of RAT, whereby it must follow the instructions of the board and report annually to the general meeting.
 - It has write access to the main development branches and is therefore responsible for transferring all developed source code to the publicly and freely available RAT Community Edition and for the regular release of new software versions. To ensure software compatibility and high code quality, it monitors compliance with the rules for cooperative software development (RAT Coding Guidelines) adopted by the general meeting and proposes changes to the guidelines to the general meeting as necessary.
 - It also provides all the tools required for cooperative software development for bug tracking, technical documentation, and source code management, and, upon request, trains software developers within the association in their use.
 - It coordinates the development projects of all association members, creates a release plan based on these, and thus plays a decisive role in determining the versioning of the software.

§ 16 Funding by third parties

- (1) Within the scope of its tasks, the association is entitled to accept funds from third parties and use them in accordance with the conditions imposed.
- (2) Financial income of the association from statutory projects carried out within the association, in particular income received by the association as remuneration for the use of personnel, material resources, and facilities, is available to the association for the fulfillment of its tasks.

§ 17 Annual financial statements

- (1) The annual financial statements shall be prepared in the form of an income/expenditure statement and shall be audited and certified by two independent, honorary cash auditors or an external auditor.
- (2) The cash auditors or auditor appointed by the general meeting shall be instructed immediately after their election to also check the regularity of the management as part of the audit of the financial statements. The rights of third parties to check the use of the funds they have granted remain unaffected by this.

Disclaimer: This English version of the Statutes is an unofficial translation of the original version in German.

- (3) The cash auditors or the auditor shall report to the general meeting promptly after the end of the audit for the respective financial year.

§ 18 Dissolution

- (1) The dissolution of the association must be decided at a general meeting with a two-thirds majority of the votes of the members present. Furthermore, dissolution is mandatory if the tax-privileged purpose pursuant to §§ 51 ff. AO (German Fiscal Code) no longer applies.
- (2) Unless the general meeting decides otherwise, the chairperson and the deputy chairpersons of the Executive Board shall be jointly authorized liquidators.
- (3) In the event of dissolution or termination of the corporation or discontinuation of tax-privileged purposes, the assets of the corporation shall fall to a legal entity under public law or another tax-privileged corporation for the purpose of promoting science and research.

The above statutes were established on October 17, 2025.

Sebastian Sünkler

Sebastian Schultheiß

Oliver Koop

Dirk Lewandowski

Kardelen Bilir

Tuhina Kumar

Helena Häußler