

By-laws of “The GGobi Foundation”

1 Name, Seat and Field of Activity

1. The organization is named “The GGobi Foundation”.
2. It is seated in Ames, Iowa and is active worldwide.

2 Objectives

1. Fundamentals
 - (a) The activities of the “GGobi Foundation” and its members are not influenced by politics or religion; people may become members regardless of nationality, religion, or place of residency.
 - (b) The “GGobi Foundation” is a non-profit organization working in the public interest.
2. The objectives of the “GGobi Foundation” are:
 - (a) Advance the GGobi project by designing, developing and distributing free and open source software for interactive and dynamic data visualization as part of data analysis.
 - (b) Promote knowledge about and use of interactive and dynamic graphics in data analysis.

3 Means to Meet the Objectives

1. To meet its objectives the organization will especially:
 - (a) Support further development of GGobi and related open source graphics software projects.
 - (b) Coordinate research projects, communicate with the user community, and organize or sponsor courses.
 - (c) Manage internet information systems like email and a web site.
 - (d) Publish manuals and documentation related to using interactive and dynamic graphics.
2. The material means of the organization to meet its objectives will come from publishing royalties, profits from workshops, membership fees, donations and contributions.

4 Membership

1. The “GGobi Foundation” consists of ordinary and supporting members. Ordinary members have a vote in the general assembly and participate actively in the work of the organization. Supporting members have no vote and promote the organization primarily by paying membership fees.
2. Only natural persons can become ordinary members. New ordinary members shall be admitted only by majority vote of the existing ordinary members. The initial set of ordinary members will consist of the active members of the GGobi development team at the inception of the “GGobi Foundation”: Deborah F. Swayne, Dianne Cook, Hadley Wickham, Heike Hofmann, Michael Lawrence, Duncan Temple Lang, Andreas Buja.
3. Any person or legal entity may become a supporting member. Supporting members must be approved by majority vote of the general assembly. Admission or approval for membership can be rejected without public justification.
4. Membership terminates
 - (a) at the death of a person or the termination of existence of legal entities.
 - (b) by voluntary withdrawal from membership through written notice to the board of directors.
 - (c) by an affirmative vote of a two-thirds majority of the ordinary members.

5 General Assembly

1. The ordinary members of the “GGobi Foundation” at a meeting convened in the manner specified in paragraph 2 or casting their votes as described in paragraph 4 constitute the general assembly, and are the highest authority of the “GGobi Foundation”. Each ordinary member has one vote in the general assembly.
2. A meeting of the general assembly has to take place at least once every two years. A call, specifying the place, date, time and the agenda will be sent to all ordinary members not less than a month before the date of the meeting of the general assembly. This note can be sent by written notice, fax or email (to the fax number or email address specified by the member to the organization). The meeting constitutes a quorum if at least two thirds of all ordinary members are present or have sent a representative with written authorization.
3. A meeting of the general assembly has to be called upon request by two members of the board of directors or one quarter of all ordinary members.
4. In addition to meetings of the general assembly, decisions can be reached by casting votes using mail, fax or email. Questions under consideration

must be sent to all ordinary members not less than one month before the date by which replies have to reach the board of directors.

5. All decisions of the general assembly are reached by majority vote unless otherwise stated in these by-laws.
6. The business transactions of the general assembly include:
 - (a) Election and dismissal of members of the board.
 - (b) Acceptance of activity report, statement and estimates of account.
 - (c) Determination of membership fees.
 - (d) Approval or rejection of changes to these by-laws.
 - (e) Decision to terminate the “GGobi Foundation”.
 - (f) Discussion of and decisions on other topics of the agenda.

6 Board of Directors

1. The Board of Directors consists of at least three persons:
 - (a) President
 - (b) Secretary
 - (c) Treasurer
2. All members of the Board are elected by the General Assembly for a term of two years, with possible re-election.
3. Decisions by the board are by majority vote.
4. The Board manages the business of the “GGobi Foundation” and deals with all tasks not assigned to other ordinary members, especially:
 - (a) Preparation of activity report, statement, and estimates of account.
 - (b) Preparation of and call for general assemblies.
 - (c) Management of all assets.
5. The president represents the “GGobi Foundation” on official occasions, presides over meetings and is responsible for the overall direction of activities.
6. The secretary coordinates the activities of the organization, supports the president in leading the organization, keeps records of all general assemblies and decisions of the board, and keeps the web site current.
7. The treasurer is responsible for the accounting and asset management of the organization.
8. Written contracts of the “GGobi Foundation” have to be signed by the president and secretary. Contracts concerning financial transactions have to be signed by the president and treasurer. Business transactions between members of the Board and the “GGobi Foundation” have to be approved by the general assembly.

7 Inspection of Records

Books, accounts, documents and records of the organization will be open to inspection by any director, or ordinary members, at all reasonable times.

8 Termination of Offices

The office of a member of the board terminates by

1. death of the person, or end of term,
2. dismissal by a majority vote of the General Assembly,
3. voluntary withdrawal through written notice to the current board.

9 Termination

The General Assembly has the right to decide to liquidate the organization, by a majority vote. The Board of Directors will decide on a recipient and who is to be responsible for the necessary transactions. The recipient should be an organization with similar goals to the GGobi Foundation, if possible and legal, or otherwise charitable goals such as a scholarship fund.