

# Statutes of “The R Foundation for Statistical Computing”

July 9, 2014

## 1 Name, Seat and Field of Activity

1. The organization is named “The R Foundation for Statistical Computing”, abbreviated as “R Foundation”, which will be used throughout this document.
2. It is seated in Vienna, Austria, and is active worldwide.

## 2 Objectives

1. Fundamentals
  - (a) The activities of the “R 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 “R Foundation” is a non-profit organization working in the public interest.
2. The objectives of the “R Foundation” are:
  - (a) Advance the R project for statistical computing to provide a free and open source software environment for data analysis and graphics.
  - (b) Act as an official voice for the R project, providing means of communication with the press, commercial and noncommercial organizations interested in R.
  - (c) Hold and administer the copyright of the R software and documentation.

## 3 Means to Meet the Objectives

1. To meet its objectives the organization will especially
  - (a) Support the further development of R and related open source software projects.
  - (b) Coordinate research projects, support communication within the R user community, and organize or sponsor courses.

- (c) Operate Internet information systems like email, FTP or HTTP Servers.
  - (d) Organize and sponsor R-related scientific conferences and workshops, represent R at relevant conferences sponsored by others, and promote the use and development of R and R-related software.
  - (e) Publish manuals, technical standards, periodicals, journal articles and other R-related documents in printed and electronic form.
  - (f) Issue and administer licenses for the R software and documentation.
2. The material means of the organization to meet its objectives will come from membership fees, donations, and contributions. Additional sources of income are registration and license fees, if any.

## 4 Membership

1. The “R 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 a majority vote of the existing ordinary members. This vote can be conducted either at a general assembly of the “R Foundation” or by electronic means. The initial set of ordinary members at establishment of the organization has consisted of the members of the “R Development Core Team” as listed in the sources of R release 1.5.0.
3. Any person or legal entity may become a supporting member. New supporting members can be temporarily admitted by the board of the organization. This temporary admission must be approved by 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 the organization.
  - (c) by an affirmative vote of a two-thirds majority of the ordinary members.

## 5 Principal Organs

The principal organs of the “R Foundation” are:

1. the general assembly
2. the board

3. the auditors
4. and the court of arbitration.

## 6 General Assembly

1. The ordinary members of the “R Foundation” at a meeting convened in the manner specified in paragraph 6.2 or casting their votes as described in paragraph 6.4 constitute the general assembly and are the highest authority of the “R 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 of a general assembly shall be sent to all ordinary members not less than one month before the date of the meeting of the general assembly. This call can be sent by written notice or by fax or email (to the fax number or email address specified by the member to the association). 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 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 e-mail. Questions under reference shall be sent to all ordinary members not less than one month before the date by which the replies have to reach the board of the organization.
5. All decisions of the general assembly are reached by majority vote, unless otherwise stated in these statutes.
6. The business transactions of the general assembly include:
  - (a) Election and dismissal of the members of the board.
  - (b) Election and dismissal of the auditors.
  - (c) Acceptance of activity report, statement and estimates of account.
  - (d) Release of the board.
  - (e) Determination of membership fees.
  - (f) Approval or rejection of proposed changes to these statutes.
  - (g) The decision to terminate the “R Foundation”.
  - (h) Discussion of and decisions on other topics of the agenda.

## 7 Board

1. The board of the organization consists of at least four persons:
  - (a) Either a president and a vice-president or two presidents of equal rights.

(b) A secretary general.

(c) A treasurer.

Optionally a vice-secretary and a vice-treasurer may be elected if necessary.

2. All members of the board are elected by the general assembly for a term of office of two years, reelection is possible.
3. Decisions of the board are by majority vote, at least one half of all board members must cast a valid vote.
4. The board manages the business of the “R Foundation” and deals with all tasks not assigned to other organs by the statutes, 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 “R Foundation” on official occasions, presides over meetings and is responsible for the overall direction of the activities of the “R Foundation”.
6. The secretary general coordinates the activities of the organization, supports the president in leading the organization, and keeps records of all general assemblies and decisions of the board.
7. The treasurer is responsible for the accounting and asset management of the organization.
8. Written contracts of the “R Foundation” have to be signed by the president and the secretary general, contracts concerning financial transactions have to be signed by the president and the treasurer. Business transactions between members of the board and the “R Foundation” have to be approved by the general assembly.

## 8 Auditors

1. Two auditors are elected by the general assembly for a term of office of two years, reelection is possible. The auditors must not be members of the board of the association.
2. The auditors routinely check business and accounting of the organization and report to the general assembly. Business transactions between auditors and the “R Foundation” have to be approved by the general assembly.

## 9 Termination of Offices

The office of a member of the board or auditor terminates by

1. death of the person or end of term,

2. dismissal by the general assembly,
3. voluntary withdrawal through written notice to the general assembly, which takes effect on election of a successor.

## **10 Court of Arbitration**

1. “R Foundation”-related disputes between members are settled by a court of arbitration. Each party of the dispute nominates two ordinary members as referees, these four elect a fifth member as chairman of the court. If no agreement on the fifth member can be obtained, the decision between all candidates is made at random. The court of arbitration decides with majority vote, the chairman decides in case of a draw due to abstention.

## **11 Termination**

1. Only a special meeting of the general assembly may decide to terminate the organization by an affirmative vote of a two-thirds majority of the ordinary members. A call for the meeting has to be made four weeks in advance to the general assembly, the agenda accompanying the call must include the termination as a topic.
2. This general assembly has to decide on a recipient for all assets, if any, of the organization after liquidation, and who is responsible for managing the necessary transactions. The recipient should be an organization with similar goals as the “R Foundation”, if possible and legal, otherwise charitable goals.