

STATUTES

§ 1 Name and domicile

The Association bears the name "QUALITÄTSSPRACHENDIENSTE DEUTSCHLANDS (QSD) e.V.". The Association is to be registered as an incorporated society in the Register of Associations of Bremen Local Court (Amtsgericht).

§ 2 Objective

The objective of the professional association, Qualitätssprachendienste Deutschlands (QSD) e. V., is structured as follows:

1. Improving recognition of the translation profession, as well as the image of the translation sector on a national and European level
2. Europe-wide harmonisation of the requirements and conditions of employment for the supply of translation and interpreting services
3. The creation of work-placement opportunities in co-operation with colleges of higher education and universities, in order to better prepare future translators for the practical aspects of a career in translation
4. Improving the relations between translation companies and freelance translators, as well as the Association and other institutions and similar bodies
5. The Association does not pursue any commercial interests in its own right and may not act as a competitor to the members of the Association

§ 3 Membership

a.) Full membership

- 1) Full membership is open to language service providers based in Germany, who meet the minimum requirements as stated in the profile of requirements for members created by the Association.
- 2) The application for membership is to be made in writing. New members are accepted by a majority of votes of the Executive Committee, whose decision is final.
- 3) Member companies will receive a certificate of membership.
- 4) The Association will levy from the members a one-time charge for membership and an annual fee, the amount of both being laid down by

the General Assembly.

b.) Sustaining membership

Sustaining membership is open to companies or individual persons, who are sympathetic to the objectives of the Association, would like to support these objectives or would like to support the professionalism and quality concept of QSD for reasons of collegiality and solidarity.

Sustaining members have the right to attend the General Assembly and to participate in discussions. They do not, however, have the right to vote.

The annual fee is based on the regulations regarding fees.

c.) Probationary membership

On request, interested and suitable translation companies can also be granted probationary membership.

Probationary members have the same rights and duties as full members. However, probationary membership is limited to a maximum of 1 year.

Membership can be cancelled without notice by either party during the probationary period.

Unless stated otherwise, probationary membership is automatically converted into full membership at the end of the probationary period of 1 year.

§ 4 Rights and duties of the members

Members are obliged to promote the objectives of the Association and to apply to them in their business practice. Each member is entitled to use the Association's logo and submit requests to the Executive Committee and the General Assembly.

§ 5 Cancellation of membership

1. Membership is cancelled

- a) through termination of the business activity of the company;
- b) through termination of membership with four months' notice to the end of the year. The termination of membership must be made by registered letter. The date of submission is decisive;
- c) through exclusion if a member grossly violates the objectives of the Association or does not act in good faith in its business practice.

2. The exclusion of a member occurs by decision of the Executive Committee. Members will be notified of their exclusion by registered

letter.

3. Membership cancellation does not relieve the excluded member of its obligations towards the Association resulting from this membership.

§ 6 Organs of the Association

1. The General Assembly
2. The Executive Committee

§ 7 The General Assembly

1. Convening the Assembly

- a) The Executive Committee will convene a General Assembly every calendar year. A Special Assembly will be convened at the request of at least 30% of the members.
- b) The time, place and agenda of the Assembly must be notified to the members at least four weeks in advance by letter.

2. Quorum and passing of resolutions

- a) Every properly convened Assembly has a quorum irrespective of the number of members present. Resolutions are passed by simple majority. If there is a parity of votes, the president or chairman of the Assembly will have a casting vote. Resolutions to amend the Statutes can only be passed with a majority of 3/4 of the votes cast. A written proxy will be accepted provided that the authorised person is a member of the Association. Every member present can represent up to two absent members.
- b) Amendments to the Statutes may not be put to a vote unless prior announcement is given in the invitation to the Assembly.

The decisions taken by the Assembly are to be transcribed. The transcript will be signed by the chairman of the Assembly and the keeper of the minutes and forwarded to the other members.

3. Tasks of the Assembly

The Assembly elects

- a) the members of the Executive Committee
- b) a comptroller, who must not be a member of the Executive Committee.

§ 8 The Executive Committee

1. The Executive Committee is comprised of at least a president, a vice-president and a treasurer. The number of Executive Committee members is determined by the Assembly. Furthermore, the Executive Committee will divide its duties among its members.
2. The first Executive Committee is elected by the Assembly for a period of one year. All subsequent Executive Committees are elected for a period of two years.
3. The Association is under the direction of the Executive Committee taking into account the instructions of the Assembly. The Executive Committee takes its decisions by a majority of votes. If there is a parity of votes, the president shall have a casting vote. The Executive Committee has a quorum when at least two of its members, one of whom is the president, are present. Decisions can be taken by written declaration.
4. If an Executive Committee member resigns during his term of office, a successor will be elected by the Assembly. If the entire Executive Committee resigns prematurely, a Special Assembly must be convened in order for new elections to take place.
5. The Association is represented both legally and generally by the president in accordance with § 26 BGB. Each vice-president can be granted authority to represent the Assembly.
6. The members of the Assembly are unsalaried. Travel expenses and other cash disbursements will be reimbursed upon presentation of the corresponding receipts.

§ 9 Dissolution of the Association

The dissolution of the Association can only be decided by the Assembly and with a majority of 3/4 of the votes cast.

Upon dissolution of the Association the current business will be dealt with by the Executive Committee. A liquidator may also be appointed.

The funds of the Association will be transferred to the EUATC (European Union of Associations of Translation Companies) in the event of dissolution of the Association.

§ 10 Membership of EUATC (European Union of Associations of Translation Companies)

The Association itself will always remain a member of the EUATC. The necessary funds for this membership and the performance of related activities must be an integral part of the budget.

§ 11 Financial year

The financial year is the calendar year.

§ 12 Court of jurisdiction

The court of jurisdiction is the relevant court of the domicile of the Association.

Augsburg, 29 March 2003