

The Statutes of RadioDNS

Version 1.00 - adopted February 16th 2010

Article 1 - Legal Basis, Seat

1. RadioDNS is hereby established as a not-for-profit association, governed by these Statutes, and by the laws of the country in which it is registered.
2. The seat of RadioDNS shall be at Geneva, Switzerland.

Article 2 - Objectives

1. To create the framework to allow the convergence of broadcast media and internet protocol (IP) delivered services.
2. To maintain and update the RadioDNS Technical Specification.
3. To oversee the trustworthy and reliable provision of the RadioDNS technical service on a fair, reasonable and non-discriminatory basis.
4. To encourage the development and adoption of RadioDNS in the global community, and provide such support as appropriate to users of the RadioDNS service.
5. To monitor the use of, and compliance with, the RadioDNS Technical Specification by broadcasters, equipment manufacturers and application writers.
6. To control the use of the RadioDNS logo and RadioDNS name as required to protect the integrity of the service.

Article 3 - Membership

1. The membership application process is described in the [RadioDNS Membership Application Process](#).
2. Members shall pay an annual membership fee, which confirms their commitment to the objectives of RadioDNS and to abide by the present Statutes.
3. Membership fees are due on the 1st January of each year. Members who join in the period 1st January to 30th June shall pay a full year's fees. Members who join in the period 1st July to 31st December shall pay one half of one full year's fees in the first year.

Article 4 - Structure

1. The General Assembly is formed of all members, and is the supreme body of RadioDNS. It possesses all the powers necessary to achieve the objectives of RadioDNS.
2. The Steering Board shall carry out the decisions of the General Assembly, and shall be responsible for the operational and financial management of RadioDNS.
3. The Steering Board may establish Teams to carry out specific, time-bounded, activities.
4. There shall be a Chairperson and a Secretary, who will bear the legal responsibilities of the organisation.

Article 5 - The General Assembly

1. The General Assembly's responsibilities shall include, but not be limited to:
 - a. defining the policy, strategy and activities of RadioDNS
 - b. promoting the Objectives of RadioDNS
 - c. appointing the Chairperson, Secretary and members of the Steering Board
 - d. amending the working structure of RadioDNS
 - e. approving the reports, recommendations and adjudications of the Steering Board
 - f. approving the financial statements prepared by the Secretary
 - g. approving the annual membership fee
 - h. approving the programme of activities
 - i. approving the budget
 - j. approving the rules of procedures
 - k. amending the Statutes
 - l. amending the Membership Application Process
2. An ordinary meeting of the General Assembly shall be convened annually by the Chairperson, at least one month before the scheduled date of the meeting.
3. At the ordinary meeting, the General Assembly shall:
 - a. Approve the minutes from the previous General Assembly
 - b. Approve the reports and recommendations of the Steering Board
 - c. Approve the financial statements prepared by the Secretary
 - d. Elect the Chairperson
 - e. Elect the Secretary
 - f. Elect the members of the Steering Board
4. One half of the members must be present or represented in order for the General Assembly to be quorate. In the event that the membership exceeds 160, the General Assembly shall be quorate when 80 members are present or represented.
5. The General Assembly shall take its decisions by a simple majority of the members present or represented, except for changes to these Statutes or Dissolution.
6. Each member shall have one vote.
7. Extra-ordinary meetings of the General Assembly may be convened by the Steering Board as and when the need arises, and shall be convened with a minimum of one month's notice.
8. The working language of the General Assembly shall be English.

Article 6 - The Steering Board

1. The Steering Board shall be composed of members, ensuring, so far as possible, a balanced representation of the stakeholders in RadioDNS.
2. Each Steering Board member shall have one vote.
3. The Chairperson, or his/her nominee, shall Chair the Steering Board.
4. The Chairperson and Secretary shall have automatic voting membership of the Steering Board.
5. One half of the Steering Board members must be present (either in person or through tele-conferencing), or be represented, for the Steering Board to be quorate.
6. The Steering Board shall meet at least twice between each ordinary meeting of the General Assembly.
7. The Steering Board's responsibilities shall include, but not be limited to:
 - a. Executing the decisions of the General Assembly
 - b. Preparing the meetings of the General Assembly

- c. Adjudicating in disputes relating to requests for entries in the RadioDNS domain
- d. Controlling the financial matters and preparing budget proposals
- e. Evaluating and proposing the annual membership fee, and the levy on each entry in the RadioDNS Database.
- f. Establishing Teams to carry out specific, time bounded, activities, appointing Leaders to those teams, reviewing their work and making policy decisions as appropriate
- g. Establishing communication and co-operation with other bodies that would further promote the Objectives
- h. Expelling members who no longer meet the requirements of the organisation, or who are more than 3 months in arrears with payment of their annual membership.
- i. Appointing replacements in the event of the resignation or incapacitation of the Chairperson or Secretary.

Article 7 - The Chairperson

1. The General Assembly shall elect a Chairperson from among its members for a term of one year.
2. The Chairperson shall be eligible for re-appointment
3. The Chairperson shall Chair the Steering Board
4. The Chairperson shall convene the meetings of the General Assembly and the Steering Board, and co-ordinate the activities of both bodies

Article 8 - The Secretary

1. The General Assembly shall elect a Secretary from among its members for a term of one year.
2. The Secretary shall be eligible for re-appointment
3. The Secretary shall also undertake the role of Treasurer, maintaining financial records and preparing budgets.
4. The Secretary shall designate an independent auditor who shall prepare an annual financial report to be presented to the ordinary meeting of the General Assembly.

Article 9 - Sources of Funding

1. The activities of RadioDNS shall be funded from:
 - a. An annual membership fee paid by all members
 - b. Contributions from other institutions
 - c. A levy on each entry the RadioDNS domain
2. The membership fee shall be set annually
3. The costs of participating in RadioDNS, including but not limited to attendance at meetings, shall be met exclusively by the participants.

Article 10 - Withdrawal

1. A member may withdraw from RadioDNS at any time, with three month's written notice to the Chairperson.

2. A member remains liable for the full annual membership fee for the year in which the withdrawal becomes effective.
3. No member shall rejoin RadioDNS whilst fees remain outstanding.

Article 11 - Confidentiality

1. The General Assembly or Steering Board may determine that any article, report, conclusion and/or other relevant documentation, whether in draft or final form, shall be classified as confidential. No individual or organisation shall distribute or otherwise disseminate documentation so classified without the prior written approval of the Chairperson.

Article 12 - Intellectual Property

1. All patents, copyrights or other intellectual property owned or created by an individual member shall remain the property of that member. Such ownership shall not be affected in any way by the member's participation in RadioDNS, unless the member specifically agrees otherwise.
2. As RadioDNS cannot guarantee the confidentiality of information disclosed within RadioDNS, it is the responsibility of each member to take appropriate action concerning the protection of its intellectual property.
3. Members and other parties who participate in RadioDNS Teams are bound by the current [RadioDNS Intellectual Rights Property Policy](#).

Article 13 - Changes to these Statutes

1. Any changes to these Statutes shall be prepared by the Steering Board and agreed by the General Assembly, either at a meeting of the General Assembly or by correspondence.
2. If changes are to be agreed by a meeting of the General Assembly, the proposed changes must be notified to the membership at least 14 days in advance of the meeting. Any changes shall be adopted only if two-thirds of those present or represented are in favour.
3. If the changes are to be agreed by correspondence, the proposed changes must be notified by e-mail to the membership at least 28 days in advance of the deadline for responses. Any changes shall be adopted only if two-thirds of those responding by the deadline are in favour.

Article 14 - Operability

1. The statutes shall continue in force until 31st March 2012, provided that this term may be extended by the General Assembly.

Article 15 - Dissolution

1. RadioDNS may be dissolved by the General Assembly, with a two-thirds majority of the votes cast by the members present or represented.
2. The proposed dissolution must be notified to the membership at least 28 days in advance of the meeting.

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3. In the event of dissolution all remaining assets will be attributed to another tax-exempted association of public interest pursuing similar objectives to RadioDNS.