Charter documents for the creation of the DiscourseNet Association

You will find the official presentation of DiscourseNet on our webpage. [https://discourseanalysis.net/DN](https://discourseanalysis.net/DN) The documents below have been developed by members of the DiscourseNet Board ([http://discourseanalysis.net/DN/board](http://discourseanalysis.net/DN/board)). Since summer 2019, we have consulted our community through the webpage, email lists and a survey ([https://warwickappling.eu.qualtrics.com/jfe/form/SV_3EjmhV5HvOh5vnv](https://warwickappling.eu.qualtrics.com/jfe/form/SV_3EjmhV5HvOh5vnv)). This is the final version which we propose to adopt at the DiscourseNet General Assembly on 14/09/2019 at the [DNC3-ALED Congress in Paris](http://discourseanalysis.net/DN/board).

The DiscourseNet Charter consists of three founding documents:

A. Presentation, mission, principles for public website. This document presents DiscourseNet to all members and users of the website. The document is likely to remain stable even though it can be easily expanded and changed.

B. Operational and finance guidelines, mostly for governance and internal use. This document is for members, board, steering group, event organisers. We will need to continuously develop this document over time to organise our workflow and improve decision making.

C. Legal statutes for DiscourseNet e.V., which are needed for the registration as a formal association in Germany. Based on the current Gradnet e.V. statutes ([http://www.gradnet.de/drupal/?q=node/70](http://www.gradnet.de/drupal/?q=node/70)), this document will be submitted to a town magistrate in Germany in late 2019. After this point, the statutes can no longer be changed easily.

Appendix

- Visualization of DiscourseNet structure
- Budget situation and predictions
A. DiscourseNet - presentation, mission, principles for public website

§1 Name: DiscourseNet

The full name of our association is ‘DiscourseNet: International Association for Discourse Studies’, commonly referred to as ‘DiscourseNet’ and abbreviated as ‘DN’. This name will be used in all official communication (e.g. website, email, promotion of DiscourseNet events).

For purposes of communication we may also rely on the following translations. For multilingual events, we will always use the official name ‘DiscourseNet: International Association for Discourse Studies’ in combination with one or more of the following translations, e.g.:

- DiscoursNet: Association internationale des Études du Discours
- DiskursNetz: Internationale Gesellschaft für Diskursforschung
- DiscursoNet: Asociación Internacional de Estudios del Discurso
- DiscursoNet: Associação Internacional de Estudos do Discurso
- ДискурсСеть: международная ассоциация исследований дискурса
- ДискурсМрежа: Међународно удружење за истраживање дискурса
- DiscourseNet: associazione internazionale di studi sul discorso
- DiscourseNet: associazione internazionale di studi sul discorso

The list of available languages and translations can be extended.

In the spirit of DiscourseNet’s inclusive, international and multilingual spirit, it is recommended to use the name in the languages spoken in the local community (i.e. in at least two languages if the event is not only in English).

§2 Mission and principles
DN is a community of researchers in Discourse Studies, broadly understood as a field studying social practices of meaning production in the entanglements of verbal and/or non-verbal communication.

DN does not represent a particular school or disciplinary field. It offers a forum for all strands in Discourse Studies.

Discourse researchers mobilize theories and methods to account for objects at the intersection of language and society. In particular, they are interested in how relationships of power and inequality are produced and reproduced in communicative practices.

DN provides a pluralist, multilingual, inclusive and non-hierarchical space for discourse researchers from all disciplinary and geographic backgrounds. It is committed to equality of opportunity irrespective of race, gender, sexuality, ability, nationality, age, ethnicity, class for all those who want to participate in its events and contribute to its activities.

DN encourages critical, democratic reflection on societal issues. Open to social movements, activism and various forms of political struggles inside and outside academia, it encourages discourse researchers to engage in public controversies. It aims to strike a productive balance between specialised academic knowledge and critical awareness of issues in society at large.

B. DiscourseNet - Operational and finance guidelines for governance and internal use

The following guidelines are not part of the legal statutes. The Board may continuously develop this document over time to organise our workflow and decision making.

§1 DiscourseNet events

As the International Association of Discourse Studies, DiscourseNet is open to all discourse researchers from all disciplines and all countries.
DiscourseNet is a network that builds on the activities of its members. We welcome and support everybody who joins DiscourseNet. Discrimination based on race, ethnicity, class, gender, sex, sexuality, ability, age is not accepted. It is critically discussed in DN.

All DiscourseNet members may vote in the General Assembly (i.e. Mitgliederversammlung of DiscourseNet e.V.). The Assembly sets the agenda and decides on all questions concerning DiscourseNet. In the Assembly, all members can make suggestions and contribute to activities in DiscourseNet (e.g. the organization of events and maintenance of the webpage). The Assembly will be regularly informed by the Treasurer about the financial activities at a conference or congress. The Assembly congregates at least once every two years during DiscourseNet events or through technological means.

The DiscourseNet Assembly elects legal representatives of DiscourseNet (the Vorstand of DiscourseNet e.V.). They are at least President, Secretary and Treasurer.

Candidates for these three functions present themselves to the DN community and say with what team of legal representatives they would prefer to work.
Candidates circulate their ideas for the association among all members. They are expected to present a strategy concerning diversity and an efficient workload organization.

The legal representatives appoint the members of the **DiscourseNet Board**, who actively contribute to DiscourseNet. The Board should not have more than 20 members including the legal representatives. The DiscourseNet Board is to reflect the diversity and investment in ongoing activities of DiscourseNet.

Decision-making in DiscourseNet aims to follow the principles of democracy, diversity, transparency and efficiency. Decisions are taken by a majority of Board members. The legal representatives can veto Board decisions if they do not comply to the mission and principles of DiscourseNet. The Board should put strategic decisions and major investments before the Assembly. Roles and tasks within the Board can be swapped at any time. Members of the Board usually serve until the following Assembly. If a member of the Board steps down before the end of the regular term, the legal representatives may appoint an interim replacement through unanimous decision.

Board members deal with a number of tasks, including:

- website maintenance and development
- internal communications
- external communications
- finances
- decision on and planning of events and activities
- publications
- projects
- Event organization
- Working Groups

DiscourseNet members are encouraged to form **Working Groups** with a specific focus and scope. Working Groups meet regularly and they pursue a defined objective (e.g. thematic events, a research or publication project, a regional representation…). For a group to be recognised as a DiscourseNet Working Group, the Board will need to evaluate the idea of the Working Group and accept it unanimously. One Board member, who may or may not be a member of the Working Group, should represent the Working Group in the Board.

The Board appoints the members of the **Scientific Council** for two years through majority decision. Scientific Council members may come from other organizations. They are academics who are willing to support DN with their occasional advice, recognized experience and other networks.
Proposals for prospective DN events must be approved by a majority of DN Board members. DN events can be proposed to the Board Member responsible for DN Event planning. The DN Board identifies (co-)organizers and helps find participants for DN events. Organizers are requested to consult the guidelines and draft a road map. They will benefit from DN's organizational resources and experience.

§3 Membership

DiscourseNet is supported by its members. Members’ fees cover operational costs, including the maintenance and development of the website, administrative costs, the logistics and organisation of events. While DN always tries to mobilize support elsewhere, members’ fee provide a stable and sustainable income. During the General Assemblies, DN will report on incoming and outgoing funds.

Anybody can become a member of DN. Membership is required for the attendance of DiscourseNet events, for the General Assembly as well as for Steering Group and Board Members. One becomes and stays member by paying the membership fee. Members are entitled to reduced fees at DiscourseNet events. The membership fee needs to be paid once in any given calendar year (01/01-31/12). Registering to use the DiscourseNet website does not require payment of a membership fee.

- Annual membership is valid for 12 months from the date of registration.
- Annual membership fee for active members: 30 €. Only active members may attend DiscourseNet events.
- Annual membership fee for passive members: 10 €. Passive members do not attend DN events and declare themselves as under- or unfunded researchers.
- Changes to the fee structure will be proposed at General Assemblies.

We are working on introducing fees that reflect the financial possibilities of our members and can be realised with the limited administrative resources we have. We are considering a three- and five-year rate (70€ and 120€, notably for those can have their fees reimbursed by projects or institutions). We will also offer institutional membership if there is a recognized demand. Members will be invited to make voluntary donations to support DiscourseNet, notably to facilitate activities of under- or unfunded academics. We are working on an integrated payment system (through credit card, bank account, paypal, helloasso...) on our portal. All members have to register on the DN website and to keep their profiles up to date. The records of members will be kept according to our privacy statement and guidelines. We currently do not have non-profit status and will consider applying for it if there is a need. Membership registration is only completed upon payment. We recommend members to set up a permanent order for the payment of the annual fee. Membership automatically ceases if the annual fee is not paid by 12 months after the preceding payment. The Board may decide to not admit or to exclude members of DiscourseNet.
§4 Financial operations

The legal representatives are responsible for all financial questions and decides on the budget. The Treasurer acts on behalf of the Board. He or she has access to the DiscourseNet bank account. The Treasurer prepares a financial report once a year and shares it with the legal representatives. The financial report is reported to the General Assembly.

§5 Collection of fees

DiscourseNet members pay fees from 01/01/2020.

1) By bank transfer, currently the bank account is
   Gradnet e.V.
   IBAN: DE80 1203 0000 1001 1963 18
   BIC: BYLADEM1001
   Bank address:
   Deutsche Kreditbank AG
   10919 Berlin, Germany

2) Via paypal (DN already has a paypal account for Paris conference
   (dnc3aled@gmail.com, currently associated with GradNet e.V.). After the conference we can repurpose it for the DN Association. NB: Paypal costs DN 5% of intake.

3) The Treasurer keeps list (manually) of who has paid. Members may ask for invoices.

C. DiscourseNet Legal Statute - the formal registration as an association in Germany

To become an association, DiscourseNet will rely on the currently inactive association Gradnet e.V. presided by Johannes Angermuller, Martin Nonhoff and Alexandra Boehm. Gradnet e.V. (http://www.gradnet.de) will be renamed to DiscourseNet e.V. (e.V. means “eingetragener Verein - registered association”) by late 2019. The future DiscourseNet e.V. will be open to all those who are interested in discourse research. All participants of DiscourseNet events will be required to become members of DiscourseNet, which is expected to attract 500 members in the long run.
Gradnet currently has around 20, mostly inactive, members. A consultation in January-February 2019 shows they are mostly supportive about the transformation of their association into DiscourseNet e.V. They are aware that the change towards DiscourseNet e.V. will change the character of the association fundamentally. All members of DiscourseNet e.V. will have to pay the annual fee. If current members of Gradnet e.V. want to be members of the future DiscourseNet e.V. association, they will have to explicitly apply to the future Board and demand to continue their membership of the association.

Based on the current Gradnet e.V. statutes (http://www.gradnet.de/drupal/?q=node/70), this document will be submitted to a town magistrate in Germany in late 2019. After this point, it can no longer be changed easily. The German text is legally binding. The English version is included as information for members of DiscourseNet who do not read German. The English version is not legally binding.

§1 Name und Sitz des Vereins

(1) Der Name des Vereins ist »DiscourseNet e.V.«
(2) Sitz von DiscourseNet ist Erlangen.

§1 Name and domicile of the association

(1) The association bears the name “DiscourseNet e.V.”
(2) The domicile of the association is Erlangen, Germany.

§2 Eintrag ins Vereinsregister

Der Verein ist im Vereinsregister des zuständigen Amtsgerichts eingetragen.

§2 Listing in the register of associations

The association is listed in the register of associations of the competent Local Court.

§3 Zweck des Vereins

(1) DiscourseNet dient der Förderung von Wissenschaft und Forschung, insbesondere im Bereich der Diskursstudien.
(2) Der Zweck wird insbesondere verwirklicht durch
   (a) die Ausrichtung von wissenschaftlichen Veranstaltungen, Workshops oder Tagungen, einschließlich der Veröffentlichung von Tagungsbändern,
   (b) durch hochschulpolitische Stellungnahmen und Aktivitäten,
   (c) die Vorbereitung und Durchführung von wissenschaftlichen Projekten.
§3 Purpose of the association
(1) DiscourseNet advances academic research, especially in the area of Discourse Studies.
(2) In particular, this purpose is achieved through
(a) organising academic events, workshops or conferences, as well as publishing conference volumes
(b) issuing statements and activities in the higher education sector.
(c) preparing and conducting academic projects.

§4 Gemeinnützigkeit
(1) Der Verein verfolgt ausschließlich und unmittelbar gemeinnützige Zwecke im Sinne des Abschnitts »Steuerbegünstigte Zwecke« der Abgabenordnung.
(2) Der Verein ist selbstlos tätig; er verfolgt nicht in erster Linie eigenwirtschaftliche Zwecke. Mittel des Vereins dürfen nur für die satzungsmäßigen Zwecke verwendet werden. Die Mitglieder in ihrer Eigenschaft als Mitglieder erhalten keine Zuwendungen aus Mitteln des Vereins. Es darf keine Person durch Ausgaben, die dem Zweck des Vereins fremd sind oder durch unverhältnismäßig hohe Vergütungen begünstigt werden.

§4 Non-profit status
(1) The association shall solely and directly pursue objectives of benefiting the public interest within the meaning of the Chapter “Tax-Exempt Objectives” of the German Tax Code (Abgabenordnung).
(2) The association is a charitable organisation; it does not primarily pursue its own financial purposes. The association’s funds may only be used for the purposes defined in the statutes. The members, in their capacity as members of the association, shall not receive any financial allowances from the association. No person may benefit from expenditures that are not related to the purpose of the association, or through inappropriately high allowances.

§5 Mitgliedschaft
(1) Mitglied des Vereins kann jede natürliche und jede juristische Person des privaten oder öffentlichen Rechts werden.
(2) Über die Aufnahme von aktiven Mitgliedern entscheidet der Vorstand gemäß der in §8 aufgezählten Verfahren.
(3) Die Mitgliedschaft endet
(a) mit dem Tod des Mitglieds
(b) durch schriftliche Austrittserklärung, gerichtet an ein Vorstandsmitglied. Sie ist zum Jahresende möglich. Schon bezahlte Mitgliedsbeiträge werden nicht zurückerstattet.
(c) durch Ausschluss aus dem Verein im Falle grob satzungswidrigen Verhaltens; der Vorstand kann mit 3/4 Mehrheit den Ausschluss -- nach Anhörung des Betroffenen -- aussprechen.
§ 5 Membership
(1) Any natural adult person or institution is eligible to become a member of the association.
(2) The legal representatives decide on the addition of new active members, as specified in §8.
(3) Membership terminates
(a) with the death of the member.
(b) by means of a written declaration of withdrawal. Any declarations of withdrawal are to be submitted to a legal representatives in writing or via email. Membership can terminate at the end of a calendar year. Fees that have already been paid will not be reimbursed.
(c) by means of exclusion of a member by a resolution of the legal representatives that requires a three-quarter majority among the legal representatives – after hearing the party concerned – in circumstances where a member has grossly violated the interests or principles of the association.
(4) There is a possibility of passive membership with no voting rights. Passive members commit to sponsoring the association and supporting its objectives.

§6 Mitgliedsbeiträge und Finanzen
(1) Der Verein finanziert sich aus Mitgliedsbeiträgen, Spenden und öffentlichen Zuschüssen. Die Höhe der Beiträge wird von der Mitgliederversammlung mit einfacher Mehrheit festgesetzt und in der Finanzordnung geregelt.
(2) Die Mitglieder erhalten in ihrer Eigenschaft als Mitglieder keine Zuwendungen aus Mitteln des Vereins.
(3) Ausscheidende Mitglieder haben keinen Anspruch auf das Vereinsvermögen.
(4) Die Finanzen werden vom Kassier verwaltet.

§6 Membership fees and finances
(1) The association is funded through membership fees, donations and public funds. The amount of the membership fees shall be determined by a simple majority in the General Assembly and it is specified in the Finance Regulations.
(2) The members shall receive no benefits from the association’s funds in their capacity as members.
(3) Resigning members shall have no claims to the association’s assets.
(4) The Treasurer will keep the books and administer all finances.

§7 Organe des Vereins
Die Organe des Vereins sind Mitgliederversammlung und Vorstand.

§7 Executive bodies of the association
The executive bodies of the association are the General Assembly and the legal representatives.

§8 Die Mitgliederversammlung


(2) Die Mitgliederversammlung beschließt insbesondere über die Wahl des Vorstands, die Prüfung und Genehmigung der Jahresabrechnung, die Entlastung des Vorstands, Satzungsänderungen und Auflösung des Vereins.

(3) Die Mitgliederversammlung ist beschlussfähig, wenn sie ordnungsgemäß einberufen wurde. Stimmberechtigt sind nur aktive MitgliederInnen.


(7) Wahlen und Abstimmungen können auch über Onlinetechnologien durchgeführt werden.

(8) Über die Beschlüsse der Mitgliederversammlung wird Protokoll geführt. Hierfür zuständig ist der Schriftführer/die Schriftführerin oder bei Abwesenheit des Schriftführers/der Schriftführerin eine andere von der Mitgliederversammlung hierzu gewählte Person. Der Schriftführer/die Schriftführerin bzw. die andere von der Mitgliederversammlung hierzu gewählte Person beurkundet mit seiner/ihrer Unterschrift die Richtigkeit der Versammlungsbeschlüsse.

§8 The General Assembly

(1) A General Assembly shall be held at least once every two years. The President shall call for a General Assembly in writing at least 30 days prior to the meeting. An extraordinary General Assembly is to be called if one quarter of the members submit written requests to this effect.

(2) The General Assembly has to decide in particular about the election of the legal representatives, the evaluation and approval of the annual financial report, discharge of the legal representatives, modifications of the Statutes and dissolution of the association.

(3) The General Assembly has a quorum when it has been convened with the conditions set out in the statues. Only active members shall be entitled to cast votes.

(4) A member can transfer their right to vote to other members of the association. This transfer shall be recorded in writing if requested by the chair of the meeting.
The General Assembly shall pass resolutions by a simple majority of votes. This also applies to modifications of the Statutes.

Generally, elections shall be by secret ballot. If requested and agreed upon by all active members present, elections may also be held publicly. Votes are normally held publicly.

Elections and votes may also be conducted via online technologies.

Written minutes of the decisions taken by the General Assembly are to be taken and signed by the Secretary. In case of the absence of the Secretary, the General Assembly shall elect another person to keep the minutes. The Secretary or the other person elected to keep the minutes, verifies the accuracy of decisions taken by the General Assembly with their signature.

§9 Der Vorstand

(1) Der Vorstand wird zweijährig von der Mitgliederversammlung gewählt.
(3) Der Vorstand tagt mindestens einmal jährlich auf Einladung der/des Vorsitzenden.
(4) Vorstandsbeschlüsse erlangen Gültigkeit, wenn eine Mehrheit von Ja-Stimmen vorliegt.
(5) Über die Beschlüsse des Vorstands führt die Schriftführerin/der Schriftführer Protokoll, bei Abwesenheit des Protokollführers/der Protokollführerin der Kassier/in.
(6) Der Vorstand erstellt einen jährlichen Rechenschaftsbericht.

§9 The legal representatives

(1) The legal representatives shall be elected every two years by the General Assembly.
(2) The legal representatives comprise at least three members of the association: The President, the Treasurer and the Secretary. The General Assembly may elect additional legal representatives. If a legal representative retires before the regular period of office, the remaining representative may appoint a temporary substitution, who should stand as a candidate for the post in the next General Assembly. Each legal representative represents individually.
(3) The President shall invite the legal representatives to meet at least once every year.
(4) Decisions made by the legal representatives shall be validated, when a simple majority of ayes are achieved.
(5) The Secretary shall keep a record of the decisions taken by the legal representatives. In case of absence of the Secretary, the Treasurer shall keep a record.
(6) The legal representatives produce an annual report.
§10 Auflösung des Vereins und Anfall des Vereinsvermögens

(1) Bei Auflösung oder Aufhebung des Vereins oder bei Wegfall des bisherigen Zwecks fällt das Vermögen an European Science Foundation.
(2) Beschlüsse über die künftige Verwendung dürfen erst nach Einwilligung des Finanzamtes ausgeführt werden.
Paris, den 14.09.2019

§10 Dissolution of the association and use of the association’s assets

(1) In case of the dissolution or disbandment of the association, or in case of cessation of previous purposes, the association’s assets will be used by European Science Foundation.
(2) Decisions regarding the future use of assets may only be executed upon agreement of the German Tax Office.

Paris, 14/09/2019
APPENDIX I

Organigram
Appendix II Budget situation and projection

This table shows the number of participants in DN activities (100-300 per year up to 2018). It assumes a growing number of fee-paying members up to around 500 in 2028.

The income numbers are in €. We have had very significant contributions from projects in the past, which are highly variable. In 2019, project contributions are zero. We will continue
with those bids and invite everybody to help. However, even if we are successful in attracting more project money, there will be years with zero income.

The expenses are in €. Past numbers are estimates and future numbers are an optimistic scenario with two or three successful project bids.

Up to 2019, DN activities have relied on the voluntary contributions many individuals made to the network (Daniel Wrana programmed the webpage version 1.0 for free). DiscourseNet will remain a community where most contributions and activities will be for free. DiscourseNet has never aimed, and will never aim to make a profit. In the past, we received substantial funding from projects (85%, e.g. DFG-MeMeDa, ERC DISCONEX), institutions (7% e.g. Mainz, FHNW Bale) and conference fees (7%). Income has been variable over the years: in some years, we received next to nothing (e.g. in 2012 and 2019). In 2013-2018 a large ERC grant allowed us to spend on travels, administration and relaunching the webpage as version 2.0 (the latter’s development taking around >100000€ until 2018).

In the future, uncertainty concerning DN income will grow since we no longer have supporting projects and institutions at the moment. While we keep looking for institutional funding, regular and ongoing expenses such as web maintenance (which requires approximately 4000€ a year) and administration (which is unpaid for the time being) are difficult to cover.

It is against this background that we want to create the DiscourseNet association. The association will make sure our activities can go on years with no institutional support for basic things like webpage maintenance, which needs continuous attention from a professional developer. In the long run, we would also welcome professional administrative support in order to develop other services to the community. A small fee will make a huge difference for maintaining a stable and sustainable infrastructure for the many activities in DiscourseNet.