

FSM CONSTITUTION

17 October 2010

Istanbul, Turkey

PART I : NAME, FOUNDATION, WEB ADDRESS ETC.

- 1) The name of the association is “International Woodworking and Furniture Supplier Magazines’ Association”, shortly FSM.

FURNITURE SUPPLY MAGAZINE’S ALLIANCE

- 2) The foundation date, place: 17 October 2010, Istanbul
- 3) The web site: www.fsmallliance.org
- 4) The contact emails: secretary@fsmallliance.org and press@fsmallliance.org
- 5) The central office is the office of the actual president and change in conjunction with the change of the president.

PART II : PURPOSES

- 6) Among the main purposes of FSM, there are to create a synergy and a systematic solidarity between the magazines addressing to the woodworking, semi finished products and other furniture supplier industries; to provide healthy and accurate flow of information between the global markets and to exchange articles, reports, news and advertisements.

PART III : MEMBERSHIP

- 7) FSM members can only be B2B magazines that are published to address at least to one of the following industries: Timber, woodworking, furniture supplies, semi finished products, machinery & tools industries as well as all related equipment and materials to produce furniture.
- 8) The member magazines should be published physically for more than 2 years and at least four issues per year.

- 9) The member magazines are supposed to be the best ones in each country following the criteria of content quality, circulation and representational ability of the market
- 10) Only one magazine from one country can be the member of FSM.
- 11) FSM has 3 kinds of membership: Founding members, acquired members and candidate members.
- 12) The founding members of the association are those who were present in the founding meeting held in 17 October 2010 in Istanbul and who approved to be the founding members of the association.
- 13) FSM has 13 founding members. These are: The 13 founding members of FSM are **Asora Wood & Technology** (Argentina), **Supplier Woodworking Magazine** (Australia), **L'Echo des Bois** (Belgium), **Mobile Fornecedores** (Brazil), **Dmt** (Bulgaria), **Lignum** (Chile), **El Mueble y la Madera** (Colombia), **Material + Technik Möbel** (Germany), **Epipleon** (Greece), **Xylon** (Italy), **Porte** (Mexico), **Mobilya** (Turkey) and **Furniture Technologies** (Ukraine).
- 14) All magazines (other than these ones) which will be elected by the general assembly as FSM members are called "acquired members". In order to be able an acquired member of FSM, first a magazine should be recommended by another member or directly should have an application by their representatives for this purpose. If the board decide that this magazine meets the membership criteria, then invite it to the general assembly. To be voted in a general assembly, a representative from this magazine should be present there and should make a brief presentation before being voted. If this magazine get the absolute majority (more than half) of the members who are present at the yearly general assembly, it will be elected as an acquired member of FSM. The general assembly may approve or reject the membership of any application or may decide to keep the applicant magazine as the candidate member for one more year in order to collect detailed information enough to decide about it. A magazine that is rejected once may apply again for the membership almost for 3 times, but not before two years from the last request.
- 15) As an exception for the first year, some publications which expressed their willingness to be a future member of the association but which were not able to attend the foundation meeting, are all considered automatically as the first candidate members of FSM and will be invited by the board to attend the second general assembly. In this meeting that will be held in 2011, -if nobody else from their country will not apply for FSM membership - they will be the first acquired members by the approval of the assembly unless they are not absent there. In case of other applications from the same country, the members who will be

present in the second general assembly of FSM, will vote for them to choose the one which will be the first acquired members. You'll find the list of first candidate magazines in the temporary articles of the constitution, No: 44 and 45

- 16) Before being an acquired member, all those magazines are considered as candidate magazines. There may be several candidate members from the same country but only one of them can be elected as an acquired member.
- 17) Till the forthcoming general assembly of every year, every FSM members may suggest candidates from the countries where there aren't yet any FSM member. Besides this, a magazine may send a written application letter (by post or by an email) to be a candidate member. All applications or nominations before the yearly general assembly should be investigated and qualified by the board and the process will be finalized during the general assembly.
- 18) During a certain period, if there are more than one candidate magazine from one country, the board may ask to those candidates to send regularly their magazines to all FSM members to be able to get an idea about the magazine. The board may ask the same thing for a single magazine too, to get an idea about the applicant.
- 19) All member magazines may be represented by official and / or commissioned representatives in the FSM meetings and events. Every magazine will be represented officially by two people in FSM. At least one of them should be the official owner of the related publication. The other one may be a commissioned staff too. These two names and related contacts will be written in the membership questionnaire and in the FSM web page. They will be both called as "official representatives". But it is not necessary that these two people will be present in all meetings. Every member magazines may be represented by any other commissioned staffs in the general assemblies, formal and informal meetings and events. To this, an email send by one of the official representatives to the board members will be enough. In case of any leave or separation of a staff or one of the official members, the other official member is liable to inform the board with a written note.

PART IV : CANCELLATION OF MEMBERSHIP

- 20) The membership of FSM can be dropped in two cases: Voluntarily or by the 2/3 majority of the general assembly. Any FSM member magazine is free to leave FSM membership. To realize this, an official letter written -send by the owner of the member magazine to the board members- is enough. In this case, another magazine from the same country may apply for membership and may be elected as an FSM member if the general assembly approve.

- 21) Another way to drop the membership is possible by the decision of the general assembly. One sample is the case related with the violation of the constitution. If a member will apply to the board by saying that another member don't meet its membership criteria and reliabilities or is infringing FSM constitution, (i.e. not paying yearly fees, not attending to the general assemblies etc.) the board first ask the defense of the related member and then will decide whether to confer it to the general assembly or not. If yes, during the next general assembly, the situation of this member will be discussed and decided by the 2/3 majority.
- 22) Since FSM is supposed to have highly committed members devoted to the basics of the association & to its principle aims, and since the general assembly is supposed to behave as selective as possible, all current members can be considered as the best publications of their countries according to the criteria set in article 10. That's why they are selected as FSM members. But in the real life nothing is absolute and the conditions are always subject to change. So, in a certain period of time, if it is claimed that these criteria are not satisfied by this magazine any more, members may ask the board to discuss the situation and put it on the agenda of a general assembly. If this claim is approved by the 2/3 majority of the general assembly, even it is not highly presumed, the membership of this magazine may be cancelled.
- 23) If a magazine will be closed permanently or will stop its publication process for more then one year, the general assembly may cancel its membership by the 2/3 majority.

PART V : EXPECTATIONS FROM THE MEMBERS

- 24) Every member is expected to promote and to improve FSM and its goals and to support the board for the the common interests and benefits of the association. To publish the news about the association and its activities.
- 25) Every FSM member is expected to cooperate with other members as far as possible, especially in the topics related with their countries and their sphere of influence. They are expected to have fellow feelings and to act with solidarity in matters related with publishing world by exchanging their experience, sharing the problems and solutions.
- 26) If it is not against to its publishing policy, every FSM member is expected to provide information about its markets and to share it with other members. The members may publish the information published in other member magazines by asking the permission and by getting their approvals.
- 27) Every FSM member should attend at least one general assembly within 2 years.

- 28) Every FSM member should pay a yearly fee within the period declared by the board. The board will decide on this amount and it will be increased or decreased by general assembly upon the proposal of the board. The preliminary membership fee is cited in the temporary article of this constitution, No: 46
- 29) Even though it is not compulsory, every FSM members is expected to send their publications to each other and to put the logo of the association on their identification column.

PART V: BODIES

General Assembly

- 30) The main deciding body of the association is the general assembly. Every member magazines is represented in the general assembly with one person (the official or commissioned representative) and has only one vote.
- 31) The general assembly meets once in a year. The presence of the members' absolute majority (more than half) is enough to meet and to take decisions during general assembly. Only for some basic decisions (i.e. changes in the constitution, to join a federation, to drop the membership of a magazine, to be dissolve the association, etc.) the absolute majority will not be enough and the related clauses of the constitution will be applied. Other topics can be fixed only by the absolute majority (more than half) of the present FSM members.
- 32) Every member should regard to send a representative in the general assemblies at least once in two years. If a member magazine don't send any representative in two consequent general assemblies without any reasonable excuses, the board may ask their defense and accordingly may confer to the next general assembly with the motion to cancel its membership.
- 33) By the 2/3 majority quorum, the general assembly may decide to participate as a member to an international federation related with the media.

Managing Board

- 34) The general assembly elects a managing board for two years. Every two years, during the general assembly, all members will vote for the new board members among the members who expressed directly their candidateship or nominated as a by another member. Every two years, at least 5 members should be elected to

constitute a board. If there are only 5 candidates and no more objection, those members will directly be elected as board members without a voting process. If the candidates are more than 5, an election will be made and after the voting process, the ones who get the first 5 ranks will be elected as the board members.

- 35) Once elected, these 5 members will realize the delegation of authority and division of task in their first board meeting. By the votes of the board members , it is compulsory to elect a president and vice president. Other 3 members will be called as board members and by the decision of the general assembly, additional titles and jobs may be fixed for them. The meeting quorum for the first board meeting where the president and vice president will be elected, is 4/5 and the highest two vote rates will determine them respectively. In all other board meetings and decisions, the quorum is the absolute majority (more than half)
- 36) The board is the main managing body of the association. The president, vice president and board members will represent the association in the name of all member magazines in national and international platforms. The board may decide to assign tasks to the FSM members, to form necessary bodies and commissions etc.
- 37) The board will set yearly membership fees which will be deposited it in a special FSM account and is liable to issue the balance sheet every end of the year and submit it to the general assembly. The existing members must pay their fees every January. The acquired members must pay their fees within one month following the acceptance of the review.

Other Positions

- 38) To guarantee the best management of the association, the board can decide to nominate a general secretariat (professional consultant) who has to deal with the management and the coordination of all the activities. When needed the board could suggest to the general assembly to create an office for the realization, for example, of a worldwide advertising campaign or the organization of events, convention and so on. The incomes of these economical activities will be the wages for the association activities and must carried on in the interest of the members.

PART VI: MEANS

- 39) In order to realize the purposes cited in article 6, FSM bodies realize a series of actions such as:
 - to realize formal and informal meetings,

- to organize collective events,
- to design web sites
- to create international forums & networks,
- to issue press releases, specials publications
- to cooperate with other magazines, associations, institutions, companies and international bodies on the topics concerning with the publishing matters as well as woodworking and furniture supplier issues

PART VIII: DISSOLUTION

- 40) FSM may dissolve itself only by the general assembly decision taken by the 4/5 majority in a meeting convened by this objective. All debts and liabilities should be satisfied by the members as well as the assets, if any.

PART VII: TEMPORARY ARTICLES

- 41) The first board of FSM is elected in 17 October 2010 and is consisting of 5 members (**Zeki Yucel** - MOBILYA / Turkey, **Luca Rossetti** - XYLON / Italy, **Richard Barth** – MATERIAL+TECHNIK MÖBEL / Germany, **Carlos Castelo** - L'ECHO DES BOIS / Belgium, **Eduardo Kiss** - MOBILE FORNECEDORES / Brasil). In the first meeting, after the voting process, Zeki Yücel (Turkey) and Luca Rossetti (Italy) are elected respectively as the president and the vice president of FSM for 2 years.
- 42) 13 magazines that expressed their positive approach for the membership but couldn't be present in the founding meeting are: **HOLZ KURIER** (Austria), **WOOD INDUSTRY** (Canada), **CHINA WOOD INDUSTRY** (China), **PUU TEKNIKKA** (Finland), **BOIS MAG** (France), **DREWNO TECHNIKA** (Poland), **INTARZIA** (Romania), **LES PROM INFORM** (Russia), **FDM ASIA** (Singapore), **EL SECTOR** (Spain), **WOODWORKING & FURNITURE DIGEST** (Taiwan), **FURNITURE PRODUCTION** (UK) and **WOOD & WOOD PRODUCTS** (USA). They are all considered as candidate members.
- 43) After announcing the foundation of FSM, we had new membership applications. The qualified ones are **WOOD NEWS** and **MODERN WOODWORK** (India), **HOUTWERELD** (The Netherlands), **JOINERS** (New Zealand), **WOOD SA** (South Africa), **DEREWO** (Russia), **WOODWORKING NEWS** (Belarus). These are also considered as candidate members by the board. Till the next general assembly, there will be sure some other applications and the qualified ones considering FSM constitution, will be nominated as candidate members by the board and those who will be present in the general assembly will be voted to be the first acquired members of FSM.

44) The fees of 2010, is declared by the board as 150 US \$ and it should be paid as soon as possible by FSM founding members before the end of the year to cover the costs of hosting and constructing a web page and related online expenses. Since the deadline period of 2010 is too close, peculiar to 2011, the membership fees of the founding members will be paid till the end of April and then, the clause of the article 21 will be binding regularly.