

Statutes of the Association

Elise Richter Network

§ 1: Name, seat and field of activity

- (1) The name of the Association is "Elise Richter Network".
- (2) It has its seat in Vienna and extends its activities to Austria.
- (3) The establishment of branch associations is not intended.

§ 2: Purpose

The purpose of the Association, whose activities are non-profit-making, is to promote women* in science, to contribute to raising awareness of gender equality in science, to connect its members internally and externally, and to represent the interests of former, current and future Elise Richter post-holders (project leaders of FWF Elise Richter projects).

§ 3: Means to achieve the purpose of the Association

(1) The purpose of the Association shall be achieved by the non-material and material means listed in paragraphs 2 and 3.

(2) The idealistic means are

- a) Media work
- b) Participation in and, if necessary, organization of events in areas of interest to the Association (e.g. lectures, discussions).
- c) Networking of the members among themselves
- d) Networking of the members externally (with the public, universities, scientific institutions and similar institutions).

(3) The necessary material means shall be raised through

- a) membership fees and subscriptions
- b) Voluntary contributions or donations from members and non-members
- c) Private or public grants and subsidies
- d) Other contributions

§ 4: Types of membership

(1) The members of the Association are divided into ordinary, extraordinary and honorary members.

(2) Ordinary members are those who participate in the life of the Association. Extraordinary members are those who support the activities of the Association, in particular by paying a higher membership fee. Honorary members are persons who are appointed for special services to the Association.

§ 5: Acquisition of membership

(1) All physical persons who are or have been Elise Richter Award winners (FWF Elise Richter Programme) may become members of the Association.

(2) The Board shall decide on the admission of ordinary and extraordinary members. Admission may be refused without giving reasons.

(3) Until the establishment of the Association, the provisional admission of full and associate members shall be effected by the founders of the Association or, in the case of an already appointed Board, by the latter. This membership becomes effective only with the formation of the Association. If a Board is not appointed until after the formation of the Association, the (definitive) admission of ordinary and extraordinary members shall also be effected by the founders of the Association until then.

(4) Appointment as an honorary member shall be made by the General Assembly at the request of the Board.

§ 6: Termination of membership

(1) Membership is terminated by death, by voluntary resignation and by expulsion.

(2) Resignation can only take place on 31 December of a year. The Board must be notified in writing by e-mail at least one month in advance. If the notification is made late, it shall only be effective as of the next resignation date. The date of sending is decisive for the timeliness.

(3) The Board may expel a member if he/she is more than six months in arrears with the payment of membership fees despite two written reminders setting an appropriate grace period. The obligation to pay the membership fees that have fallen due remains unaffected.

(4) The exclusion of a member from the Association may also be ordered by the Board for gross violation of other membership obligations and for dishonourable conduct.

(5) The deprivation of honorary membership for the reasons mentioned in paragraph 4 may be decided by the General Assembly upon motion of the Board.

§ 7: Rights and duties of members

(1) Members are entitled to participate in all events of the Association and to use the facilities of the Association. The right to vote in the General Assembly as well as the active and passive right to vote is only granted to ordinary and honorary members.

(2) Every member shall be entitled to request the Board to hand over the Statutes.

(3) At least one tenth of the members may request the Board to convene a General Assembly.

(4) The members shall be informed by the Board at each General Assembly about the activities and financial management of the Association. If at least one tenth of the members

so request, stating their reasons, the Board shall also provide such information to the members concerned within four weeks.

(5) The members shall be informed by the Board of the audited accounts (presentation of accounts). If this is done at the General Assembly, the auditors shall be involved.

(6) Members are obliged to promote the interests of the Association to the best of their ability and to refrain from doing anything that could damage the reputation and purpose of the Association. They shall observe the statutes of the Association and the resolutions of the organs of the Association. Full and associate members are obliged to pay the membership fee and membership dues on time in the amount decided by the General Assembly.

§ 8: Bodies of the Association

The bodies of the Association are the General Assembly (§§ 9 and 10), the Board (§§ 11 to 13), the Auditors (§ 14) and the Court of Arbitration (§ 15).

§ 9: General Assembly

(1) The General Assembly is the "Members' Assembly" in the sense of the Associations Act 2002. An ordinary General Assembly shall be held every three years.

(2) An extraordinary General Assembly takes place at

- a. Resolution of the Board or the ordinary General Assembly,
- b. written request of at least one tenth of the members,
- c. Request of the auditors (§ 21 paragraph 5 first sentence VereinsG),
- d. Resolution of the auditor(s) (§ 21 para. 5 second sentence VereinsG, § 11 para. 2 third sentence of these statutes),
- e. Resolution of a court-appointed curator (§ 11 section 2 last sentence of these statutes)

within four weeks.

(3) All members shall be invited in writing by e-mail (to the e-mail address provided by the member to the Association) to both the ordinary and the extraordinary General Meetings at least two weeks before the date. The convocation of the General Assembly shall include the agenda. The convocation shall be made by the Board (par. 1 and par. 2 lit. a - c), by the auditor(s) (par. 2 lit. d) or by a court-appointed trustee (par. 2 lit. e).

(4) Motions for the General Assembly shall be submitted to the Board in writing by e-mail at least three days before the date of the General Assembly.

(5) Valid resolutions - with the exception of those concerning a motion to convene an extraordinary General Assembly - may only be passed on the agenda.

(6) All members are entitled to participate in the General Assembly. Only ordinary and honorary members are entitled to vote. Each member has one vote. The transfer of the right to vote to another member by means of a written proxy is permissible.

(7) The General Assembly has a quorum regardless of the number of members present.

(8) Elections and resolutions in the General Assembly are generally carried out by a simple majority of the valid votes cast. Resolutions to amend the Statutes of the Association or to dissolve the Association shall, however, require a qualified majority of two thirds of the valid votes cast.

(9) The General Assembly shall be chaired by the Chair or, if he/she is unable to do so, by his/her deputy. If he/she is also prevented, the oldest member of the Board present shall chair the meeting.

§ 10: Duties of the General Assembly

The following tasks are reserved for the General Assembly:

- a) Adoption of resolutions on the budget;
- b) Receipt and approval of the statement of accounts and the financial statement with the involvement of the auditors;
- c) Election and dismissal of the members of the Board and the Auditors;
- d) Approval of legal transactions between auditors and the Association;
- e) Discharge of the Board;
- f) Determination of the amount of the joining fee and the membership fees for ordinary and for extraordinary members;
- g) Award and revocation of honorary membership;
- h) Passing resolutions on amendments to the statutes and the voluntary dissolution of the Association;
- i) deliberation and passing of resolutions on other matters on the agenda.

§ 11: Board

(1) The Board consists of at least 7 and at most 9 members: It is mandatory to provide for a Chair and a first deputy as well as a second deputy, a secretary and a deputy as well as a treasurer and a deputy. Optionally, a maximum of two spokespersons may be elected to the Board in addition to the above-mentioned members.

(2) The Board shall be elected by the General Assembly. In the event of the resignation of an elected member, the Board shall have the right to co-opt another eligible member in his place, for which subsequent approval must be obtained at the next General Assembly. In the event that the Board should cease to exist at all, or for an unforeseeably long period of time, without a self-supplementation by co-optation, each Auditor shall be obliged to immediately convene an extraordinary General Assembly for the purpose of electing a new Board. Should the Auditors also be incapable of acting, every ordinary member who recognizes the emergency situation shall immediately apply to the responsible court for the appointment of a curator, who shall immediately convene an extraordinary General Assembly.

(3) The term of office of the Board is three years; re-election is possible. Each function in the Board shall be exercised personally.

(4) The Board shall be convened in writing or orally by the chair or, if he/she is prevented from doing so, by his/her deputy. If he/she is also prevented for an unforeseeably long period of time, any other member of the Board may convene the Board.

(5) The Board has a quorum if all its members have been invited and at least half of them are present.

(6) The Board shall pass its resolutions by a simple majority of votes; in the event of a tie, the chair shall have the casting vote.

(7) The Chair shall be chairing the General assembly or, if he/she is prevented from attending, his/her deputy. If he/she is also prevented, the chair shall be taken by the oldest member of the Board present or by a member of the Board appointed by a majority of the other members of the Board.

(8) Apart from death and expiry of the term of office (paragraph 3), the function of a member of the Board expires through dismissal (paragraph 9) and resignation (paragraph 10).

(9) The General Assembly may dismiss the entire Board or individual members at any time. The dismissal takes effect with the appointment of the new Board or Board member.

(10) The members of the Board may resign in writing at any time. The declaration of resignation shall be addressed to the Board, in case of resignation of the entire Board to the General Assembly. The resignation shall only become effective with the election or co-option (para. 2) of a successor.

§ 12: Duties of the Board

The Board shall be responsible for the management of the Association. It is the "governing body" in the sense of the Association Act 2002. It is responsible for all tasks that are not assigned to another body of the Association by the Statutes. The following matters in particular fall within its scope of action:

(1) Establishment of an accounting system in accordance with the requirements of the Association with continuous recording of income/expenditure and keeping a list of assets as a minimum requirement;

(2) Preparation of the annual budget, the statement of accounts and the closing of accounts;

(3) Preparation and convening of the General Assembly in the cases of § 9 par. 1 and par. 2 lit. a - c of these Statutes;

(4) Informing the members of the Association about the activities of the Association, the management of the Association and the audited accounts;

(5) Management of the Association's assets;

(6) Admission and expulsion of ordinary and extraordinary members of the Association;

(7) Admission and dismissal of employees of the Association.

§ 13: Special Duties of Individual Board Members

- (1) The Chair shall manage the day-to-day business of the Association. The Secretary and, if provided for, the Spokespersons shall assist the Chair in the conduct of the business of the Association.
- (2) The Chair represents the Association externally. Written documents of the Association shall be valid only if signed by the Chair and the Secretary, and in financial matters (disposition of assets) by the Chair and the Treasurer. Legal transactions between members of the Board and the Association require the consent of another member of the Board.
- (3) Legal authorizations to represent the Association externally or to sign on its behalf may only be granted by the members of the Board mentioned in paragraph 2.
- (4) In case of imminent danger, the Chair shall be entitled to issue orders on his/her own responsibility, even in matters falling within the scope of the General Assembly or the Board; however, in the internal relationship, these shall require the subsequent approval of the competent organ of the Association.
- (5) The Chair shall chair the General Assembly and the Board.
- (6) The Secretary shall keep the minutes of the General Assembly and of the Board.
- (7) The Treasurer shall be responsible for the proper financial management of the Association.
- (8) If the Chair, Secretary or Treasurer is prevented from attending, their deputies shall take their place.
- (9) All members of the Board (Chair, Treasurer, Secretary and their deputies and, if provided for, the Spokespersons) are authorised to speak on behalf of the Association within the framework of the purposes of the Association (Spokesperson function).

§ 14: Auditors

- (1) Two Auditors shall be elected by the General Assembly for a period of three years. Re-election is possible. The Auditors may not belong to any body - with the exception of the General Assembly - whose activities are the subject of the audit.
- (2) The Auditors shall be responsible for the ongoing control of the business and the financial management of the Association with regard to the correctness of the accounts and the use of the funds in accordance with the Statutes. The Board shall submit the necessary documents to the auditors and provide them with the required information. The auditors shall report to the Board on the results of the audit.
- (3) Legal transactions between auditors and the Association require the approval of the General Assembly. In all other respects, the provisions of § 11 (8) to (10) shall apply correspondingly to the Auditors.

§ 15: Court of Arbitration

(1) The Association's internal Arbitration Tribunal is appointed to settle all disputes arising from the Association's relationship. It is a "conciliation body" in the sense of the Association Act 2002 and not an arbitration court according to §§ 577 ff ZPO.

(2) The Arbitration Tribunal shall be composed of three full members of the Association. It shall be formed in such a way that one party to the dispute nominates a member as arbitrator in writing to the Board. Upon request by the Board within seven days, the other party to the dispute shall nominate a member of the arbitral tribunal within 14 days. After notification by the executive committee within seven days, the nominated arbitrators shall elect a third ordinary member as chairman of the arbitral tribunal within a further 14 days. In the event of a tie, a decision shall be made by drawing lots among the nominees. The members of the arbitration tribunal may not belong to any body - with the exception of the General Assembly - whose activities are the subject of the dispute.

(3) The Arbitral Tribunal shall reach its decision after hearing both parties and with all its members present, by a simple majority of votes. It shall decide to the best of its knowledge and belief. Its decisions are final within the Association.

§ 16: Voluntary dissolution of the Association

(1) The voluntary dissolution of the Association may only be decided at a General Assembly and only by a two-thirds majority of the valid votes cast.

(2) This General Assembly shall also decide on the liquidation of the Association, provided that the assets of the Association are available. In particular, it shall appoint a liquidator and decide to whom the liquidator shall transfer the assets of the Association remaining after the liabilities have been covered. These assets shall, as far as possible and permissible, go to an organisation pursuing the same or similar purposes as this association, otherwise to social welfare purposes.

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