

STATUTES OF THE SOCIETY

ÖSTERREICHISCH-SÜDAFRIKANISCHE VEREINIGUNG "FRIENDS OF SOUTH AFRICA" AUSTRIAN – SOUTH AFRICAN SOCIETY „FRIENDS OF SOUTH AFRICA“

§ 1. Name, Headquarters and Activities

- (1) The society bears the name: Austrian – South African Society "Friends of South Africa".
- (2) The society's headquarters are in Vienna, and its activities extend throughout Austria.
- (3) The setting up of branches in all the states is intended.

§ 2. Purpose

The society, which is a non profit organisation, aims at

- (1) The promotion of integration and mutual understanding or cooperation of Austrian residing South Africans as well as Austrian friends of South Africa;
- (2) the imparting of information about the democratic South Africa to members and the public, particularly in the area of adult education;
- (3) the carrying out of cooperative projects concerning cultural, educational, social and development fields;
- (4) the development and support of economical relations between Austria and South Africa;
- (5) the counselling and support of the society's members.

§ 3. Means by which the society intends to achieve its goals:

- (1) The society's aims shall be achieved by the below stated non-materialistic and materialistic means.
- (2) Non-material means are:
 - a) the holding of events of every kind, particularly those of an information, and cultural nature as well as social get-togethers;
 - b) the support of cultural, educational, social and development projects;
 - c) the carrying out of activities in the area of public work (for example the setting up of an internet website);
 - d) promotion and exchange of personal experiences and communication amongst members;
 - e) the cooperation between institutes and organisations with similar aims in Austria and South Africa.
- (3) The necessary material means shall be raised by means of:
 - a) Membership contributions;
 - b) Proceeds from events;
 - c) Donations and collections;
 - d) Subsidies.

§ 4. Types of Membership

- (1) The members of the society will be made up of ordinary, extraordinary and honoured members.
- (2) Ordinary members are persons who fully participate in the society's work. Extraordinary members are physical and legal persons who encourage the society's activities by means of raised membership contributions. Honoured members are persons who are appointed due to exceptional services.

§ 5. Acquisition of Membership

- (1) Members of the society can be all physical and legal persons whose aims support
- (2) those of the society.
- (3) The Board has the final decision in the appointment of ordinary and extraordinary members. Appointment of members may be refused without reason.
- (4) The appointment of an honoured member takes place by order of the Board during the Annual General Meeting.
- (5) Before establishing the society the appointment of members takes place by means of proponent(s). The membership only comes into effect once the society has been established.

§ 6. Termination of Membership

- (1) Membership expires by death, (with juristic persons through loss of legal status), by voluntary resignation, and by suspension.
- (2) Exit can take place at any time.
- (3) The suspension of a member from the society can be ordered by the Board on account of breach of duty and dishonourable behaviour. An appeal to the General Assembly against the suspension is permissible, until their decision membership rights are suspended.
- (4) The denial of an honorary membership can by reasons as stated in Item 3, be decided upon by the General Assembly.

§7. Rights and obligations of the Members

- (1) The Members are entitled to take part in all the events of the Society, and to uphold the facilities of the Society. Only the ordinary and honorary members (including active and passive voting rights) are entitled to vote at the General Assembly.
- (2) The Members are obliged to promote the interests of the Society and obliged to refrain from any activities which may harm the aims and purpose of the Society. The ordinary and extraordinary Members are obliged to be punctual in payment of the membership fees as decided by the General Assembly.

§8. Executive body

The executive body of the Society is the General Assembly, the Board, the Auditor(s), and the Arbitration Board (Jury).

§9. The General Assembly

- (1) The ordinary General Assembly takes place annually.
- (2) An extraordinary General Assembly can take place only by decision of the Board or ordinary General Assembly, be applied for in writing by at least a tenth of the Members or by demand of the Auditor(s), and must take place within four weeks thereof.
- (3) All Members are to be notified/invited in writing at least 3 weeks prior to both the ordinary and extraordinary General Assembly. The date for the General Assembly must take place according to the agenda. The convocation is done by the Board.
- (4) Applications for the General Assembly are to be submitted in writing at least 10 days prior to the General Assembly.
- (5) Valid decisions – with the exception of an application for the convening of an extraordinary General Assembly - can only be made in accordance with the agenda.
- (6) All Members have the right to vote at the General Assembly. Only the ordinary and the honorary Members have voting rights, provided they have fulfilled their duties. Every Member has one vote.
- (7) The General Assembly constitutes a quorum only in the presence of half the Members with voting rights (Item 6). If the General Assembly does not constitute a quorum by the given hour, the General Assembly will take place 30 minutes later according to the same agenda, and constitutes a quorum regardless of the number present.

- (8) The votes and passing of a resolution in the General Assembly, follows the principle of majority vote. Resolutions by which the statutes of the Society will be changed or dissolved require a qualified majority vote of two thirds of submitted valid votes.
- (9) The Chair in the General Assembly is lead by the President, and is represented by the Vice President in absence of the President. In the event of both the President and Vice President not being present the oldest present Board Member is to take the Chair.

§10. Duties of the General Assembly

The following duties are reserved for the General Assembly:

1. Acceptance and approval of financial report and the closing of accounts;
2. Passing of a resolution on the estimates;
3. Appointment and dismissal of Members of the Board and the Auditors;
4. Setting of Membership contributions for ordinary and extraordinary board members;
5. Awarding and denouncement of Honorary Members;
6. Decisions regarding appeals against the suspension of a membership;
7. Passing of a resolution regarding statute changes and the voluntary dissolving of the society.
8. Counselling and passing of resolutions regarding any other business on the agenda.

§ 11. The Board (Managing Committee)

- (1) The Board consists of at least 4 and maximum 9 Members namely the President, the Vice President, the Secretary, the Cashier.
- (2) The Board has the right to co-opt another Member in the event of the expulsion of a Member, which has to be authorised at the next General Assembly.
- (3) The period of the Board amounts to 2 years. At least until a new Board has been voted. Expelled Board members may be voted again.
- (4) The Board is summoned orally or in writing by the President, in whose absence by the Vice President.
- (5) The Board constitutes a quorum when all the Members have been invited and at least half are present. Decisions of the Board can be concluded by E-mail in the event of urgency and when it is not possible to summon and hold a Board Meeting. Only when all the Board Members have been sent the said E-mail and half of the Members have cast their votes does the Board constitute a quorum. Majority vote decides.
- (6) The Board can conclude its decisions with majority vote; with parity of votes the President's vote settles.
- (7) The Chair is lead by the Vice President in absence of the President. In absence of the vice President, the oldest present Board Member.
- (8) The duties of a Member are relieved only, with exception of death or expiry of the period of duties, in event of dismissal or resignation.
- (9) The General Assembly can dismiss the whole Board or a single Member at any time.
- (10) The Board Members can hand in their written resignation at any time. The reason for resignation is to be submitted to the Board, and in the event of the entire Board, to the General Assembly. The resignation is only effective once the vote, or co-opt of a successor has been decided.

§12. Duties of the Board

The Board is responsible for the administration of the Society. It is responsible for all duties, which are not assigned by the statutes of another Society's executive body. In it's area of responsibilities are the following matters:

1. Drawing up of the annual estimates, as well as the reporting of the financial report and closing of the accounts;
2. Preparation of the General Assembly;
3. Summoning of the ordinary and extraordinary General Assembly;
4. Administration of the Society's assets;
5. Admittance and dismissal of Society members;
6. Admittance and dismissal of Society employees;

§13. Specific duties of individual Board Members

- (1) The President holds the highest function in the Society. He/She represents the Society, particularly to authorities and 3rd persons. He/She chairs in the General Assembly and Board. He/She is authorised in matters concerning the sphere of activities of the General Assembly or Board, to act independently without delay. This does however require the belated agreement of the responsible Society's Executive body.
- (2) The Secretary is to support the President in the Society's business. His/Her duties include administration of the Minutes of the General Assembly and Board.
- (3) The Cashier is responsible for the financial matters of the Society.
- (4) Written copies and notices of the Society, particularly obligatory documents of the Society are to be completed by the President and the Secretary and documents concerning financial matters are to be completed by the President and the Cashier.

§14. Financial Year

The financial year is identical to that of the calendar year.

§15. Auditors

- (1) Two Auditors are voted by the General Assembly for the duration of two years. A re-election is possible.
- (2) The Auditors are responsible for the reviewing of accounts. They are to report the results of the examination at the General Assembly.
- (3) The rules of §11 par. 3, 8, 9, and 10 apply to the Auditors.

§16. The Arbitration Board

- (1) The Jury decides on all matters concerning Society related disputes.
- (2) The Jury consists of 5 ordinary Society Members. The Board is to present the dispute to two Members of the Jury within 14 days. The votes are determined by a majority vote of the Jury. By a parity of votes, a decision is reached by drawing of lots.
- (3) The Jury's decision is taken, in the presence of all its Members, by a majority vote. The Jury's decision is final to the best of ones knowledge and belief.

§17. Dissolution of the Society

- (1) The voluntary dissolution of the Society can only take place in a convened extraordinary General Assembly, and with 2/3 majority of valid cast votes.
- (2) The general Assembly also has to decide on a Liquidation process in the event of the Society's assets. A Liquidator is to be summoned and a resolution to be concluded once the remaining assets have been transferred to cover costs. These assets shall be, where possible and allowed, fall to an organisation which follows the same or similar purposes.