

STATUTES  
of the  
Association

Volunt2thai Austria – Association for the promotion of volunteer work

1. Name, location and object

- 1.1. The association is called “Volunt2thai Austria – Association for the promotion of volunteer work“ and is located in Groß-Enzersdorf.
- 1.2. Area of operation: worldwide. The fiscal year runs from 1<sup>st</sup> January to 31<sup>st</sup> December.
- 1.3. The function titles in these statutes refer to male and female participants equally.

2. Aim

- 2.1. The aim of the association is to promote and support volunteer engagement of young adults and adults, and to achieve an essential contribution towards development cooperation and create an international understanding. The association has many tools in different areas which have a sustainable effect on student help, apprenticeship, national and adult education which allows the potential of volunteer work to be fulfilled. Furthermore its aim is to achieve a contribution to science and research in these areas.
- 2.2. This is a non-profit association.
- 2.3. According to these statutes the association only has charitable and direct goals, and is by definition a charitable, non-profit organization (§§ 34 to 47 of the Austrian Federal Fiscal Code).

3. Ways and means for achieving the purpose of the  
Association

- 3.1. The aim of the association will be reached thanks to the following ideal tools:
  - 3.1.1. The promotion of student help, apprenticeship, national and adult education;

- 3.1.2. Offers and organization of internships as well as volunteer placements in educational facilities (schools, training schools and universities), medical facilities (clinics, hospitals and other practices) and agricultural businesses (eg: farmstead) in Thailand;
  - 3.1.3. Offers board and lodging for the duration of an internship or volunteering in Thailand;
  - 3.1.4. Supports Visa-issues for volunteers and interns in Thailand thanks to official invitations from the Thai internship placements or other social facilities (NGOs, schools...);
  - 3.1.5. Supports for interns and volunteers through the establishment of operation plan and work schedules in Thailand;
  - 3.1.6. Supports volunteers, interns, pupils and students through communication with the Thai work placements before, during and after your stay in Thailand;
  - 3.1.7. Support of science and research facilities through data collection, data switching, and cooperating with partners in Thailand for the accomplishment of scientific studies;
  - 3.1.8. Establishment of a web page and/or further publications and electronic media;
  - 3.1.9. Meetings, discussions, informational conventions and presentations;
  - 3.1.10. Promotion of development cooperation and international understanding;
  - 3.1.11. Building a library.
- 3.2. The aim of the association shall be reached through the following material ways and means;
- 3.2.1. Admissions fees and membership fees;
  - 3.2.2. Donations, gifts and voluntary contributions;
  - 3.2.3. Sponsoring and other commissions;
  - 3.2.4. Subventions of public or private sources;

- 3.2.5. Selling the materials of the association and merchandising articles;
- 3.2.6. Earnings from charity events and auctions, as long as they serve the aim of the association;
- 3.3. The association can have employees, as long as the material means and the aim of the association allow this and the association can also use the services of third parties in order to achieve the aims of the association. Any member of the association, including the association's functionaries, can be paid as long as their activities are superior to the typical association's tasks. These payments must stand up to a possible third party comparison. The association is not allowed to favor a person through administrative expenses, which go against the aim of the association.

#### 4. Types of Memberships

- 4.1 The members of the association are divided into ordinary extraordinary an honorary members.
- 4.2 Ordinary members are natural or legal persons who support the activities of the association especially through active participation to achieve the association's goal.
- 4.3 Extraordinary members are natural or legal persons who feel connected to the association's main goal and who support the activities of the associations especially through financial means.
- 4.4 Honorary members are natural persons who are chosen during the general meeting by the members because of their extraordinary participation in the project.

#### 5. Obtaining Membership

- 5.1. In order to become a member (excluding the honorary membership) one must send a written application to the managing committee.
- 5.2. The managing committee decides about the admission of an application. Membership can be denied without need for justification.
- 5.3. The admission of the honorary members is decided during the general meeting by the members according to these statutes.

## 6. Termination of Membership

- 6.1. The membership ends due to s (loss of legal personality for legal persons), withdrawal, cancelation and expulsion.
- 6.2. The withdrawal can be completed at any time with the condition of giving two months notice; one must send a written withdrawal to the managing committee.
- 6.3. The cancelation from the membership list by the managing committee is conform when a member has failed to pay the membership fees, admissions fees, or other monetary contributions towards the association after the 2<sup>nd</sup> written warning in a period of time longer than 4 months.
- 6.4. The cancelation will be sent to the member in written form, outstanding bills of the association against the cancelled member are not affected by the cancellation. The cancelation can be undone if the outstanding bills are paid within one week from cancelation date.
- 6.5. The exclusion of a member can be done at anytime for important reasons by the managing committee. These reasons include abrasive violation of member's duties and/or actions that violate the association and destroy the mutual trust between the association and its member in question.
- 6.6. Only a member of the managing committee can produce a demand of expulsion of one of the members of the association. The latter must have the opportunity to defend himself in front of the board of directors in written or oral form. The decision of the board has to be given to the member in written form.
- 6.7. The member can appeal against the decision of his expulsion in front of the court of arbitration of the association (Point 16).
- 6.8. From the date of expulsion notice until the final internal decision of the association, the members rights are suspended but his obligations and duties remain. On the date of final expulsion all of the members rights are extinguished.
- 6.9. The deprivation of the membership is possible due to the reasons noted in 6.5 by the general meeting at any time.

## 7. Rights and Duties of the Member

- 7.1. The members are allowed to participate in any event of the association and they have a claim on any of the facilities of the association, according to the managing committee's guidelines.
- 7.2. The right of participation at the general meeting is open to every member. The active right to vote is only for the ordinary members however every ordinary member has one voice. The ordinary members have the passive right to vote for the managing committee.
- 7.3. The members are obliged to support the interests of the association with all their power and they must not do anything that could harm the reputation and the

purpose of the association.

- 7.4. The ordinary and extraordinary members are obliged to make punctual payments for the admission fee and membership fees which are evaluated once a year by the managing committee.
- 7.5. Honorary members are released from their obligation to pay admission and membership fees.
- 7.6. At association events the members can be obliged to participate financially.

## 8. Organs of the Association

- 8.1. The organs of this association are the general meeting, the managing committee and the legal consultants and the court of arbitration of the association.

## 9. The General Meeting

- 9.1. The ordinary general meeting takes place once per year.
- 9.2. The extraordinary general meeting takes places within six weeks of either a special decision made by the managing committee, or of a written application of at least 10% of the associations members, or of a request of the legal consultants.
- 9.3. Whether ordinary or extraordinary general meetings, the members must be conveyed in written form (by post, fax or e-mail) at least 4 weeks before the date of the meeting. The setting of the general meeting must take place within a declared temporary agenda. The managing committee is responsible for convening the members to the general meetings.
- 9.4. If the managing committee is not able to or fails in his duty to convene the members to the general meeting, then the legal consultant has the right and the duty to do it in its place according to these statutes
- 9.5. Modifications of the temporary agenda for the general meeting can only be requested by ordinary members, up to 3 weeks before the date of the general meeting, in written form in front of the managing committee. The managing committee has to send out the final agenda maximum two weeks before the general meeting. Applications for further modifications of the final agenda can be requested maximum one week before the general meeting in front of the managing committee. Applications for modifications of the statutes or the dissolution the association can only be done by the managing committee or by 10% of all members.
- 9.6. Effective decisions during the general meeting can only be made concerning items of the agenda.
- 9.7. Every member is allowed to participate in the general meeting however only the ordinary members have a right to vote. If a member is unable to attend the general meeting it is possible for him/her to give power of attorney in written form to another member of the association. One member can only receive maximum 2

absent members' power of attorney.

- 9.8. The general meeting is allowed to make decisions if 50% of all members who have a right to vote are present. If the 50% are not present, the general meeting has the power to make decisions after 20 minutes. The qualified majority voting system is used when decisions are made by vote.
- 9.9. Decisions concerning the modifications of the statutes or the dissolution of the association must be made with a majority of 3 quarters of all valid votes.
- 9.10. The presidency in the general meeting is held by the chairman of the association or in his absence by the deputy-chairman. If the deputy-chairman is also absent then the oldest present member holds presidency. The head of the general meeting can invite public guests to the usually privately held meetings.
- 9.11. The resolution of the general meeting must be recorded in written form.

## 10. Duties of the General Meeting

- 10.1. The general meeting has the following duties:
  - 10.1.1. Receiving the annual reports and relieving the managing committee;
  - 10.1.2. The voting and the dismissal the members of the managing committee as well as the approval of the co-option of the members of the managing committee, and the voting and the dismissal of the legal consultants;
  - 10.1.3. Approval of legal transactions between members of the managing committee or legal consultants and the association;
  - 10.1.4. Resolution and adoption of the statutes of the association as well as the dissolution of the association;
  - 10.1.5. Counseling and resolving miscellaneous elements of the agenda;
  - 10.1.6. Granting and deprivation of the honorary membership.

## 11. The Managing Committee

- 11.1. The managing committee is the guiding organ of the association according to § 5 Section 3 of the Austrian Association Acts and is composed of two persons. The managing committee is composed of the chairman and the deputy-chairman. The chairman's role is to distribute functions within the managing committee and create the internal regulations.
- 11.2. In case of withdrawal of a member, the managing committee has the right to replace this member with a new one, and this replacement will be reviewed at the next general meeting. If the general meeting refuses the added member, his actions until that date remain valid. If the managing committee fails to replace the latter member, at all or during an unforeseeably long time, the legal consultants have the duty to immediately organize another general meeting for voting another new member of the managing committee.

- 11.3. If the legal consultants also fail in their duty or is inexistent, then any group of three ordinary members who realize the necessity of the situation have the right to immediately organize an extraordinary membership meeting or to apply in front of a jury to provide a trustee, who has the right to immediately organize the general meeting.
- 11.4. The managing committee is appointed by the general meeting for three years. Members of the managing committee can be voted infinitely.
- 11.5. Members of the managing committee convened to the meetings of the managing committee. This can be in written or oral form and has to be done at least one week before the date of the meeting. Outside guests can be invited to the private managing committee meetings however they do not have the right to vote.
- 11.6. The managing committee can make resolutions when both parties of the committee are present. These resolutions must be made unanimously.
- 11.7. The chairman has the presidency of the association.
- 11.8. The functions of the members of the managing committee end in the case of death, resignation or revocation (revoked by the general meeting).
- 11.9. The members of the managing committee can give their resignation at any time in written form. The letter of resignation must be addressed to the managing committee and in the case where the entire managing committee wishes to resign, the letters of resignation must be addressed to the general meeting. The resignation must not be done at a time when it compromises the integrity of the association.

## 12. Tasks of the Managing Committee

- 12.1. The managing committee has the direction and management of the association. It has all the duties, which are not directed to another organ in the statutes. Its sphere of action especially concerns the following duties:
  - 12.1.1. Establishing the annual estimates, drafting the statement and balance of accounts;
  - 12.1.2. Determination of the admission fees and membership fees;
  - 12.1.3. Organizing and convoking the ordinary and extraordinary general meetings;
  - 12.1.4. Managing the finances of the association;
  - 12.1.5. Admission and dismissal of members of the associations;
  - 12.1.6. Managing a register of members;
  - 12.1.7. Admission and dismissal of employees of the association;
  - 12.1.8. Announcement of modifications of the statutes, which have an influence on the tax benefits, to the governmental tax authority within one month.

### 13. Specific Obligations of One Member of the Managing Committee

- 13.1. The association is represented by the chairman or deputy-chairman, both individually.
- 13.2. The chairman leads the presidency of the general meeting and the managing committee.

### 14. Legal Consultants

- 14.1. The association has two legal consultants, which do not have to be members of the association. They are voted in during the general meeting for a term of 3 years. It is possible to be reelected. The general meeting must approve the validity of legal transactions between the legal consultants and the association.
- 14.2. The legal consultants must manage the public finances of the association according to the correctness of the commercial accounting and the application of the means according to the correctness of the statutes within 4 months since the establishment of the statements of accounts. The managing committee has to submit the required papers to the legal consultants and must grant access to the required information. The legal consultants have to inform the general meeting of the outcome of their inspections. The accountant's report must confirm the correctness of the commercial accounting and the application of the means according to the correctness of the statutes or state any misconduct, which endanger the association's integrity. Furthermore, any extraordinary expenses or incomes must be stated, as well as any internal transactions.
- 14.3. If the association is obligated according to legal restrictions to appoint a certified public accountant, then he takes the task of the legal consultant instead. This is also effective in the case of voluntary audit of annual accounts.

### 15. Arbitral Court of the Association

- 15.1. If there are any internal disputes of the association, the arbitral court of the association determines the outcome.
- 15.2. The arbitral court of association consists of three people, who must not be members of the association. It is formed so that any party in dispute has to nominate an arbitrator in front of the managing committee. In case the managing committee itself or the association is one of the parties in dispute, they then have to nominate another member as an arbitrator within fourteen days. If another member of the association is affected by the conflict, then the managing committee summons this member to nominate another member as an arbitrator in front of the arbitral court of association, within fourteen days of notification of the order.

- 15.3. The two arbitrators have to unanimously choose a third person as a chairman of the arbitral court. If they cannot agree within fourteen days, then lot will decide between the candidates who have been nominated by the arbitrators who are obliged to participate in the lot. In case a nominated arbitrator hinders the outcome or work of the arbitrator court, so then the member who has nominated this arbitrator is held responsible and obliged by the managing committee to find a replacement within a reasonable time period.
- 15.4. At first, the arbitrary court tries reconciliation, if that is not possible it is authorised to decide the outcome of the conflict. The parties in dispute have the right to be represented by an advocate but they do not receive reimbursement. At any time during the proceedings the arbitrary court could recommend bearing of the costs.
- 15.5. The arbitrary court makes a unanimous decision when all of its members are present. The parties in dispute have the opportunity to express themselves in written or oral form about the conflict itself. If the arbitral court think an oral negotiation is appropriate it can convoke it with the parties in dispute. It decides to its best knowledge and belief. The chairman of the arbitrary court is responsible for facilitating and justifying the decision. His decisions are final for the association.
- 15.6. If the respondent does not name an arbitrator within fourteen days of the nomination by the applicant of the arbitrators or if he does not name a replacement within the appropriate time period (point 15.3), then the matter in dispute counts as approved.

## 16. Dissolution of the Association

- 16.1. The voluntary dissolution of the association can only be determined in an ordinary or an extraordinary general meeting whose invitation already includes the item on the agenda and with a majority of two thirds.
- 16.2. The general meeting determines the liquidation. The chairman is entitled to replace the liquidator, as far as the general meeting agrees with it.
- 16.3. At the dissolution of the association or the discontinuation of the purpose of the association, first the passive of the association have to be covered in terms of §§ 34 ff BAO. Then the remaining assets of the association have to be used for non-profitable purposes and have to be transferred to a charitable organisation (which has a similar purpose according to point 2 of these statutes of the association) in terms of §§ 34 ff BAO, and with the obligation to use the transferred assets only for non-profit purposes.