

Statutes of the Association

Global Case Study Challenge

§ 1: Name, Seat and Field of Activity

The Association bears the name "Global Case Study Challenge. Association for the Promotion of Digital and Intercultural Leadership and Collaboration Skills."

It has its registered office in 9020 Klagenfurt and extends its activities throughout the world.

The establishment of branch Associations is not intended.

§ 2: Purpose

The purpose of the non-profit Association is to promote the exchange of information and networking between Austrian and international students, as well as lecturers and educators working at Austrian universities with international colleagues. In the course of the Association's activities, virtual events on various topics are organized.

§ 3: Means to achieve the purpose of the Association

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

(1) Non-material provisions:

- a.) Lectures and discussion events in the area of Collaborative Online International Learning, or Virtual Exchange (information events).
- b.) Organization of exchange among the members (networking).
- c.) Organization and provision of advantages for members (benefits).
- d.) Operating a homepage as an information platform (Homepage).

(2) The necessary material means are to be raised through

- a.) Joining fees and membership fees
- b.) Grants and subsidies
- c.) Income from events
- d.) donations and sponsoring

§ 4: Types of membership

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

(2) Ordinary members are those who use the offers of the Association or the non-material provisions according to § 3 (3) and participate in the work of the Association.

- (3) Extraordinary members are those who use the offers of the Association or the non-material provisions according to § 3 (3) and support the activities of the Association mainly by paying an increased membership fee.
- (4) Supporting members are those who participate in the activities of the Association financially, through contributions in kind or through supporting measures (e.g. advertising).
- (5) Honorary members are persons who are nominated as such for special services to the Association.

§ 5: Acquisition of membership

- (1) All physical persons who have a function in higher education can become full members of the Association. Educational service providers or consultants cannot become ordinary members.
- (2) Extraordinary members of the Association can be all legal entities, tradespersons as well as other legal entities whose main purpose is the provision of services in higher education.
- (3) Supporting members can be natural entities or other legal entities that participate in the activities of the Association in accordance with §3 paragraph 3 lit. The board of directors decides on the admission of ordinary, extraordinary and supporting members. The admission can be refused without providing reasons.
- (4) The appointment as an honorary member is made by the General Assembly upon application of the Board.

§ 6: Termination of membership

- (1) Membership shall be terminated by death, in the case of legal entities and partnerships with legal capacity by loss of legal personality, by voluntary resignation and by exclusion.
- (2) Membership must be applied for anew each year and the membership fee must be paid.
- (3) The board of directors can exclude a member if he/she does not pay his/her membership fee despite a written reminder. The obligation to pay the due membership fees remains unaffected.
- (4) The Executive Board may expel a member if he or she misuses the Association's events to solicit business or behaves in a manner inconsistent with the purpose of the Association. The Executive Board may also expel a member from the Association for gross violation of other membership obligations and for dishonorable conduct.
- (5) The deprivation of honorary membership can be decided by the board.

§ 7: Rights and duties of the members

- (1) Members are entitled to participate in all events of the Association. The right to vote in the general assembly as well as the active and passive right to vote is entitled to all supporting members.
- (2) The statutes of the Association are published on the homepage of the Association. In addition, every member is entitled to demand that the Executive Board hand over the statutes.
- (3) At least one tenth of the members may request the board to convene a general assembly.
- (4) At each General Assembly, the Board shall inform the members about the activities and financial management of the Association. If at least one tenth of the members request this,

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

- (5) The members are to be informed by the board about the audited financial statement (accounting). 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 have to observe the statutes of the Association and the decisions of the organs of the Association. The ordinary, extraordinary and supporting members are obliged to pay the membership fee and the membership dues on time in the amount decided by the General Assembly.

§ 8: Organs of the Association

The organs 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 "General Meeting of Members" in the sense of the Association Act 2002. An ordinary General Assembly takes place every five years.
- (2) An extraordinary general assembly takes place upon
 - a. Decision of the Board or the Ordinary General Assembly,
 - b. written request of at least one tenth of the members,
 - c. at the request of the auditors (§ 21 para. 5 first sentence VereinsG),
 - d. decision of the auditor(s) (§ 21 para. 5 second sentence VereinsG, § 11 para. 2 third sentence of these statutes),
 - e. decision of a court-appointed curator (§ 11 para. 2 last sentence of these Articles of Association) within four weeks.
- (3) All members must be invited to both the ordinary and the extraordinary general meetings in writing, by e-mail (to the e-mail address provided by the member to the Association), at least two weeks before the date of the meeting. The convocation of the General Assembly has to be made by stating the agenda. The convocation is made by the board (para. 1 and para. 2 lit. a - c), by the/a auditor (para. 2 lit. d) or by a court-appointed curator (para. 2 lit. e).
- (4) Motions for the General Meeting must be submitted to the Board in writing, by fax or by e-mail at least three days before the date of the General Meeting.
- (5) Valid resolutions - with the exception of those concerning a motion to convene an extraordinary General Assembly - can only be added to the agenda.
- (6) All members are entitled to participate in the General Assembly. Only supporting 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. However, resolutions to amend the statutes of the Association or to dissolve the Association require a qualified majority of two-thirds of the valid votes cast.

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

§ 10: Tasks 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 the auditors and the Association;
- e.) Discharge of the Board of Directors;
- f.) Determination of the amount of the membership fee and the membership dues for ordinary and for extraordinary members;
- g.) Award and revocation of honorary membership;
- h.) Adoption of resolutions on amendments to the Articles of Association and the voluntary dissolution of the Association;
- i.) Discussion and resolution on other matters on the agenda.

§ 11: Board of Directors

- (1) The Board consists of four members, namely the Chairperson and Deputy Chairperson, the Secretary and the Treasurer.
- (2) The Board is 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/her place, for which subsequent approval must be obtained at the next General Assembly. If the Board of Directors fails to act at all or for an unforeseeably long period of time without supplementing itself by co-optation, each Auditor is obliged to immediately convene an extraordinary General Assembly for the purpose of electing a new Board of Directors. Should the auditors also be unable to act, each ordinary member who recognizes the emergency situation must immediately apply to the competent court for the appointment of a curator, who must immediately convene an extraordinary General Assembly.
- (3) The Board is elected for five years; re-election is possible. Each function in the board is to be exercised personally.
- (4) The Board shall be convened by the Chairperson or, if he/she is prevented from doing so, by his/her deputy, in writing or orally. If this person 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 Chairperson shall have the casting vote.
- (7) The chairperson shall be the chairperson or, if he/she is prevented from attending, his/her deputy. If the deputy 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 (Para. 3), the function of a member of the Executive Board shall expire through dismissal (Para. 9) and resignation (Para. 10).
- (9) The General Assembly may dismiss the entire Executive Board or individual members thereof 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 Executive Board, or in the event of the resignation of the entire Executive Board, to the General Meeting. The resignation becomes effective only with the election or co-optation (para. 2) of a successor.

§ 12: Tasks of the Board of Directors

The Board of Directors is 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 Articles of Association. 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 ongoing 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 para. 1 and para. 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 exclusion of ordinary and extraordinary members of the Association;
- (7) Admission and termination of employees of the Association.

§ 13: Special duties of individual board members

- (1) The chairperson conducts the day-to-day business of the Association. The secretary supports the chairperson in the management of the Association's business.
- (2) The chairperson represents the Association externally. Written documents of the Association require the signatures of the chairperson and the secretary to be valid, in financial matters (asset dispositions) the chairperson and the treasurer. Legal transactions between board members and the Association require the consent of another board member.
- (3) Legal authorizations to represent the Association externally or to sign on its behalf may only be granted by the members of the Executive Board named in Paragraph 2.
- (4) In case of imminent danger, the chairperson shall be entitled to issue orders independently under their own responsibility, even in matters that fall within the sphere of action of the General Assembly or the Board; however, in the internal relationship, these shall require the subsequent approval of the competent body of the Association.
- (5) The chairperson chairs the general assembly and the board.
- (6) The secretary keeps the minutes of the general assembly and the board.
- (7) The treasurer is responsible for the proper financial management of the Association.

- (8) If prevented from doing so, the deputies shall take the place of the chairperson, the secretary or the treasurer.

§ 14: Auditors

- (1) Two auditors are elected by the General Assembly for five 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 are responsible for the ongoing business control as well as the audit of the financial management of the Association with regard to the correctness of the accounting and the use of funds in accordance with the statutes. The Executive Board shall submit the necessary documents to the Auditors and provide the required information. The auditors shall report to the Executive 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 paras. 8 to 10 shall apply mutatis mutandis to the auditors.

§ 15: Court of Arbitration

- (1) The internal arbitration court is appointed to settle all disputes arising from the Association relationship. It is an "arbitration institution" in the sense of the Association Act 2002 and not an arbitration court according to §§ 577 ff ZPO.
- (2) The arbitration court is composed of three ordinary 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 Executive Board. Upon request by the Executive 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 Board of Directors within seven days, the arbitrators nominated shall elect a third ordinary member as chairperson of the arbitral tribunal within a further 14 days. In the event of a tie, the nominees shall be decided by lot. The members of the arbitral 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 by a simple majority of votes after hearing both sides in the presence of all its members. It decides 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 can only be decided in a General Assembly and only with a two-thirds majority of the valid votes cast.
- (2) This General Assembly must 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, insofar as this is possible and permitted, go to an organization which pursues the same or similar purposes as this Association, otherwise to social welfare purposes.