

Statutes of the association
Society for Computer Aided Collaboration

§ 1: Name, registered office and area of activity

(1) The association bears the name "Society for computer-aided collaboration".

(2) It is based in 2734 Puchberg / Schneeberg and extends its activities to the creation, testing and dissemination of fact-based knowledge about collaboration tools through passive and mediation of active advice¹ as well as the necessary preparatory work.

(2a) The association defines collaboration tools as computer-aided tools and systems that enable or facilitate groups to achieve certain outcomes together. Such a group consists of at least one natural person and any additional persons. Those outcomes may include goods and/or services in the sense of economic theory, but also e.g. data collections, information or shared experiences. Achieving outcomes together requires that these groups communicate internally (via chat, email, 3D chat, video conference or similar).

(3) The establishment of branch associations is not intended.

¹ We understand active advice from association members as advice from personal communication, for example via chat, e-mail, 3D chat, video conference or similar, under passive advice from association members, we understand the predominantly electronic provision of information, for example on a publicly accessible WWW server, which can be picked up independently by interactive query mechanisms.

§ 2: Purpose

The association, whose activities are not aimed at profit, aims to facilitate or enable the use of agreed collaboration tools, this on Austrian national territory, but also in the rest of the DACH region² and beyond³. Before the first determination by the General Assembly is determined by the founders of the association, which specific collaboration tools are taken into account in the work of the association, thereafter, the General Assembly is responsible for this determination.

§ 3: Means to achieve the purpose of the association

(1) The purpose of the association is to be achieved through the non-material and material means listed in § 3.

(2) The necessary non-material means are

- a) the senses and skills of the members of the association
- b) knowledge of the skills of the club members
- c) freely available data, information and software as well as such knowledge

(3) The necessary material means should be raised by

- a) Entry fees and membership fees
- b) Voluntary work by the members of the association
- c) Donations (including donations in kind, e.g. books or software licenses)
- d) Sponsorship agreements and public funding

² DACH = Germany, Austria, Switzerland

³ This ranking is to be understood in the sense of a prioritization if the means listed in § 3 become scarce

§ 4: Types of Membership

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

(2) Ordinary members are those who participate fully in the association's work. Apart from ordinary members are those who carry out the activities of the association primarily by paying an encourage higher membership fees. Honorary members are persons who, because of special whose services to the association are appointed.

(3) Delegated members are full (ordinary) members in accordance with the following differences. They are proposed by an extraordinary member gene, i.e. from her mentor. Delegated members pay no membership fee and their membership as a delegated member ends at the latest when the membership affiliation of their mentor ends. Mentors can have up to five delegated members at one time.

§ 5: Acquisition of membership

(1) Members of the association can be any natural person who works for the purpose of the association have sufficient foreign language and technical knowledge, as well as legal persons and become partnerships with legal capacity. Membership as a regular or honorary member is reserved for natural persons.

(2) Decides on the admission of full and extraordinary members the board. The recording can be refused without giving reasons.

(3) Until the formation of the association, the provisional admission of ordinary and extraordinary members by the founders of the association, in the case of one already appointed board through this. This membership only becomes effective when the association is formed. If a board of directors is only appointed after the association has been formed, the (definitive) admission of full and extraordinary members until then by the founders of the club.

(4) Appointment as an honorary member is made at the request of the Executive Board by the General assembly

§ 6: Termination of Membership

(1) Membership expires through death, in the case of legal entities and legal entities partnerships through loss of legal personality, through voluntary resignation and by expulsion, in the case of delegated members additionally with expiry of the membership of the respective mentor. Delegated members have the right to apply for admission as a full member in the latter case.

(2) Resignation can only take place on December 31st. The board has to be notified in writing no later than November 30th. If the notification shows late, it will only take effect on the next departure date. For timeliness the date of posting is decisive.

(3) The Executive Board can exclude a member if, despite two written a reminder, setting a reasonable grace period of more than six months is in arrears with the payment of membership fees (see also § 17 paragraph 5). The obligation to pay the membership fees that have become due remains unaffected by the exclusion.

(4) The executive board can also expel a member from the association because of gross violation of other member duties and because of dishonorable conduct.

(5) The withdrawal of honorary membership can be made for the reasons mentioned in paragraph 4 which are decided by the General Assembly on the proposal of the Executive Board.

§ 7: Rights and duties of the members

(1) The members are entitled to take part in all events of the association and to claim the facilities of the association according to their function in the association. Only full and honorary members are entitled to the right to vote in the General Assembly as well as the active and passive right to vote for the board of directors.

(2) Each member is entitled to demand that the Executive Board hand over the Articles of Association gene.

(3) At least one tenth of the members can request the convening of a request general meeting.

(4) The members are in every general assembly, which is called by the board or by the / has been convened by an auditor (§ 9 Para. 1 and Para. 2 lit. a - d), from Inform the board of directors about the activities and financial management of the association. if min at least one tenth of the members request this, stating reasons, the such information was available to the members concerned within four weeks admit.

(5) The members are informed by the Executive Board about the audited financial statements (accounting information). If this happens in the General Assembly, the presentation has to involve the auditors

(6) The members are obliged to promote the interests of the association to the best of their ability and to refrain from anything that would damage the association's reputation and purpose could. They have to observe the association's statutes and the resolutions of the association's bodies. The ordinary and extraordinary members are responsible for the punctual payment of the entry fee and membership fees in the manner decided by the General Assembly amount required⁴ (see also Section 17 Paragraphs 5 and 6 and Section 10 Paragraph 1 lit. f).

⁴ Before the first determination of the amount of the membership fee and the joining fee by the General Assembly (but after the formation of the association) a provisional membership fee applies: 20 EUR / year for ordinary (except delegated) and 100 EUR / year for extraordinary members. During this period, none of the new members will be charged with entry fees.

§ 8: Association organs

Organs of the association are the General Assembly (§§ 9 and 10), the Board of Directors (§§ 11 to 13), the auditors (§ 14) and the arbitral tribunal (§ 15).

§ 9: General Assembly

(1) The general assembly is the “members’ assembly” within the meaning of the Associations' Act 2002. An ordinary general meeting takes place annually around mid-October.,

(2) An Extraordinary General Assembly is held on

- a. Resolution of the Board of Directors or the ordinary General Assembly,
 - b. written request from at least one tenth of the members,
 - c. Request of the auditor (§ 21 Para. 5 first sentence VereinsG)
 - d. Decision of the auditor(s) (§ 21 Para. 5 second sentence VereinsG, § 11 Paragraph 2 third sentence of these statutes),
 - e. Decision of a court-appointed curator (§ 11 Para. 2 last sentence of this statutes)
- take place within four weeks.

(3) Both at the ordinary and at the extraordinary general meetings all members are to be notified in writing or by email at least two weeks before the date (to the address or e-mail address provided by the member to the association). The scheduling of and invitation to the General Assembly has to be made on the provisional agenda (see also paragraph 4). The convocation takes place by the Executive Board (paragraph 1 and para. 2 lit. a - c), by the auditor (paragraph 2 lit. d) or by a court-appointed curator (paragraph 2 lit. e).

(4) Motions for the final agenda of the General Assembly are at least three days before the date of the general assembly to the board in writing or by e-mail submit mail. Such requests are to be considered in the final agenda

(5) Valid resolutions - with the exception of those relating to an application for the convening of a Extraordinary General Assembly - can only be taken on the agenda.

(6) All members are entitled to participate in the General Assembly. Only full and honorary members are eligible. Each member has one vote. The transfer of voting rights to another member by means of a written authorization is permitted. This authorization must then be given to the Chairman of the General meeting at the beginning of the General Assembly.

(7) The General Assembly is independent of the number of those present quorum.

(8) The elections and the resolutions in the General Assembly take place in the rule with a simple majority of the valid votes cast. If the statute of the association is to be changed or if the association is to be dissolved, however, a qualified majority of two-thirds of the valid votes cast.

(9) The chairperson in the General Assembly shall be the chairperson, in his/her prevention his/her deputy. Even if this prevents or not occupied, the oldest member of the Board of Management present in terms of lifetime shall lead the presidency If no board member is present, the lifetime eldest shall apply present member of the association⁵ presides.

⁵ For members who are not natural persons, this regulation applies accordingly to the age of the representatives present, not to the age of the company or the like

§ 10: Tasks and rights of the General Assembly

(1) The following tasks are reserved for the General Assembly:

- a) Resolution on the estimate and the official list of the with collaboration tools to be considered (§ 2);
- b) Receipt and approval of the statement of accounts and the statement of accounts conclusion with the involvement of the auditors;
- c) Election and dismissal of the members of the Board of Directors and the auditors;
- d) Approval of legal transactions between the auditors and the association;
- e) Discharge of the Executive Board;
- f) Determination of the amount of the entry fees and the membership fees for ordinary and for extraordinary members (see also § 17 paragraphs 5 and 6 and § 7 paragraph 6);
- g) Granting and revoking honorary membership;
- h) Passing resolutions on changes to the statutes and the voluntary dissolution of the association;
- i) Discussion and decision-making on other items on the agenda.

(2) The Ordinary General Assembly has the right and the obligation to discuss⁶ and do resolutions on the implementation of an extraordinary General Assembly (§ 9 Para. 2 lit. a).

⁶ No particular form is required for this application and it can be brought at any time before the ordinary General Assembly be completed .

§ 11: Board of Directors

(1) The board consists of three to six functions, which are filled by at least two eligible members. It consists of a chairman and a deputy, secretary and deputy as well as cashier and deputy, whereby the deputy positions can only be filled in accordance with the available candidates.

(1a) A chairman or his/her deputy cannot simultaneously be the cashier or his/her deputy.

(1b) A chairman or his/her deputy cannot simultaneously be the secretary or his/her deputy.

(1c) As long as there is no executive board, i.e. before the first general assembly, in that a board of directors is elected, the founders of the association take on the tasks of the Executive Board accordingly (see Article 12 Paragraphs 1 to 6).

(2) The Board of Directors is elected by the General Assembly. If an elected member resigns, the board has the right to have another eligible member take his place, i.e. to co-opt a member, for which the subsequent approval in the next following General Assembly is to be obtained. If the board fails without self-supplement cooptation at all or for an unforeseeably long time, each invoice auditors obliged to immediately hold an extraordinary general meeting for the purpose of to convene a new board of directors. Should also incapacitate the auditors be, any full member who recognizes the emergency situation, immediately to apply to the competent court for the appointment of a curator, who will promptly issue a to convene an extraordinary general assembly.

(3) The term of office of the Management Board is one year; Re-election is possible. Every function on the board of directors must be exercised personally.

(4) The board of directors is appointed by the chairman, in the absence of his/her deputy, in writing or verbally. Is too this person is prevented or not manned for an unforeseeably long time, any other may Board member to convene the board.

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

(6) The Executive Board takes its decisions with a simple majority of votes; at voice in the event of equality, the vote of the chairperson is decisive.

(7) The chairperson is the chairperson, if he/she is unable to do so, his/her deputy. If this person is also prevented or is not occupied, the chairmanship is incumbent on him for life, the oldest board member present or that board member who has the other majority of the members of the stand to do so.

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

(9) The general meeting can at any time the entire board or individual members remove members. The dismissal takes effect with the appointment of the new Executive Board or board member in force.

(10) The board members can declare their resignation in writing at any time. The Notice of resignation is addressed to the Board of Directors, in the event of resignation of the entire Board of Directors to address the General Assembly. The resignation will only become effective upon election or cooptation (paragraph 2) of a successor

§ 12: Tasks of the board

The Board of Directors is responsible for the management of the association. He is the "management body" within the meaning of Associations Act 2002. He has all the tasks that are not assigned by the statutes to other association bodies. In particular, his sphere of activity includes the following matters:

- (1) Setting up an accounting system that meets the requirements of the association with ongoing recording of income/expenditure and management of an asset drawing as a minimum requirement;
- (2) Preparation of the annual estimate, the statement of accounts and the statement of accounts final
- (3) Preparation and convening of the general meeting in the cases of § 9 paragraph 1 and paragraph 2 letters a – c of these articles of incorporation;
- (4) Information of the association members about the association's activities, the association's business and the audited statement of accounts (§ 7 Para. 4 and 5);
- (5) management of the association's assets;
- (6) Admission and exclusion of ordinary/delegated and extraordinary club members;
- (7) Admission and dismissal of employees of the association.
- (8) Conclusion and termination of contracts with sponsors of the association.

§ 13: Special obligations of individual board members

- (1) The chairperson manages the day-to-day business of the association. the secretary supports the chairman in managing the association's business.

(2) The chairman represents the association externally. Written Copies of the association require the signatures of the chairperson and of the secretary, in financial matters (financial disposal) of the chairman and the cashier. Legal transactions between Board members and the association require the approval of another board member

(3) Legal authorizations to represent the association externally or to signing for him can only be done by the board functions mentioned in paragraph 2 be granted together.

(4) In the event of imminent danger, the chairman is entitled to that falling within the sphere of action of the General Assembly or the Board of Directors to make orders independently on his/her own responsibility; internally however, this is subject to subsequent approval by the responsible association body.

(5) The chairman chairs the General Assembly and the Board.

(6) The secretary keeps the minutes of the General Assembly and the board. He/she is also responsible for the administration of the bulletin board (§ 17 Para. 1-4).

(7) The cashier is responsible for the association's proper financial management responsible.

(8) In the event that he/she is prevented from doing so, the chairperson, the secretary or the cashier is subsided by their deputies.

§ 14: Auditors

(1) Two auditors are appointed by the General Assembly for a period of elected one year. Re-election is possible. The auditors shall not be members of organs, whose activities are the subject of the exam, with the exception of the General Assembly.

(2) The auditors are responsible for the ongoing business control and the examination of the Financial management of the association with regard to the correctness of the accounting and the statutory use of funds. The board has the auditors submit the required documents and provide the required information. The Auditors must report the results of the audit to the board of directors.

(3) Legal transactions between auditors and the association require approval by the general assembly. For the rest, for auditors apply Provisions of § 11 paragraph 8 to 10 accordingly.

§ 15: Arbitration Board

(1) For the arbitration of all disputes arising from the association relationship appoint the internal arbitration board. It is an "arbitration body" within the meaning of Associations Act 2002 and no arbitration court according to §§ 577 ff ZPO.

(2) The arbitral tribunal consists of three full members of the association. It is formed in such a way that a disputed part is assigned to the board of directors as an arbitrator names in writing. At the request of the Management Board within seven days the other party to the dispute shall within 14 days become a member of the arbitral tribunal. After notification by the Management Board within seven days, the nominated arbitrators will elect a third within a further 14 days Ordinary member to the chairman of the arbitral tribunal. In the event of a tie draws lots among those proposed. The members of the arbitral tribunal may do not belong to any body - with the exception of the General Assembly - whose activities is the subject of the dispute.

(3) The arbitral tribunal makes its decision after a mutual hearing has been granted in the presence of all its members with a simple majority of votes. It decides after to the best of my knowledge and belief. Its decisions are final.

§ 16: Voluntary dissolution of the association

(1) The voluntary dissolution of the association can only take place in a general assembly and only be decided by a two-thirds majority of the valid votes cast.

(2) This General Assembly also has - if association's assets are available – about to decide on the settlement. In particular, it has to appoint a liquidator and To decide who owns the remaining after the liabilities have been covered to transfer association assets. This property should, as far as possible and permitted belongs to an organization that pursues the same or similar purposes as this association, otherwise for social assistance purposes.

§ 17 Organizational

(1) Before the resolution and convening of the very first General assembly (§9 Para. 2 lit. a and Para. 3) to set up a bulletin board, which liable to meet the requirements set out in paragraphs 2 to 4.

(2) The bulletin board shall be used by the board of directors and the auditors can be used to make known information affecting the whole of the association could affect and not by other regulations, such as the Data Protection Act or the right to privacy, are protected from publication. Among the same conditions can also provide additional information posted on the bulletin board, which are already in writing based on other provisions of these statutes or announced by email.

(3) The bulletin board should be fully or at least partially accessible to the public. Every club member should have access to all parts of the bulletin board.

(4) Ordinary members and honorary members should have the opportunity to announce information on the bulletin board, with the secretary in to ensure in a measured manner that no other provisions, e.g. the data protection law, the right to privacy or good morals are violated.

(5) The membership fee, whose amount was specified in the General Assembly for the members (§ 10 Para. 1 lit. f, § 7 Para. 6) is due on every 1st of December for the following calendar year.

(6) The joining fee is due the first time a member joins (§ 10 Para. 1 lit. f, § 7 Para. 6). It serves to support the initial setup of the personal data and to support the initial personalization and/or adaptation of other facilities of the association to the new member.