

## **Statute of the PRIDE Network Association**

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## Chapter I GENERAL PROVISIONS

§ 1 The “PRIDE Network Association for Professionals in Doctoral Education”, otherwise known as “PRIDE Network” and hereinafter referred to as “the Association”, is an association governed by the present statute.

§ 2 The Association’s seat is in Vienna, Austria.

§ 3 The Association shall be of unlimited duration.

§ 4 The Association is a non-profit association.

§ 5 The area of activity of the Association is worldwide.

§ 6 The Association will be duly registered in Austria and will act in virtue of the Austrian Law on Actions of Associations and the hereby Statute.

## Chapter II AIMS, SCOPE AND PRINCIPLES OF ACTIVITY

§ 7 The Association shall pursue the following objectives:

- a. Establishing, promoting, and advocating professional standards and practices in the field of doctoral education;
- b. Helping higher education institutions understand the roles and potential of professional staff;
- c. Promoting training resources and opportunities for the advancement of professionals;
- d. Increasing the visibility of professionals in higher education, giving them a voice in the higher education debate, while showing their contribution to doctoral education;
- e. Facilitating relationships and interaction among professionals.

§ 8 For the advancement of the objectives mentioned above, the Association may cooperate with institutions and associations which have similar objectives.

§ 9 The Association can conduct economic activities, e.g. conferences, seminars, lectures, publications etc. All income acquired from that activities shall be allotted to cover costs connected to a realization of the objectives defined in the hereby statute and cannot be divided among members of the Association.

## Chapter III MEMBERSHIP, RIGHTS AND RESPONSIBILITIES OF MEMBERS

§ 10 Members of the Association are divided into Regular Members and Honorary Members.

§ 11 Membership of the Association shall be open to all people interested in higher education policy and developments and in particular to those who are willing to contribute to doctoral education and researcher development.

§ 12 Registration for Regular Membership can be requested either by individuals or an organization as follows:

- a. Organizational membership registration covers up to eight staff regular members from a particular organization. Members are nominated annually by their organization. Regular members from one organization hold together up to four votes at the General Assembly.

- b. Individual membership aims at individuals or small organizations and refers to an individual membership. Individual members have one vote at the General Assembly.

§ 13 The Executive Board decides on the admission of members. Admission can be denied without giving reasons.

§ 14 Regular members have the right to participate in the General Assembly and, with the restriction stated in § 12 lit a, to vote in decisions. They have the right to stand for election to the Executive Committee and to all other committees and functions within the Association.

§ 15 Membership of the Association is voluntary, but the members are bound to

- a. observe the statute, regulations and resolutions of the Association authorities;
- b. pay regular annual membership fees to the Association.

§ 16 Honorary membership of the Association is approved and extended by the General Assembly on a proposal of the Executive Board.

§ 17 An Honorary Member of the Association enjoys all rights a Regular Member of the Association is entitled to, except the active and passive voting rights. An Honorary Member is exempted from the obligation to pay a membership fee.

§ 18 Membership ceases

- a. on death
- b. by written resignation thereby notifying the Executive Board of the Association.
- c. by exclusion for non-compliance with § 14 and /or unlawful conduct, that is seriously detrimental to the image of the Association or which is prejudicial to the objectives and the assets of the Association. The Executive Board should intervene and impose the following sanctions: warning, expulsion from the Association.

§ 19 The termination of membership does not constitute a refund of membership fees. Replacement nominations are not permitted.

## Chapter IV STRUCTURE AND ORGANIZATION

§ 20 The Association shall include the following organs:

- a. the General Assembly;
- b. the Executive Board;
- c. the President, in his/her absence the Vice-president;
- d. Sub-committees for specific tasks;
- e. the Auditors;
- f. Arbitration Panel.

### General Assembly

§ 21 The General Assembly is the highest authority of the Association. It is composed of all Regular Members of the Association as defined in Chapter III.

§ 22 The General Assembly has the right and the duty to:

- a. approve the activity plan of the Association for the coming year and adaptation for the current year, if proposed by the Executive Board;

- b. approve the budget of the Association for the coming year and respective adaptation of the current year;
- c. approve the membership fee;
- d. elect and dismiss the Executive Board for the period of two years by simple majority following the procedure given in §§ 47-49;
- e. elect additional members for the Executive Board in case of § 38.
- f. elect and dismiss two Auditors for the period of two years;
- g. approve the Auditor's report of the past financial year;
- h. approve the administration of the Executive Board;
- i. decide on the dissolution of the Association §§ 70-71;
- j. decide on amendments to or modifications of the Statute with a majority of two thirds of the votes cast, following the procedure given in §§ 74;
- k. consult and decide on other matters on the agenda.

§ 23 The Executive Board shall call a meeting of the General Assembly at least once a year.

§ 24 The Executive Board shall give all Members of the Association notice of such a regular meeting at least one month before the actual date; the invitation shall enclose the agenda to be discussed.

§ 25 The General Assembly may hold an extraordinary meeting

- a. at the request of the Executive Board or
- b. at the written request of at least one fifth of the Regular Members of the Association or
- c. at the request of the Auditor.

§ 26 More than half of the Regular Members of the Association shall form a quorum for the General Assembly.

§ 27 If there is no quorum at the time of the first invocation, a second invocation is held for the same day and place one hour later. At this second invocation, the Regular Members present form a quorum.

§ 28 Decisions of the General Assembly shall be taken by a simple majority vote cast except when a qualified majority is required by this Statute. Postal or proxy votes are held valid.

§ 29 The members of the Executive Board shall not vote on the decision regarding their responsibilities and remits. The President, in his/her absence the Vice-president, shall not vote in the General Assembly, the only exception being in the event of a tied vote, when the President shall have the casting vote.

### **Executive Board**

§ 30 The Association shall be administered by an Executive Board consisting of at least seven to maximum nine Regular Members who are elected by the General Assembly for a period of two years in accordance with the procedure given in §§ 47-49.

§ 31 The Executive Board is accountable to the General Assembly.

§ 32 The Executive Board fulfills its duties voluntarily.

§ 33 The Executive Board shall name from among them the President, the Vice-president, the Treasurer, the Secretary and three to five Advisers.

§ 34 The management of the association is the responsibility of the Executive Board. It is the "governing body" within the meaning of the Austrian Association Act 2002. It is responsible for all

tasks which are not assigned to another organ by the statutes. The Executive Board's responsibilities cover in particular the following:

- a. managing the Association;
- b. representing the Association on internationally
- c. acting on behalf of the Association;
- d. management of Assets of the Association;
- e. conducting the finances of the Association, including planning of and reporting about the budget of the Association;
- f. convocation of a General Assembly;
- g. planning of and communicating about the Association's activities;
- h. granting membership of the Association, as well as crossing a member off the membership list, drawing up a current list of members of the Association;
- i. execution of resolution of the General Assembly;
- j. determination of the amount of the membership fee and methods of its payment, exemption from obligation to pay the membership fee;
- k. recruitment and termination of employees of the Association;
- l. other powers entrusted by the General Assembly, which are in conformity with the Statute.

§ 35 The members of the Executive Board are re-eligible.

- a. Members of the Executive Board may be excluded in case of unjustified absence from the Executive Committee meetings; the General Assembly deliberates on the exclusion from the Executive Committee due to unlawful conduct and conduct contrary to the purposes and fundamental principles of the Statute.
- b. The resolution must state explicitly the alleged facts, as well as the behaviour held to be in contrast with or unlawful or harmful to the goals, ideals or interests of the Association.

§ 36 The Executive Board shall meet at least once a year on request of the President, in his/her absence of the Vice-president. More than half of the members shall form a quorum; decisions shall be taken by a simple majority vote. In the event of a tie, the vote of the President shall be decisive.

§ 37 The Executive Board meetings are open to representatives of Local Chapters of the Association set in accordance to § 69: for this purpose the Executive Board shall extend invitations to its meetings to the representatives of local branches of the Association. Representative of the Local Chapters shall not be granted the right to vote.

§ 38 In case members of the Executive Board are stepping out, the Executive Board may co-opt additional members by voting with majority. The co-optation is valid till the next General Assembly.

§ 39 The Treasurer is responsible for the accounts of the Association.

§ 40 At the end of an accounting period, the Treasurer provides the Auditors with the necessary documentation and information on behalf of the Executive Board in accordance with the procedure of § 67.

§ 41 The Secretary keeps the minutes of the proceedings of the meetings of both the General Assembly and the Executive Board. The minutes shall be signed by the Executive Board and the President, in his/her absence the Vice-president.

### **The President**

§ 42 The President is responsible for the day-to-day management of the association. The secretary and treasurer support the President in the management of the Association.

§ 43 The President, in his/her absence the Vice-president, represents the Association towards Third Parties and chairs the meetings both of the General Assembly and the Executive Board.

§ 44 Written documents of the association require the signatures of the President and the Secretary to be valid, in financial matters of the President and the Treasurer. Legal transactions between members of the Executive Board and the Association require the approval of another member of the Executive Board.

§ 45 Legal authorizations to represent the association to Third Parties or to sign on its behalf, can only be issued by the members of the Executive Board named in § 44 above.

#### **Sub-Committees**

§ 46 The Executive Board may establish sub-committees for specific tasks. The size of each sub-committee shall correspond to the tasks concerned.

§ 47 Prior to each election of the Executive Board, an Electoral Sub-Committee consisting of three members shall be established.

§ 48 The Electoral Sub-Committee shall be responsible for the conduct and scrutiny of the elections of the Executive Board during the General Assembly.

§ 49 The members of the Electoral Sub-Committee may not themselves stand for office at the election they are responsible for.

#### **The Auditors**

§ 50 Two Auditors are elected by the General Assembly for the duration of 2 years. Auditors must not be members of the Executive Board or any Sub-Committee.

§ 51 The Auditors are responsible for the auditing of the financial organization of the association in accordance with the statutes and with the law. The Executive Board shall provide the auditors with the necessary documentation and provide the necessary information. The auditors have to report to the Executive Board on the results of the audit.

§ 52 Legal transactions between auditors and the Association require approval by the General Assembly. If an auditor resigns, § 38 applies accordingly.

#### **Arbitration Panel**

§ 53 The Association's Arbitration Panel called upon to arbitrate and settle all disputes that may arise within the association. It is a "conciliation body" (Schlichtungseinrichtung) according to the Austrian Association Act 2002.

§ 54 The Arbitration Panel consists of three regular members of the Association. It will be built along the following procedure: One disputing party informs the Executive Board in writing and names one arbitration judge for the Arbitration Panel. By request of the Executive Board within seven days the other disputing party names a second judge of the Arbitration Panel within 14 days. After information by the Executive Board within seven days the named Arbitration Panel members shall elect a third regular member within 14 days to be the Chairman of the Arbitration Board. In the event of a tied vote, a decision shall be taken by drawing lots. The members of the Arbitration Panel must not belong to any body of the Association involved in the dispute despite the General Assembly.

§ 55 The Arbitration Panel will arrive at its decision by a simple majority of votes after listening to both parties in the presence of all its members. It decides to the best of its knowledge and belief. All decisions of the Arbitration Panel will be final within the Association.

## Chapter V FINANCES AND ASSETS

§ 56 The assets of the Association can consist of the movable and immovable property belonging to the Association, in particular

- a. membership fees;
- b. reserve funds carried over from the last budget;
- c. donations and endowments.
- d. subsidies, sponsoring, subventions and grants;
- e. income from statutory activities of the Association.

§ 57 All revenues are used to achieve the objectives of the Association.

§ 58 The Association can conduct activities to generate extra income. Total income will be allotted for expenses connected with the implementation of objectives defined in the Statute and cannot be divided among the members of the Association.

§ 59 Annual membership fees shall be established by the Executive Board; any extraordinary contributions shall be established by the General Assembly, which also determines the amount and purpose of use.

§ 60 The membership fees are published on the Association's website and shall be paid by 31 March of each year. Members who do not pay the membership fee after two reminders will be removed from the membership list. The General Assembly has the right to increase the annual fee.

§ 61 The membership fee can be discounted based on the country in which the members or his/her host institution resides. Respective discount factors are proposed by the Executive Board. They must be approved by the General Assembly and are published on the Association's website. A discounted membership fee cannot be less than 50% of the membership standard rate.

§ 62 Cash donations, donations and endowments are approved by the Executive Board, which decides on their destination and use, pursuant to statutory purposes of the Association. Such donations and endowments are accepted by President as the legal representative of the Association.

§ 63 The Executive Board shall inform the General Assembly of all donations, gifts and endowments received.

§ 64 The Association may not engage in loans to finance its activities.

§ 65 The accounting period of the association shall be the calendar year.

§ 66 The Association will have its own EURO bank account, held in a bank in an European country.

§ 67 Once a year before the General Assembly, the Executive Board shall provide the auditors with the necessary documentation and information for the auditing of the financial organization of the association with regard to the regularity of the financial statements and the appropriation of the funds in accordance with the statutes. The auditors have to report to the Executive Board on the results of the audit. The auditors' report is presented to the General Assembly.

§ 68 Any surplus of funds at the end of an accounting period may be carried over to the next period.

## Chapter VI FINAL PROVISIONS

§ 69 The organization and activities of Regional/National Chapters of the Association shall be freely determined by its Members in accordance with local requirements in so far as they are consistent with this Statute.

§ 70 The Association can only be dissolved by a General Assembly convened for such purpose, and such purpose only, and communicated to all Regular Members at least three months prior to the General Assembly. The decision to dissolve the Association will be valid if a qualified majority of

three-quarters of the Regular Members present vote in favour, at both the first and the second convocation of the General Assembly following §§ 26-28.

§ 71 Article § 70 may be modified only with the modalities and majorities provided for in the same § 70 of the present Statute.

§ 72 In such a case the General Assembly shall name the liquidators and decide on the devolution of the assets in accordance with the applicable provisions of Austrian Law.

§ 73 Amendments to or modifications of this Statute may only be adopted by a majority of two thirds of the votes cast in a General Assembly, whether given in person or by post.

§ 74 Proposals for such amendments or modifications may be made by the Executive Board or by at least one tenth of the Regular Members of the Association. Such proposals shall be notified in writing to all Members of the Association by the Executive Board at least one month before the respective meeting of the General Assembly. Where the Executive Board unanimously agrees, and where two thirds of the Members at the General Assembly agree, amendments or modifications to this Statute may be the subject of proposals tabled orally in the General Assembly.

§ 75 For all questions not dealt with by the present Statute, reference is made to the legal norms and the general principles of the Austrian law apply.