

## **Association statutes in the version dated September 28, 2024:**

### **Name and Location**

- § 1. (1) The association bears the name "Homosexuelle Initiative (HOSI) Wien"
- (2) It is based in Vienna and extends its activities throughout Austria and the European Union.
- (3) In addition to the official name of the association, it uses a motto, which is taken into particular account in internal and external communication.
- (4) The motto of the association referenced in § 1 (3) is: "LGBTIQ-Interessenvertretung und Community-Verein."

### **Objectives of the Association**

§ 2. Driven by the conviction that it benefits the common good when society takes special care of its minorities, the non-profit association, whose activities are not aimed at generating profit, sets itself the following objectives:

1. To achieve legal equality and enforcement of fundamental, human, and personal rights of lesbians, gays, bisexuals, transgender persons, and intersex individuals in all areas of life;
2. To combat all, especially structural, forms of discrimination based on sexual orientation and gender identity;
3. To strengthen the self-confidence and self-esteem of lesbians, gays, bisexuals, transgender persons, and intersex individuals, and to support them in their personal coming-out process;
4. To contribute to the reduction of prejudice against lesbian, gay, bisexual, transgender, and intersex people in society and the general population;
5. To positively influence public awareness in the population and society so that rejection, discrimination, and disadvantage due to sexual orientation and gender identity can be overcome;
6. To achieve public rehabilitation of all lesbian and gay victims of state oppression and persecution over the past hundred years;
7. To support the fight against oppression, persecution, and discrimination of lesbians, gays, bisexuals, as well as intersex and transgender persons at home and abroad.

### **Association Resources**

§ 3. (1) These objectives shall be achieved through the means specified in paragraphs 2 and 3:

- (2)
1. Consulting and lobbying legislative bodies, authorities, official entities, political parties, and other institutions at international, European, national, regional, and municipal levels, and cooperating with them to carry out projects that serve the public in the manner described in § 2;
  2. Initiating and carrying out educational, informational, and public relations activities;
  3. Organizing lectures, meetings, discussions, exhibitions, theater performances, conferences, seminars, rallies, and other public events that serve civic education or the association's objectives, particularly the annual large-scale events Rainbow Parade and Rainbow Ball;
  4. Ideological and material support for or conduct of scientific and journalistic research, work, and projects;
  5. Networking with other civil society organizations as well as participation and membership in domestic, foreign, and international umbrella organizations, societies, and institutions, and participation in their activities and initiatives;
  6. Establishing a counseling service with participation from professionals such as psychologists, sociologists, doctors, lawyers, artists, etc.;
  7. Publishing and printing magazines, books, and other publications, producing films and other audiovisual media, and creating and maintaining websites;
  8. Establishing a library and an archive;
  9. Renting, leasing, and purchasing suitable spaces, buildings, or land, as well as operating an event and communication center in such facilities;
  10. Founding and managing companies or participating in them;
  11. Awarding honorary memberships, the title "Honorary President," and honorary awards.
- (3) The necessary financial resources shall be raised through:
1. Membership fees;

2. Revenues from events and association-owned businesses;
3. Donations, collections, bequests, and other contributions;
4. Public collections with official authorization;
5. Sale of refreshments at meetings (buffet).

### **Types of Members**

**§ 4.** (1) The members of the association are divided into regular, associate, and honorary members. Regular members are natural or legal persons who participate in all rights and obligations of the association.

Associate members are natural or legal persons who intend to support the purpose of the association but do not wish to participate in the rights and obligations of the association's members.

Honorary members are natural persons who participate in all rights and obligations of the association, with the exception of the obligation to pay membership fees, from which they are exempt.

(2) Any type of membership is a strictly personal right and as such may not be transferred either inter vivos or by will.

### **Admission of Members**

**§ 5.** (1) All natural and legal persons who wish to support the purpose of the association may become members.

(2) The executive board makes the final decision on the admission of regular and associate members. Admission may be refused without stating reasons.

(3) The appointment of honorary members is made by the general assembly upon the proposal of the executive board.

### **Termination of Membership**

**§ 6.** (1) Membership ends upon death (in the case of legal persons, upon loss of legal personality), voluntary resignation, removal from the register, or expulsion.

(2) Resignation may occur at any time in writing.

(3) The board may remove a member if the member is more than six months in arrears with membership fee payments despite two reminders. The obligation to pay outstanding membership fees remains unaffected.

(4) A member may be expelled by the board due to serious violations of membership obligations. An appeal against expulsion may be lodged with the general assembly. Membership rights are suspended until a decision is made.

(5) The revocation of honorary membership may be decided by the general assembly, upon the board's request, for the reasons stated in paragraph (4).

### **Rights and Duties of Members**

**§ 7.** (1) Members are entitled to participate in all events of the association and to make use of its facilities.

Voting rights in the general assembly and the right to stand for election (active voting rights) are granted only to regular members who are not more than six months in arrears with their membership fees and whose membership has existed for at least the six months prior to the general assembly, as well as to honorary members.

The right to be elected (passive voting right) is granted to all regular members who are not more than six months in arrears with their membership fees, as well as to honorary members.

(2) Members are required to observe the association's statutes and the resolutions of its bodies and to refrain from behavior harmful to the association, particularly from statements damaging to the association's reputation, its bodies, or its members.

Regular and associate members are obligated to pay their membership fees on time, as set by the general assembly.

(3) The rights listed in paragraph (1) and in § 9 (2), § 9 (4), and § 11 (7) are suspended if a member is more than six months in arrears with payments.

Exceptions may be granted by the board with justification.

### **Bodies of the Association**

**§ 8.** The bodies of the association are the General Assembly (§§ 9, 10), the Executive Board (§§ 11, 12, 13), the Auditors (§ 14), and the Arbitration Tribunal (§ 15).

### **General Assembly**

**§ 9.** (1) The ordinary general assembly takes place annually.

(2) An extraordinary general assembly must be held within twelve weeks:

- upon resolution of the board or the ordinary general assembly,
- upon a written, substantiated request by at least one-tenth of the voting members,
- or upon request by the auditors.

The content or purpose of the extraordinary general assembly must be strictly limited to the points specified in the resolution or request.

(3) All members must be invited in writing at least four weeks in advance to both ordinary and extraordinary general assemblies. The purpose of the assembly must be indicated. The invitation is issued by the board.

(4) Motions to the general assembly may only be submitted by voting members and must be submitted to the board in writing at least ten days (10 × 24 hrs.) prior to the date of the general assembly. This also applies to candidacies for any board positions up for election at the general assembly.

(5) Valid resolutions – except those concerning the convening of an extraordinary general assembly – may only be passed on matters included on the agenda.

(6) All members are entitled to participate in the general assembly.

Only regular members (unless their rights are suspended under § 7 (3)) and honorary members have voting rights.

Each member has one vote and receives a voting card.

Legal entities are represented by an authorized person.

Voting rights may be transferred to another voting member by means of written authorization.

In this case, the authorized member will be issued an additional voting card.

A voting card may also be transferred to another voting member during the general assembly without written authorization.

However, each member may only represent one other member and may hold a maximum of two voting cards during voting.

(7) The general assembly is quorate if at least half of the voting members (or their representatives, see para. 6) are present.

If the general assembly is not quorate at the scheduled time, it will take place thirty minutes later with the same agenda and is then quorate regardless of the number of attendees.

(8) Elections at the general assembly are decided by simple majority.

If no candidate achieves a majority for a particular office, a runoff election is held between the two candidates who received the most votes in the first round.

In case of a tie in the runoff, the result is determined by drawing lots.

As a rule, board positions are elected individually.

If only one person is running for a board position, they are considered elected only if they receive at least one-third of the votes issued at the general assembly.

A complete list of board candidates covering all board positions may only be voted on if at least one additional complete list is submitted.

If there are also individual candidacies, the general assembly must decide whether to conduct the election between the lists—disregarding the individual candidacies.

Elections at the general assembly are conducted by secret ballot.

(9) Resolutions of the general assembly are generally adopted by simple majority.

Resolutions to amend the statutes or to dissolve the association require a qualified two-thirds majority.

A motion requiring a simple majority is adopted if it achieves that majority and the total number of yes and no votes exceeds half of all votes cast at the general assembly.

A motion requiring a two-thirds majority is adopted if it achieves that majority and the total number of yes and no votes exceeds two-thirds of all votes cast at the general assembly.

(10) The chair of the general assembly shall be held by a day presidium consisting of three persons who are not themselves candidates for any office. This presidium is proposed by the board and confirmed by the general assembly.

If the general assembly rejects the board's proposal, the chair shall be taken by the oldest board member elected by the general assembly and the auditors.

**§ 10. The following tasks are reserved for the General Assembly:**

1. Receipt and approval of the activity report and financial statement;
2. Adoption of the annual budget;
3. Election and dismissal of the chairpersons, secretaries, treasurers, and auditors;
4. Determination of the membership fees for regular and associate members;
5. Granting or revocation of honorary membership, the title of "Honorary President," and honorary awards;
6. Decision on appeals against membership expulsions;
7. Adoption of amendments to the statutes and voluntary dissolution of the association;
8. Determination of the number of representatives (referents) to be delegated by working and interest groups, according to respective needs and considering the size and importance of the groups;
9. Discussion and resolution of other matters listed on the agenda.

**Executive Board**

**§ 11.** (1) The executive board consists of up to two chairpersons, two secretaries, two treasurers, as well as the referents of the working and interest groups and the association's secretaries.

The positions of chairpersons must be filled in a gender-diverse manner.

Chairpersons may be elected to this office in no more than five consecutive regular board elections and may only stand again at the fourth ordinary general assembly following the end of their previous term.

(2) If a member of the board elected by the general assembly resigns, another eligible member of the association may be co-opted by the board. The co-optation must be subsequently approved by the next ordinary general assembly.

If a member of the board elected by the general assembly resigns before the first ordinary general assembly following their election, the respective position may be filled on an interim basis at that following ordinary general assembly. In both cases, the term of office only lasts for the remainder of the term of the departed member.

(3) The term of office of the board is a maximum of 27 months. In any case, it ends with the election of a new board. Board members who have stepped down may be re-elected.

(4) The board shall meet at least once a month in sessions that are open to all members. All members of the association have the right to attend board meetings.

The board may revoke this right for specific agenda items or entire meetings.

(5) The board shall be convened by one of the chairpersons or, if they are unavailable, by one of the secretaries. If these are also unavailable, the oldest board member by age shall convene the meeting.

(6) The board elects a chairperson for each meeting from among its members.

(7) Motions to the board may be submitted by regular and honorary members as well as by the auditors.

(8) The board is quorate if all members have been invited and at least one-third are present.

Each board member has one vote and may only exercise it in person.

(9) The board adopts resolutions by simple majority. However, a financial motion cannot be adopted if at least two-thirds of the board members elected by the general assembly veto it.

Circular resolutions are valid if all board members have been informed and once an absolute majority has approved, or if a simple majority is reached within 72 hours.

For resolutions involving the acquisition of external funds, unanimous approval by all board members is required if such resolutions would cause the total debt of the association to exceed 1,000 times the monthly membership fee.

Association members have the right to inspect the minutes of board meetings upon request, provided the documents have been reviewed for personal data and such data has been anonymized where necessary.

In any case, all personal data protected under GDPR, particularly that of the association's employees, must be redacted.

(10) In addition to death or expiration of the term (paragraph 3), a board member's role ends through dismissal (paragraph 11) or resignation (paragraph 12).

(11) The entire board or individual board members may only be dismissed by an extraordinary general assembly convened for this purpose.

(12) Board members may resign at any time in writing.

The resignation must be addressed to the board, or in the case of resignation of the entire board, to an extraordinary general assembly convened for this purpose.

#### **§ 12. The Board is the governing and executive body of the association.**

(1) It is responsible for all tasks not assigned to another body of the association by the statutes. In particular, these include:

1. Management of the association's assets;
2. Admission and removal of association members;
3. Co-optation of board members in accordance with § 11 (2);
4. Appointment of referents on the proposal of working and interest groups (the option to reject a proposal should be used with the utmost restraint – see § 16 (3));
5. Authorization and dissolution of working and interest groups;
6. Appointment and dismissal of secretaries;
7. Preparation and convening of ordinary and extraordinary general assemblies;
8. Drafting the annual budget, the activity report, and the financial statement;
9. Approval for taking on external funding as per § 11 (9);
10. Submission of proposals to the general assembly for the awarding or revocation of honorary membership, the title of "Honorary President," and honorary awards.

(2) The board members elected by the general assembly form the **executive board** within the board. This executive board is responsible for the day-to-day operations of the association. Specifically, this includes:

1. Budget-relevant decisions up to €2,000 within the management of the association's assets;
2. Oversight of the management of companies owned by HOSI Vienna;
3. Authorization, with reporting obligation, of managing directors of companies owned by HOSI Vienna for expenses necessary to maintain daily operations;
4. Hiring, dismissal, and management of the association's employees;
5. Preparation of decisions concerning the entire association that are to be made by the full board.

The provisions regarding meetings, quorum, and decision-making of the board apply analogously to the executive board, with the exception of § 11 (4).

The executive board must report every decision to the board and justify them if necessary (subject to data protection regulations).

The board may veto any decision of the executive board with an absolute majority and at least two-thirds of the board members not elected by the general assembly.

(3) If a board member or their relatives (related by blood or marriage, as well as life partners, registered partners, and spouses) are directly or indirectly affected by a financial decision of the association, they may state their position at the beginning of the discussion but must declare a conflict of interest and leave the room until the decision has been made.

#### **Chairpersons, Secretaries, Secretarial Officers, Treasurers**

**§ 13.** (1) The chairpersons and secretaries represent the association, particularly externally, toward authorities and third parties.

Chairpersons have sole authority to sign; for contracts and legal transactions exceeding €2,000, the chairperson may only sign jointly with one of the treasurers or a secretary.

A secretary entrusted with managing the "Gugg" has sole signing authority for contracts and legal transactions up to €2,000; for higher amounts, they must sign jointly with a chairperson.

If both chairpersons are prevented from acting for at least 72 hours, one treasurer and one secretary are jointly authorized to sign, regardless of the amount.

Decisions on immediate dismissal of employees, while effective towards the employee, may only be made by the chairpersons, or in their absence, by the secretaries, or in their absence, by the treasurers. The executive board must be informed immediately.

Wherever possible, chairpersons, secretaries, or treasurers shall make such decisions jointly.

(2) The secretarial officers support the chairpersons in conducting the association's business.

They are responsible for keeping the minutes of the general assembly and board meetings.

(3) The treasurers are responsible for the proper financial management of the association.

(4) The referents are the representatives of the individual working and interest groups. They are particularly responsible for representing their respective groups on the board.

(5) The secretaries are voluntary members of the association. They are appointed by the board from among the association's members for the duration of the term of the board elected by the general assembly. They are responsible for handling the ongoing affairs of the association in accordance with the resolutions of the board.

### **Auditors**

**§ 14.** (1) The two auditors are elected by the general assembly for a term lasting until the next ordinary general assembly.

Re-election is permitted.

(2) The auditors are responsible for ongoing financial oversight and for auditing the financial statement.

They must report the results of their audit to the general assembly.

(3) Aside from death or the expiration of the term (para. 1), the role of auditor ends by dismissal (para. 4) or resignation (para. 5).

(4) An auditor may be dismissed only by an extraordinary general assembly convened for this purpose.

(5) An auditor may resign at any time in writing. The resignation is to be addressed to the board.

(6) In the event that both positions become vacant due to resignation and/or death, the board must appoint at least one auditor, subject to subsequent approval by the general assembly.

### **Arbitration Tribunal**

**§ 15.** (1) In all disputes arising from the association relationship, the arbitration tribunal shall decide. It shall convene upon a written request to the board by a member with passive voting rights who is directly or indirectly affected by the dispute.

(2) The arbitration tribunal consists of five regular members whose rights are not suspended in accordance with § 7 (3).

Each party to the dispute must name two members as arbitrators to the board within ten days. These four arbitrators elect a fifth member by majority vote to serve as chairperson of the arbitration tribunal. In case of a tie, the decision is made by drawing lots from among the proposed candidates.

(3) The arbitration tribunal makes its decisions in the presence of all its members by simple majority vote.

It decides to the best of its knowledge and belief.

Its decisions are final.

### **Working and Interest Groups**

**§ 16.** (1) Working and interest groups are authorized by the board upon application by individual members of the association.

They may be dissolved by the board at any time.

(2) They are represented on the board by one or more referents. The number is determined by the general assembly.

Newly formed groups are represented by one referent each until the next general assembly.

(3) If the board rejects a working or interest group's proposal for a referent, the board must, upon the request of the person concerned, inform the members of this rejection and the reasons for it in the next general communication, but no later than within three months.

(4) If an extraordinary general assembly is requested in accordance with § 9 (2) due to such a rejection, that assembly shall make a final decision on the proposal of the working or interest group.

### **Honorary Awards**

**§ 17.** Honorary awards in various grades are conferred by the general assembly upon the proposal of the board in recognition of special merits in the pursuit of the association's objectives.

### **Dissolution of the Association, Change of Purpose**

**§ 18.** (1) The voluntary dissolution of the association or the modification of its current purpose may only be decided at an extraordinary general assembly convened for this purpose and requires a two-thirds majority.

(2) In the event of the voluntary dissolution of the association or the modification of its current purpose, the extraordinary general assembly must determine how the existing assets of the association are to be utilized.

(3) It must be ensured that the assets of the association are used exclusively for a purpose as described in § 2.