

Bylaws of the association Robin Hood

§1: Name, place of business and area of activity

The association goes by the name "Robin Hood".

It has its seat in 3243 St. Leonhard/Forst, Haslach 10 and extends its activities across the whole world.

The establishment of affiliated societies is not intended.

§2: Purpose

The association's purpose, whose operations are not for profit, strives to reduce/eliminate animal suffering

help animals in need domestically and abroad

demand better animal welfare acts

protect animals from torture, ill-treatment, deprivation of liberty, species-inappropriate husbandry, killing, abuse

§3: Means of achieving the association's purpose

The association's purpose is to be fulfilled through the idealistic and material means listed in paragraphs 2 and 3.

Serving as idealistic means

Work for animal welfare in cooperation with other organisations, unions, administrative bodies and authorities and other institutions domestically and abroad

Information and education of the public

Creation and distribution of publications, circulars, newsletters, newspapers (digital as well as printed)

Pictures/Videos

Posters

Websites

Use of democratic means (protests, signature collections, petitions)

Operation of animal shelters

Creation and distribution of goods such as t-shirts, stickers, books, videos relating to the aforementioned purpose of the association

The required material means should be raised by

Membership fees, donations, revenue from events, collections, legacies, other grants, subsidies, income from the dissemination of relevant goods, see idealistic means.

§4: Types of membership

The members of the association are divided into ordinary, extraordinary and honorary members.

Ordinary members are those, who fully participate in the association's work. Extraordinary members are those, who support the association's work primarily by paying an increased membership fee. Honorary members are people, who are appointed as such due to special services for the association.

§5: Acquisition of membership

All physical persons, who confess to the purposes of the association, can be members of the association.

The board decides on the admission of ordinary and extraordinary members. The admission can be denied without stating any reasons.

Until the formation of the association, the provisional admission of ordinary and extraordinary members is performed by the association's founders, in the case of an already appointed board, through this. This membership only becomes active with the association's formation.

If a board is not appointed until after the formation of the association, the (definitive) admission of ordinary and extraordinary members is also fulfilled by the association's founders until then.

The appointment as an honorary member is made at the request of the board at the General Assembly.

§6: Termination of membership

The membership expires by death.

A notice of termination must be given to the board in written form.

The board has the right to expel a member if he or she fails to pay the membership fees within an adequate period of grace, being more than six months, even though having received two written reminders. The obligation to pay the due membership fees remains unaffected thereby.

The suspension of a member from the association can also be issued by the board due to a gross violation of other membership obligations and dishonourable behaviour.

The deprivation of an honorable membership can be enacted by the General Assembly through an application by the board due to the reasons stated in paragraph 4.

§7: Rights and obligations of members

The members are entitled to participate in all events of the association and to claim the usage of its facilities. The right to vote, as well as active and passive franchise, is reserved for ordinary and honorary members.

Each member is entitled to receive a copy of the bylaws from the board.

The members are obligated to promote the interests of the association to the best of their ability and to refrain from anything that could demolish the reputation and the purpose of the association. They have to follow the association's bylaws and the decisions of association's organs. The ordinary and extraordinary members are obliged to the timely payment of entrance and membership fees in the amount decided by the General Assembly.

§8: Association's organs

The association's organs are the General Assembly (§§ 9 and 10), the board (§§ 11 to 13), the auditors (§ 14) and the arbitration court (§ 15).

§9: General assembly

The General Assembly is the "Members' Meeting" within the meaning of the Association Laws 2002. An ordinary General Assembly takes place every fourth year.

An extraordinary General Assembly can be summoned by resolution of the board or the ordinary General Assembly, with a written request by at least one tenth of the members, by request of the auditor (§21 par. 5 first sentence VereinsG), on the orders of the auditor(s) (§21 par. 5 second sentence VereinsG), §11 par. 2 third sentence of these bylaws), on the orders of a trustee appointed by court (§11 par. 2 last sentence of these bylaws) within the time span of four weeks.

All members have to be informed of and invited to ordinary as well as extraordinary General Assemblies at least two weeks prior to the happening of the event in written form, per telefax or e-mail (to the telefax number or e-mail address given to the association by the member). The scheduling of the General Assembly must be made stating the order of the day. The summoning is done by the board (par. 1 and par. 2 lit. a - c), by the auditor(s) (par. 2 lit. d) or by a trustee appointed by court (par. 2 lit. e).

Requests to the General Assembly must be submitted to the board in written form, by telefax or by e-mail at least three days prior to the date of the General Assembly.

Valid resolutions - with the exception of those concerning a request for the summoning of extraordinary General Assemblies - can only be taken within the order of the day.

At General Assemblies, all members are eligible. Only ordinary and honorary members are entitled to vote. Each member has one vote. The transfer of voting rights to another member is permitted when done with a written authorisation.

The General Assembly is quorate regardless the number of appeared.

The elections and resolutions in the General Assembly are usually following a simple majority of the valid votes cast.

However, resolutions altering the bylaws of the association or dissolving the association entirely, require a qualified majority of two-thirds of the valid votes cast.

The chair of the General Assembly is the chairman / chairlady, in his / her hindrance his /her deputy chairman or chairlady. If this chairman / chairlady is prevented from joining as well, the oldest present member of the board presides.

§10 Tasks of the General Assembly

The following tasks are reserved to the General Assembly:

The resolution of an estimate;

The receipt and approval of the statement of account and the clearance of accounts with the involvement of the auditor;

The election and dismissal of members of the board and the auditor;

The approval of legal transactions between the auditors and the association;

The relief of the board;

Determining the amount of entrance fees and membership fees for ordinary and extraordinary members;

Awarding and withdrawing honorary memberships;

The resolution on amendments of the association's bylaws and the voluntary dissolution of the association;
Consultation and decision making on other items of the agenda.

§ 11: Board

The board consists of 5 members, them being the chairman / chairlady and the secretary with his / her deputy. as well as the treasurer and his / her deputy.

The board is elected by the General Assembly. At the retirement of an elected member, the board has the right to in his / her place co-opt for another eligible member. In this case, approval has to be obtained at the next General Assembly. If the board fails to self-complete through co-optation entirely or for an unforeseeable, extended period of time, each auditor is obliged to summon an extra ordinary General Assembly with the purpose of electing a new board immediately. Should the auditors also be rendered incapable of action, every ordinary member, who recognizes the emergency situation, has to appoint a trustee of the local court, who then has to summon an extra ordinary General Assembly immediately.

The term of office at the board is four years; Re-election is possible. Each function on the board is to be executed personally.

The board is summoned, in written form or verbally, by the chairman / chairlady and in case of his / her prevention by his / her deputy. If the deputy is also unable to do so for an unforeseeable, extended period of time, each other member of the board is allowed to summon the board.

The board is quorate, if all members have been invited and at least half of them are present.

The board passes its resolutions by a simple majority of valid votes cast; in the case of a tie, the vote of the chairperson is the decisive factor.

The chairman / chairlady is presiding, in his / her absence, his / her deputy takes the chair.

If he / she is absent as well, the oldest present member or the member, who has been appointed by the other, remaining members predominantly, presides.

Apart from death and expiry of the term of office (par. 3), the function of a member of the board is canceled through a dismissal from board (par. 9) or resignation (par. 10)

The General Assembly may at all time suspend a single member or the entire board. The dismissal from board takes effect as soon a new board or member of the board is appointed.

The members of the board are at all times allowed to declare their resignation in written form. The letter of resignation is to be addressed to the board, in case of the resignation of the whole board, to the General Assembly. The resignation takes effect once a new successor is elected or co-opted (par. 2).

§ 12: Tasks of the Board

The board is responsible for the management of the association. He is the “governing body“ within the meaning of the law of associations of 2002. It is assigned all other tasks, that are not assigned to another organ of the association by the bylaws. Its area of responsibility includes in particular the following matters:

The establishment of an accounting system, conforming to the requirements of the association, including the keeping of an ongoing record of revenue / expenditure and a list of assets as a minimum requirement;

The preparation of the annual budget, the statement of accounts and the closing of accounts;

The preparation and summoning of the General Assembly in the cases of § 9 par. 1 and par. 2 lit. a - c of the association’s bylaws;

The information of the club’s members about the association’s activity, the association’s management and the audited closing of accounts;

The control of the association’s funds;

The admission and exclusion of ordinary and extra ordinary members of the association;

The admission and dismissal of employees of the association.

§ 13: Special Obligations of Individual Members of the Board

The chairman / chairlady leads the association’s current affairs. The secretary supports the chairman / chairlady with the management of the association’s business.

The chairman / chairlady represents the association to the outside. Written drawing ups of the association need the signatures of the chairman / chairlady and the secretary, in financial matters (disposal of assets) of the chairman / chairlady and the treasurer in order to be valid. Legal transactions between members of the board an the association need the approval of another member of the board.

Contractual proxy statements to represent the association to the outside or to so sign for it, can only be handed out by those members of the board named in par. 2.

In the event of imminent danger, the chairman / chairlady is entitled to make dispositions independently on his or her own responsibility, even in matters which fall within the range of the board or the General Assembly; however, in the internal relationship, these require the subsequent approval of the competent association’s body.

The chairman / chairlady presides the General Assembly and the board.

The secretary takes the minutes of the General Assembly and the board.

The treasurer is responsible for the proper financial management of the association.

In the case of prevention of the chairman / chairlady, the secretary and the treasurer, they will be replaced by their deputies.

§ 14: Auditors

Two auditors are elected by the General Assembly for a term of four years. Re-election is possible. The auditors may not be part of any organ - except the General Assembly - whose activity is subject of the audit.

The auditors are responsible for the day-to-day business control as well as the audit of the financial management of the association with regard to the regularity of accounting and the use of funds in accordance to the association's bylaws. The board has to provide the auditors with the necessary documents and information. The auditors have to report the results of the audit to the board.

Legal transactions between auditors and the association require the approval of the General Assembly. Besides that, the provisions of § 11 par. 8 to par. 10 apply mutatis mutandis to the auditors.

§ 15: Arbitration Board

For reconciliation of all disputes arising from the association's relationship, the arbitration board is appointed. It is a "mediation board" within the meanings of the Association Law 2002 and no arbitration board according to §§ 577 ff ZPO.

The arbitration board is composed of three ordinary members of the association. It is formed in such a way, that a disputing party informs the board of a member, who shall be used as an arbitrator, in written form. At the request of the board, issued within seven days, the other disputing party nominates a member of the arbitration board within 14 days. After common understand by the board within seven days, the nominated arbitrators elect a third member to preside the arbitration board within a further 14 days. The lot decides at a parity of votes among those proposed. The members of the arbitration board shall not be part of any body, whose activity is subject of the dispute, except the General Assembly.

The arbitration board makes its decision, after granting mutual hearing, in the presence of all its members by a simple majority vote. It decides in all conscience. Its decisions are final within the association.

§ 16: Voluntary dissolution of the association

The voluntary dissolution of the association can only be decided in an extra ordinary General Assembly, summoned for this purpose and only by a two-thirds majority of the valid votes cast. The General Assembly also has to decide on the liquidation - in the case of any association's funds. In particular, the General Assembly has to appoint a liquidator and pass a resolution, who the General Assembly is to transfer the remaining association's funds, after covering any passive expenses, to.

In the case of the dissolution of the association or the elimination of the previously favored association purposes, the remaining association's funds are to be used for the purpose of animal protection.

The last member of the association's board has to notify the appropriate security director about the voluntary dissolution in written form within four weeks after the resolution has been passed. He or she is also obliged to announce the voluntary dissolution in an official gazette within the same timeframe.