

# **Statute of European Association**

## **“ORA Network”**

### **Articles of Association**

Valid version: resolved at the General Assembly on 17 July 2014 in Banja Luka.

## **§ 1 Name, Registered Office, Fiscal Year**

1. The association is named "ORA Network". The acronym ORA can be used. The association will be registered in the *Vereinsregister* (German Register of Associations) in Berlin. The association is a European federation.
2. After registration in *Vereinsregister* the term "e.V." is to be used.
3. Seat of the association is Berlin.
4. The fiscal year is the calendar year.

## **§ 2 Objectives and Purpose**

1. ORA exclusively and directly pursues non-profit purposes within the meaning of "*Steuerbegünstigte Zwecke*" (Tax-privileged purposes) of the German tax code. The Association exclusively and directly pursues non-profit-making ends; the Association acts selflessly; it does not primarily pursue economic objects for its own ends.
2. The purpose of ORA is the promotion of culture, education and youth services.
3. The objective of ORA is supporting youth and adults alike within the framework of international youth projects. These objectives will be carried out essentially through projects that promote a sustainable community development ideology.  
These projects support:
  - a. promotion of youth services
  - b. international awareness, tolerance in all areas of culture and international cooperation
  - c. civic engagement for non-profit purposes
4. ORA supports and engages with its objectives among others, through the following measures and projects:
  - a. conducting conferences and further training seminars for professionals and volunteering youth workers in fields of Art, environmental education, and sustainable development
  - b. international youth exchanges in fields of Art, environmental education, and sustainable development
  - c. cooperation in the field of non-formal education
  - d. and creating new educational tools and methodologies
5. Association promotes exclusively non profit organisations and public bodies
6. Awareness of the listed aims is managed at the various locations by the members.

## **§ 3 Membership**

1. The ORA members are exclusively legal entities.
2. Membership ceases upon the dissolution, resignation or expulsion of a member, pursuant to § 9.
3. The board can elect to introduce new members with a majority vote of 50 percent plus one. New members need to be nominated by one member and recommended by two more.

4. In order to terminate their membership, the member must give notice in writing to the head office of ORA.

#### **§ 4 Bodies**

The bodies of ORA are:

- a. the General Assembly
- b. the board

#### **§ 5 The General Assembly**

1. All members are entitled to participate in the General Assembly. Each member has two representatives, who each have one vote.
2. The representatives must be appointed by the appropriate bodies of the member organisations, and this must be authorized in written form.
3. The General Assembly meets at least once a year. The General Assembly is called and chaired by the president; and in case of the president being unable, by other board members.
4. The members of ORA are to be invited with at least 30 days notice to scheduled meeting of the General Assembly by email. The agenda and working material for the General Assembly will be provided a minimum of 14 days in advance. The invitation may also be sent via post or fax.
5. A non-scheduled meeting of the General Assembly may be called if:
  - a. 20 percent of all members call for such a meeting or
  - b. the board deems it to be necessary

In this case the minimum notice needed to inform the members of the meeting can be reduced to 7 days.

6. The General Assembly can take place either as a physical or virtual meeting (online). In the latter case this will be in a chat room accessible only to members with the necessary data.
7. To make decisions the General Assembly must have a minimum of two thirds of all its members represented.
8. The General Assembly is responsible for:
  - a. electing the members of the board
  - b. electing a president and two vice-presidents
  - c. approving the budget
  - d. making the annual financial report
  - e. approving the actions of the board
  - f. amending the Articles of ORA and dissolving ORA
  - g. deciding on the expulsion of members
  - h. decisions regarding the membership fee pursuant to §7.2

9. Minutes are to be kept of the General Assemblies in which decisions are made and the results of elections are to be recorded. The minutes are to be signed by the president and delivered to all members.

## **§ 6 The board**

1. The board consists of at least five and a maximum fifteen persons.
2. Within the meaning of section § 26 of the Civil Code (BGB) of the Federal Republic of Germany the board is made up of a president and their two vice-presidents.
3. The association is represented in court and out of court by the Chairman or one of the Vice-Chairman.
4. The mandate of the board is two years. The board remains until new elections have been arranged and carried out. The president can be re-elected only once.
5. The board shall make its decisions with a majority of votes. Each member of the board has one vote.
6. The board manages cooperation between members and sets up guidelines for working within the framework of the Articles of Association. The duties of the board include monitoring current projects, calling and preparing the General Assembly as well as any other matters which are not governed by the General Assembly.
7. The board may form panels, advisory committees and boards of trustees for certain tasks or may entrust individual members of the board with special tasks.
8. The board appoints an executive manager. The executive manager is under board supervision. The executive manager takes part in meetings of the board as a consultant.
9. The members of the board shall receive no remuneration.

## **§ 7 Finances**

1. The association finances its activities through membership fees, donations and public grants.
2. A fee scale can be created to regulate the membership fee.
3. Funds will only be used for statutory purposes. The members receive no financial profit from the association.
4. No person may benefit from expenditures that are not related to the purpose of the association or from disproportionately high remuneration.

## **§ 8 Dissolution of ORA**

1. The dissolution of the ORA may only be decided upon at a General Assembly called for this purpose.
2. The decision requires the agreement of a two third majority of all members of ORA. Should the first Assembly not constitute a quorum, a second General Assembly with the same agenda is to be called within four weeks. This second General Assembly shall constitute a quorum in any case. Upon dissolution or suspension of the Association, or in the case of discontinuation of one of its previous aims, the assets of ORA shall be transferred to the

municipality of Oybin, Germany, on the condition that it is to be used for non-profit environmental youth activities only.

## **§ 9 Expulsion from the Association**

1. The General Assembly may expel a member on the recommendation of the board in the case of serious violation of the statute or decisions of General Assembly. The member is to be informed of this expulsion by registered letter. The member may object to the decision within four weeks. Upon termination of membership any and all claims to ORA are also terminated.
2. The expulsion of one of the members may take place at the request of another member with the support of two more members, if the behaviour of a member grossly violates the interests of ORA
3. The expulsion of one of the members must be a separate item on the agenda of a General Assembly meeting. Prior to pronouncing the resolution the member to be expelled shall be given the opportunity to speak.
4. A majority (a vote of 50 percent plus one) of the members present is required for an expulsion. The decision to expel is to be made known to the member by means of a registered letter sent by the executive manager.

## **§ 10 Legal Validity**

1. Any gender specific designations in these Articles of Association refer to women and men alike.
2. The above new version of the Articles of Association was approved by the General Assembly on 16.7.2014 in Banja Luka.