

S T A T U T E S
of
Association of Emerging Linguists

1. Name, Registered Office, and Scope of Activities

- 1.1 The association bears the name *Association of Emerging Linguists* (abbreviated: *EL*).
- 1.2 The association is headquartered in Vienna, and the geographical scope of its main activities extends to the territory of the Republic of Austria. However, activities and collaborations independent or geographical limitations are not excluded. There are no geographical restrictions for members either.
- 1.3 The fiscal year corresponds to the calendar year.

2. Purpose

- 2.1 The purpose of the association is to connect novel linguists and members of related disciplines in Austria and beyond, promoting exchange between junior scholars and fostering the development of innovation and academic knowledge. Additionally, the association provides a platform for networking within linguistics beyond the confines of academia.
- 2.2 The activities of the association are not profit-oriented.
- 2.3 Pursuant to its statutes, the association exclusively and directly pursues charitable purposes and is, therefore, a non-profit association within the meaning of the applicable tax regulations (Sections 34 to 47 of the Federal Fiscal Code (Ger. Bundesabgabenordnung – BAO))

3. Activities and Means of their Achievement

- 3.1 The purpose of the association shall be received through the following non-material means:
 - a. Public relations
 - b. Events
 - c. Organizing symposia, conferences, and workshops
 - d. Publishing scientific publications
 - e. Working communities

- 3.2 The purpose of the association shall be received through the following material means:
- a. Membership fees
 - b. Donations
 - c. Proceeds from events and publications
 - d. Subsidies
 - e. Sponsorships
 - f. Other contributions
- 3.3 The association may, to the extent that the financial resources and the purpose of the association allow, employ staff and engage third parties to fulfill its purpose. Remuneration may also be paid to association members, including association officials, provided that it is related to activities that go beyond the activities of the association in the strictest sense; such remuneration must be comparable to third-party rates.

4. Arten der Mitgliedschaft

- 4.1 The members of the association are divided into regular members, extraordinary members, honorary members, and advisors.
- 4.2 Regular members are (natural or legal) persons who primarily support the activities of the association through their active participation in achieving the purpose of the association. Any individual interested in linguistics and related disciplines can become a regular member.
- 4.3 Irregular members are (natural or legal) persons aligned with the purpose of the association, primarily supporting the activities of the association by paying an increased membership fee.
- 4.4 Honorary members are natural persons who are appointed by the general assembly due to their outstanding contributions to the association.
- 4.5 Advisors are individuals from linguistic or related fields as well as experts who, due to their special scientific or practical qualifications, support the association through advisory activities or public relations work.

5. Erwerb der Mitgliedschaft

- 5.1 Membership application (excluding honorary membership) must be submitted in writing to the association board.
- 5.2 The board team makes the final decision on the admission of members. Admission may be denied without justification.
- 5.3 The admission decision is communicated to the candidate.
- 5.4 The appointment of honorary members is decided by the general assembly.

6. Membership Termination

- 6.1 Membership ceases in case of death (loss of legal personality in legal persons), voluntary withdrawal, and expulsion.
- 6.2 Voluntary withdrawal is permissible at the end of the calendar year under the condition that the board has been notified at least one month prior. Otherwise, the termination is effective at the end of the proceeding calendar year. The date of notification is, therefore, crucial for timely termination.
- 6.3 Removal from the membership list by the board is permissible if a member fails to fulfill the payment of their membership fee or other obligations to the association for more than six months despite two dunning notices. The removal can be carried out by a member of the board team assigned for this purpose without a separate decision and will be communicated to the member in writing.
- 6.4 The expulsion of a member from the association can be decided by the board at any time given good cause. This includes violations of membership obligations and/or behavior that is detrimental or dishonorable to the association, significantly diminishing the trust between the association and the member.
- 6.5 The affected member reserves the right to respond to the allegations before expulsion in writing. The decision of the board must be communicated to the member in writing with reasons provided.
- 6.6 Revocation of honorary membership can be decided by the general assembly at any time for reasons stated in 6.4.

7. Rights and Obligations of Members

- 7.1 Members are entitled to participate in all events of the association and to use the facilities of the association, if necessary, according to the guidelines established by the board.
- 7.2 The right to participate in the general assembly is granted to every member. The active voting right is reserved for regular members, with one vote per regular member. The passive voting right for the board is reserved only for regular members.
- 7.3 Members are obliged to promote the interests of the association to the best of their abilities and refrain from anything that harms the reputation and purpose of the association. They must adhere to the association's statutes and the decisions of the association's organs.
- 7.4 Members are required to provide an up-to-date and reachable contact address. In the absence of an email address, the postal address of the member shall be deemed the delivery address.
- 7.5 Regular and extraordinary members are obligated to pay the admission fee and the respective membership fees in the amount annually determined by the board.
- 7.6 Honorary members and advisors are exempt from paying admission fees and membership fees.
- 7.7 Members participating in association events may be required to pay a participation fee.
- 7.8 At least one-tenth of the members can request the board to convene a general assembly.

8. Association Bodies

- 8.1 The bodies of the association are the general assembly, the board, the auditors, and the arbitration tribunal.

9. General Assembly

- 9.1 The regular general assembly takes place annually.

- 9.2 Extraordinary general assembly shall be convened upon the decision of the board or a written request by at least one-tenth of the members or at the request of the auditors within six weeks of receipt of the request.
- 9.3 Both regular and extraordinary general assemblies shall be convened by written invitation (by mail or email) to all members at least four weeks in advance. The general assembly shall be convened with a preliminary agenda. The convocation is carried out by the board.
- 9.4 If the board is unable to act or fails to convene the general meeting, the auditors are authorized and obliged to convene the general assembly in accordance with the statutes.
- 9.5 Additional agenda items for the general assembly may be submitted in writing by all members to the board at least one week before the general assembly. Proposals for amendments to the statutes and dissolution of the association may only be submitted by the board or one-tenth of the association members. If additional agenda items have been requested in due time, the board shall publish a final (proposed) agenda at least one week before the general meeting.
- 9.6 Valid resolutions can only be made on the agenda items.
- 9.7 All members are entitled to participate in the general meeting; only regular members are eligible to vote. Each regular member has one vote. The transfer of voting rights to another member by written authorization is permissible. However, a member may only represent two other members.
- 9.8 The general assembly takes place regardless of the number of attendees. Resolutions in the general meeting are generally passed by a simple majority of the valid votes cast.
- 9.9 Resolutions to amend the statutes of the association or to dissolve the association must be passed by a qualified majority of two-thirds of the valid votes cast.
- 9.10 The chair of the general assembly is held by the chairperson of the board, or in their absence, by their deputy. If both are unavailable, the oldest member of the board team present at the meeting assumes the chair. The chair may allow guests to attend the general meeting, which is generally not open to the public.

10. Tasks of the General Assembly

- 10.1 The following tasks are reserved for the general assembly:
- a. Receipt of annual reports and discharge of board members;
 - b. Election and dismissal of the members of the board, approval of the co-option of board members by the board, election and dismissal of the auditors;
 - c. Approval of legal transactions between board members or auditors and the association;
 - d. Decision on amendments to the association's statutes as well as on the dissolution of the association;
 - e. Discussion and decision on other matters and issues on the agenda;
 - f. Granting and revocation of honorary membership.

11. The Board

- 11.1 The board is the executive body of the association and consists of six individuals. The board comprises a chairperson and chairperson deputy, a secretary and secretary deputy, as well as a treasurer and treasurer deputy.
- 11.2 The board is elected by the general assembly. In the event of the departure of a member during their term, the board team has the right to co-opt another member subject to subsequent approval by the next general assembly. Unless the decision is denied by the general assembly, it shall be valid. The co-opted member completes the term of the departing member. If the board is entirely or foreseeably absent for an unforeseeable long period without self-completion through co-option, the auditors are obliged to immediately convene an extraordinary general meeting of members to elect a new board.
- 11.3 Should the auditors also be unable to act or be nonexistent, any group of three regular members recognizing the emergency has the right to immediately convene an extraordinary general assembly themselves or to apply to the court for the appointment of a curator, who must promptly convene an extraordinary general assembly.
- 11.4 The board is appointed by the general assembly for a term of four years. Board members are eligible for re-election without limitation.

- 11.5 Board meetings are convened by the chairperson, or in their absence, by the deputy, in writing at least one week before the meeting. If the deputy is also unexpectedly unavailable for a long time, any other board member may convene the board meeting. Guests may be invited to non-public board meetings but without voting rights.
- 11.6 The board meeting takes place if all its members have been properly invited and at least half of them are present. Decisions are made by a simple majority vote; in the event of a tie, the chairperson's vote decides. A board member may be represented by another board member.
- 11.7 The chairperson presides over the board, or in their absence, the deputy.
- 11.8 Apart from death, the function of a board member ceases through dismissal (removal by the general assembly) or resignation.
- 11.9 Board members may resign in writing at any time. The resignation letter is to be addressed to the board, or in the case of the entire board team resigning, to the general assembly.
- 11.10 The general assembly may at any time dismiss the entire board or its members. The dismissal takes effect upon the appointment of a new board or board member.

12. Tasks of the Board

- 12.1 The board team is responsible for the management of the association and all tasks not assigned to another association body. Its responsibilities include, in particular, the following:
 - a. Establishment of accounting in accordance with the requirements of the association, with ongoing recording of income/expenditure and maintenance of an asset register as a minimum requirement;
 - b. Preparation of annual budgets, preparation of the accountability report, and financial statements;
 - c. Preparation, convening, and chairing of the regular and extraordinary general assemblies;
 - d. Management of the association's assets;
 - e. Admission and expulsion of association members, as well as appointment of honorary members and advisors;
 - f. Maintenance of a membership list;

- g. Informing association members about the activities of the association, financial management, and audited financial statements;
- h. Hiring and termination of association employees.

13. Duties of Specific Board Members

- 13.1 The chairperson of the board leads the daily management of the association. The secretary assists the chairperson in managing the affairs of the association.
- 13.2 The chairperson represents the association externally. Written documents of the association require the signatures of the chairperson and the secretary for validity, while in financial matters (asset dispositions), the signatures of the chairperson and the treasurer are required. Transactions between board members and the association require the approval of another board member.
- 13.3 The chairperson presides over the general meeting of members and the board team.
- 13.4 The secretary keeps the minutes of the general meeting of members and the board team.
- 13.5 The treasurer is responsible for the proper financial management of the association.

14. Auditors

- 14.1 The association has two auditors, who do not need to be members of the association. They are elected by the general assembly for a term of four years. Re-election is unlimited. Transactions between the auditors and the association require approval by the general assembly for validity.
- 14.2 The auditors may not be members of any organ - except the general assembly - whose activities are subject to audit.
- 14.3 The auditors shall examine the financial management of the association with regard to the regularity of the accounting and the statutory use of funds within four months of the preparation of the income and expenditure statement or the

annual financial statements. The board must provide the auditors with the necessary documentation and information. The auditors shall report to the general assembly on the results of the audit. The audit report must confirm the regularity of the accounting and the statutory use of funds and identify any financial management deficiencies or risks to the existence of the association. Furthermore, related-party transactions as well as unusual income or expenses must be disclosed.

15. Arbitration Tribunal

- 15.1 In all disputes arising from or within the association, the internal arbitration tribunal, as defined by the Association Act 2002 (Ger. Vereinsgesetz 2022), shall decide upon the resolution or settlement of the disputes.
- 15.2 The arbitration tribunal consists of three regular association members, the arbitrators. The arbitration tribunal is formed in such a way that one party to the dispute nominates a member as an arbitrator in writing to the board. Upon request by the board within seven days, the other party to the dispute shall, within 14 days, nominate a member of the arbitration tribunal. Upon notification by the board within seven days, the nominated arbitrators shall, within a further 14 days, select a third regular member as the chairperson of the arbitration tribunal. In the event of a tie, the selection shall be determined by lot among the nominees. Members of the arbitration tribunal may not belong to any organ - except the general assembly - whose activities are the subject of the dispute.
- 15.3 The arbitration tribunal shall make its decision after granting both parties an opportunity to be heard, with all its members present, by a simple majority vote. It shall decide to the best of its knowledge and belief. The conclusion of the proceedings shall be either an agreement between the parties to the dispute or a written recommendation from the arbitration tribunal. The chairperson of the arbitration tribunal is responsible for drafting the decision, which must include an explanation. The decisions of the arbitration tribunal are final within the association.

16. Dissolution of the Association

- 16.1 The voluntary dissolution of the association can only be decided upon in a regular or extraordinary general assembly, provided this agenda item is explicitly stated in the invitation, and with a two-thirds majority vote.

- 16.2 The general assembly must also decide on the liquidation. Unless the general meeting decides otherwise, the chairperson of the board shall act as the authorized liquidator.
- 16.3 In the event of the association's voluntary or compulsory dissolution, or if the association's purpose ceases to exist, the remaining assets after covering liabilities shall be transferred to a charitable organization as defined in Chapter 34 et seq. of the Federal Fiscal Code (Ger. Bundesabgabenordnung – BAO), which has a purpose corresponding to or at least closely related to the association's purpose as defined in section 2 of the statutes. This transfer shall be made with the condition that the assets are to be used exclusively for charitable purposes in accordance with Chapter 34 et seq. of the Federal Fiscal Code (Ger. Bundesabgabenordnung – BAO).

Vienna, 22.03.2024

Founding Members

Laura Levstock, BA BA
Board President

René-Christian Foidl, BA
Deputy Board President