



**OESTERREICHISCHE  
COMPUTER GESELLSCHAFT**

AUSTRIAN  
COMPUTER SOCIETY

## STATUTES

of the Association

# AUSTRIAN COMPUTER SOCIETY (OCG)

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Statutes of the Association

**AUSTRIAN COMPUTER SOCIETY (OCG)**  
**(Österreichische Computer Gesellschaft)**

## **PREAMBLE**

Any wording in these statutes shall be understood as applying to both female and male genders.

## **GENERAL**

### **Art. 1: Name, seat and sphere of action**

The name of the association is Austrian Computer Society (OCG), hereinafter OCG. Seat and place of registration of the OCG is Vienna. Sphere of action is the Federal Republic of Austria. The OCG is not profit oriented, pursuing solely and directly non-profit aims in Austria according to § 35 Abs. 2 BAO. The OCG is entitled to establish branch offices and branch association anywhere in Austria.

### **Art. 2: Aim of the association**

The aim of the OCG is the comprehensive and interdisciplinary promotion of informatics and communication technology with due regard to their interaction with people and society.

### **Art. 3: Measures to realise the association's aim**

They include in particular:

1. Collecting and forwarding information about the development of information and communication technology and of certifications
2. Education and training as well as certification in the area of information and communication technology
3. Promotion of further training in the area of information procession and its economic, social and human implications
4. Targeted promotion of certain groups of our society in order to enhance access to ICT technology for all (e.g. people with special needs, the elderly)
5. Co-operation with relevant private and public institutions in accordance with the aim of the association
6. Individual service and counselling for members in accordance with the aim of the association
7. Certification of persons in the area of information technology (e.g. ECDL and OCG certificates)
8. Education, training and certification of trainers and examiners for the certification of persons
9. Issuing of nationally and internationally recognised certificates upon successful completion of tests for personal certification

10. Securing the adherence to the existing quality criteria set by the ECDL foundation or other licensers
11. Development and approbation of teaching and learning material, content development and approbation of electronic test systems
12. Continuous adaption and further development of the certification principles, syllabi and examination questions
13. Development and operation of automatic test systems for personal certification and/or for testing skills and knowledge
14. Certification of companies and other organisations according to European and/or other national and international standards
15. Conducting research and development projects, preferably interdisciplinary projects
16. Representation of Austria in relevant international organisations
17. Organisation of information events, congresses, conferences, meetings and seminars in accordance with the aim of the association
18. Dissemination of relevant knowledge and Austrian best practices in other countries, especially in neighbouring countries and throughout Europe
19. Operation and service of electronic information platforms on the Internet to disseminate information in accordance with the aim of the association
20. Establishment and operation of working groups, forums, branches, affiliated associations and research institutes

In pursuing the above measures to realise the aim of the association, the OCG pays due respect to the interests and activities of its institutional members. To protect the interests of the institutional members, even a special right of vote in the Executive Board (see Art. 18, item 9) has been granted to them.

#### **Art. 4: Funding**

The OCG is funded by:

1. Membership fees
2. Donations
3. Voluntary contributions with or without specific dedication
4. Proceeds from events and publications
5. Proceeds from personal certifications and company certifications
6. Proceeds from the approbation of training material, teaching and learning software as well as license proceeds from the certification of persons and/or organisations
7. Proceeds from the development and the operation of automatic test systems
8. Proceeds from expert opinions and other services rendered in accordance with the aim of the association
9. Private and public subsidies
10. Participation in enterprises in accordance with the aim of the association
11. Other contributions

The fiscal year is the calendar year.

## MEMBERSHIP

### Art. 5: Types of membership

Membership can be granted to physical or juridical persons. Members of affiliated associations are also members of the OCG.

Types of membership:

1. Institutional membership  
Non-profit professional associations or institutions and public agencies which are active or interested in an area as defined by the aim of the OCG, identify with the aims of the association and have their seat in Austria
2. Personal membership
  - 2.1. Individual members are physical persons.
  - 2.2. Juridical members are juridical persons.
  - 2.3. Supporting members are physical or juridical persons who contribute a higher membership fee, as agreed upon with the Executive Board.
  - 2.4. Honorary members

### Art. 6: Admission of members

1. The Executive Board decides on the admission of members. Upon admittance, criteria like the professional qualification of the applicant with regard to the pursuance of the aim of the association shall be considered.
2. Honorary membership is bestowed upon the request of the Executive Board by the General Assembly. An honorary member is automatically admitted as OCG member.

### Art. 7: Membership fee

1. The amount of the membership fee for institutional members is individually agreed upon between the Executive Board and the respective member. It is a multiple of the individual membership fee, with the respective factor being divisible by 10. The number of votes of the institutional member at the General Assembly meeting depends on the amount of the membership fee it pays (see Art. 14, par. 4). An institutional vote shall neither exceed 25% of the total votes nor the total of 100 votes.
2. The amount of the membership fee for individual members is determined by the General Assembly.
3. Juridical and supporting members pay fees as determined by or agreed upon with the Executive Board.
4. Honorary members are exempt from membership fees.

### Art. 8: Rights and duties of the members

1. Each member has the right to participate in the meetings, events, etc. of the association and to make use of the property and facilities of the OCG according to the rules that shall be laid down by the Executive Board. Members of an institutional member have the same rights as OCG members, except for the active and passive right to vote.
2. Each member has the right to participate in the General Assembly meeting and the active right to vote.
3. The passive right to vote is reserved for individual members and representatives nominated by juridical members.

4. Each member is obliged to safeguard the reputation and interests of the association, to adhere to the provisions of the statutes, to respect the decisions of the General Assembly and to pay the membership fees on time.
5. Each member shall provide the OCG with a valid postal and e-mail address and inform the OCG about any changes.

#### **Art. 9: Termination of membership**

1. Membership terminates with the death of a physical person, with the dissolution and/or liquidation of a juridical member, with resignation or with exclusion.
2. A member may resign any time by sending a written notice to the Executive Board. The membership fee for the running year, however, must be paid in any case.
3. The Executive Board can resolve to exclude a member that does not fulfil its obligations or has grossly violated the aim of the association. Before taking such a resolution, the members must be given the opportunity to be heard, in case of an institutional member by the entire Executive Board and in case of other members by an authorised representative of the Executive Board.
4. Resigning members shall have no claims against the assets of the OCG.

## **Bodies of the Association**

#### **Art. 10: Bodies of the Association**

1. General Assembly
2. Executive Board
3. Steering Committee
4. Auditors
5. Arbitration Board

#### **Art. 11: General Assembly**

The General Assembly is the convention of members according to Austrian association law.

1. The members of the association meet once a year for their ordinary General Assembly meeting.
2. The Executive Board can convene an extraordinary General Assembly meeting when deemed necessary. If one third of the members of the Executive Board or one tenth of the voting members of the General Assembly request an extraordinary General Assembly meeting in writing, stating their requested subject, the Executive Board must convene such a meeting within six weeks.
3. The Executive Board shall convene a General Assembly meeting by notification through e-mail to all members at least four weeks prior to the set date including the preliminary agenda.
4. The General Assembly meeting is chaired by the OCG president. If the president is prevented from fulfilling this duty, the appointed deputy shall step in (see Art. 18, item 5).
5. The general secretary shall take the minutes of the General Assembly meeting.

**Art. 12: Tasks of the General Assembly**

The regular General Assembly has the following tasks:

1. Accept and approve the annual report prepared by the Executive Board as well as the reports prepared by the treasurer and the auditors
2. Approve the annual statement of accounts and discharge the Executive Board
3. Decide on the annual budget estimate
4. Determine the amount of the membership fees for individual members
5. Elect the Executive Board (every other year)
6. Elect the two auditors and their deputies (every other year)
7. Decide on changes of the statutes
8. Decide on any other motions put forward in the General Assembly meeting
9. Appoint honorary members
10. Decide on the establishment of branch offices and branch associations
11. Accept and approve the annual report of the Steering Committee and the report of the treasurer(s) of the branch association(s)
12. Decide on the voluntary liquidation of the OCG

**Art. 13: Motions to the General Assembly**

1. Motions of the members shall only be included in the agenda of the General Assembly if they have been submitted to the Executive Board in writing or via e-mail 14 days prior to the meeting at the latest.
2. Motions that are not included in the agenda shall only be discussed and/or put to vote if 1/3 of the voting members present endorse them. Motions to change the statutes or to liquidate the OCG must have been included in the agenda.

**Art. 14: Resolutions of the General Assembly**

1. The General Assembly has a quorum regardless of the number of voting members present.
2. Unless otherwise provided in the statutes, the General Assembly shall take its decisions (ballots and elections) by simple majority. In the event of a tie, the chairperson shall have a casting vote.
3. Individual members shall each have one vote in the General Assembly. Institutional members shall have as many votes as individual membership fees are included in their membership fee (see Art. 7).
4. Individual members can be represented in the General Assembly by other members by written proxy. Institutional and juridical members shall be represented by persons appointed by the respective body.
5. All decisions shall be taken in open ballots and elections. Upon request of a member present, the election must be carried out by secret ballot.

**Art. 15: Changes of the statutes and liquidation of the association**

1. Any changes of the statutes can only be made if at least half of the representatives of the institutional members are present in person or by proxy. A decision on any changes of the statutes shall require a 2/3 majority of the General Assembly votes (see also Art. 13, par. 2).
2. A decision on the voluntary liquidation of the association can only be taken by a 2/3 majority of the General Assembly valid votes.
3. This General Assembly shall decide on the liquidation of the existing property. In particular it shall appoint a liquidator and take a decision concerning the question where the assets of the association should go after all liabilities have been covered.
4. In the event of a liquidation of the association or if the preferential purpose of the association ceases to apply, the remaining assets of the association shall be used for non-profit purposes according to §§ 34ff BAO.

**Art. 16: Executive Board**

The Executive Board is the governing body according to the association law and consists of the following:

1. The president elected by the General Assembly.
2. The past-president (as long as there is no president-elect for the next term of office)
3. The president-elect, i.e. the president elected by the General Assembly for the following term of office (if applicable).
4. One representative of each institutional member and each branch association. These representatives shall be nominated by the respective institutional member or branch association.
5. Representatives of the personal members. The number of these members of the Executive Board shall be agreed upon in a way that there is a 1:1 ratio between representatives of personal members and representatives of institutional members. The Executive Board has the right to co-opt up to five voting Executive Board members. If there is no sufficient number of personal members the representatives of the personal members can be provided with multiple voting rights by the General Assembly to balance the 1:1 ratio.
6. The non-voting general secretary, if he or she is not an elected (Art. 16, par. 5) or a delegated (Art. 16, par. 4) member of the Executive Board.

**Art. 17: Election of the Executive Board and the officials**

1. Prior to each new two-year term of office the General Assembly newly elects the officials. Re-election is possible. The president and the vice-president shall be re-elected without interruption for a maximum of two terms; an exception from this regulation can be decided in justified cases by 2/3 majority.
2. In the first ballot the person who obtains the absolute majority of the General Assembly vote shall be president.
3. If no candidate gets a majority vote in the first ballot, there shall be a second ballot confined to the two candidates who received the most votes in the first ballot.
4. The institutional members nominate their representatives for the Executive Board by name and elect one of them as first vice-president by simple majority vote. The election is bound to a person.

5. Each personal member at the General Assembly lists one or more candidates on a ballot sheet. The maximum number of candidates is the number of officials to be elected. The seats in the Executive Board are assigned in the order of the number of votes a candidate has received. These members of the Executive Board elect a second vice-president among their midst.
6. All members of the Executive Board elect a third vice-president, the treasurer and the vice-treasurer among their midst by simple majority.
7. When a vice-president, the treasurer or the vice-treasurer resigns a new election for this office must be held.
8. If an elected member retires, the Executive Board has the right to co-opt another eligible member as substitute; this does not apply to the position of the president.
9. If a president has been elected for the following term of office, this president-elect shall take over the office in the event of a premature resigning of the acting president. Otherwise the predecessor of the president or the longest-serving vice-president shall head the association until a new president is elected.

#### **Art. 18: Responsibilities of the Executive Board**

1. The Executive Board manages the affairs of the association. Its responsibilities are in particular the following:
  - 1.1. Drawing up the rules of procedure for the Executive Board
  - 1.2. Preparing the annual report and financial report as well as the budget estimate to be presented to the General Assembly.
  - 1.3. Preparing the ordinary and extraordinary General Assembly meetings.
  - 1.4. Admitting and excluding members.
  - 1.5. Appointing and removing the General Secretary.
  - 1.6. Taking decisions on the representation of the OCG in national and international associations.
  - 1.7. Founding and dissolving research institutions as well as drawing up and taking decision on the general rules governing research institutions.
  - 1.8. Carrying out any business of the OCG, as far as the statutes do not call for other bodies to perform it.
2. The Executive Board has a quorum if all members have been invited at least 14 days prior to the meeting by e-mail. A vote can be transferred to other members of the Executive Board. The number of votes is limited to two for each member of the Executive Board.
3. The Executive Board takes its decisions by single majority. Meetings and decisions of the Executive Board must be recorded in minutes signed by the respective chairperson.
4. The president is the external representative of the association, convenes meetings of the Executive Board and chairs the Board and the General Assembly.
5. If the president is prevented from doing so, the vice-president steps in.
6. In financial matters the president signs together with the treasurer, the president and the general secretary sign in all other important matters. If the treasurer is prevented from acting the vice-treasurer steps in.
7. The Executive Board entrusts officials with handling specific subjects as required.
8. The Executive Board may appoint committees and working groups for specific tasks.
9. Protecting the interests of institutional members: Upon the request of an institutional member a resolution made by the Executive Board shall consider the interests of the



institutional members by determining in a second ballot whether two thirds of the representatives of the institutional member present reject the decision, in which case this resolution shall not pass.

#### **Art. 19: General Secretary**

1. The Executive Board appoints a general secretary who shall operate according to the instructions of the Executive Board.
2. The general secretary manages the OCG office.
3. The general secretary may sign routine documents of minor importance without countersignature.

#### **Art. 20: Steering Committee**

1. The Steering Committee consists of the acting president, the past-president (as long as no new president has been elected for the following term of office), the president-elect for the next term of office, the vice-presidents, the treasurer, the vice-treasurer and the general secretary. It is chaired by the president. If the acting president is re-elected the Steering Committee co-opts another member from among its members.
2. The Steering Committee may co-opt the chairpersons of permanent committees, the chairpersons of working groups and other officials without voting rights to their meetings. Other persons can also be co-opted for individual meetings or agenda items.
3. It is the responsibility of the Steering Committee to prepare the meetings of the Executive Board and to carry out any tasks as transferred by the Executive Board.
4. The Steering Committee has a quorum when at least three voting Steering Committee members are present in person. The general secretary shall take the minutes of the decisions made in the meetings of the Steering Committee.

#### **Art. 21: Research institute**

1. The OCG research institutes have no legal personality
2. The constitution of the institutes shall be governed by the general institute regulations. These regulations shall be drawn up and decreed by the Executive Board. In addition to these regulations, the Executive Board can approve specific regulations for individual institutes to supplement the general institute regulations.

**Art. 22: Arbitration Board**

1. All conflicts arising within the OCG are subject to decision by the Arbitration Board.
2. The Arbitration Board consists of three regular members. Each of the conflicting parties shall nominate a member to the Arbitration Board. These members shall in turn appoint another member as the chairperson of that body. If they fail to reach an agreement the decision shall be made by lot.
3. The Arbitration Board shall have a quorum only if all three members are present. Decisions are taken by simple majority.
4. An appeal against the decision of the Arbitration Board can be made within 14 days after the delivery of the decision to the General Assembly. An appeal must be made in writing to the general secretary, stating the reasons for it. The following General Assembly shall take the final decision.