



## **STATUTE of the European Ombudsman Institute**

Renouncement in the Version of the ordinary General Assembly of 21 September 2017 at Bucharest

### **§ 1 Name and seat of the Association**

The name of the Association is "European Ombudsman Institute". It has its seat in Innsbruck and is subject to the provisions of Austrian Law.

### **§ 2 Aims of the Association**

The Association is an independent non-profit organisation. Its aims are:

- 1.) To propagate and promote the ombudsman concept;
- 2.) To deal in a scientific manner with and conduct research on issues relating to human rights, civil rights protection and ombudsman activities;
- 3.) To provide scientific support to local, regional, national and international ombudsman institutions
- 4.) To promote the exchange of experience on a national, European and international level;
- 5.) To play an active role in the development and promotion of social, economic and cultural rights;
- 6.) To cooperate with local, regional, national and international institutions sharing the same or similar goals;
- 7.) To cooperate with the UN-High Commissioner of Human Rights, the Human Rights Commissioner of the Council of Europe, the European Ombudsman and other international institutions with the goal of promoting and protecting human rights.

### **§ 3 Achievement of the Association's aims**

The following means shall serve to achieve the Association's aims:

- 1.) Publication and promotion of publications;
- 2.) Organisation of and participation in functions and events;
- 3.) Cooperation with the Council of Europe in the capacity of NGO with consulting status recognised by this body and in particular submission of collective complaints in the capacity of international NGO recognised by the Council of Europe;
- 4.) Compilation of advisory opinions of experts;
- 5.) Setting up of and maintaining of scientific archives;
- 6.) Cooperation with universities and scientific institutes and international organizations
- 7.) Setting up and maintaining a homepage providing general information on the activities of the EOI as well as of other ombudsman institutions and institutions of human rights´ protection in Europe and further continents
- 8.) Maintenance of a secretariat to coordinate the above mentioned means and to keep both members of the Association as well as the interested general public informed about the Association and its activities.
- 9.) Support activities in line with and expedient to the Association's aims;
- 10.) Establishment, provision and taking care of an international human rights library, with access for users free of costs.
- 11.) Support and counselling when new Ombudsman-Institutions and citizens service centers are established.

### **§ 4 Principles of the Association**

In the pursuit of its activities the Association shall be guided by the following principles:

- 1.) Independence
- 2.) Public service;
- 3.) Internationalism;
- 4.) Autonomy;
- 5.) Scientific character
- 6.) information transfer
- 7.) transparency
- 8.) Cooperation with other Ombudsman- and Human Rights Organizations

### **§ 5 Funding of the Association**

The Association shall be funded by means of:

- 1.) Membership fees;
- 2.) Income from its own activities and for services rendered;
- 3.) Subsidies from public offices and contributions by sponsors;
- 4.) Donations, gifts and legacies.

## § 6 Membership categories and application for membership

The members of the Association are divided up into the following categories:

1.) **Institutional members** can be independent institutions providing public services as an ombudsman institution respectively in accordance with the ombudsman concept and being legitimatised by the constitution, by the law or other legal provisions.

Also universities or faculties, parliamentary petitions´ committees or other institutions publicly legitimized, if at the same time at least 3-year-cooperation agreements with the EOI exist.

2.) **Individual members** can be natural persons with particular merit with regard to the ombudsman concept, or persons who want to support the Association´s aims by active work, especially in the field of scientific research and the propagation and promotion of the ombudsman concept. Members from countries and/or regions which is not or only partially recognized by the international community of international law, can also be admitted as individual member, they are led in the status of “Human Rights Defender”; the Executive Board decides on this with a qualified 2/3 majority.

3.) **Corresponding members** can be natural persons or legal entities that cope with issues in the context with the ombudsman concept and that would like to use the EOI´s facilities and want to receive the EOI´s newsletter and publications regularly.

4.) **Supporting members** can be natural persons as well as legal entities backing the Association especially with respect of its funding.

5.) **Honorary members:** Members whose services to the Association have been of outstanding merit and who are natural persons can be appointed by the General Assembly as honorary members of the Association following a unanimous application by the Board.

The Board shall decide on the admission of members in accordance with No 1.) to 4.); the General Assembly shall rule on objections to the decisions of the Board. An individual right of admission does not exist.

## § 7 Rights and obligations of members

1.) All members have the right to take part in the General Assembly meetings and in all events of the EOI, to use all facilities of the EOI and to receive its publications and statutes.

2.) Institutional, individual and honorary members have got the right to file applications and petitions with the General Assembly and the Board. Applications addressed to the General Assembly as well as proposals for elections have to be filed in good time, which means that the application respectively the proposal has to be put at the disposal of the EOI´s secretariat at least one month before the General Assembly meeting is held. Electoral proposals additionally have to contain the declaration of the nominees that they will accept the position in case they are elected.

3.) Institutional, individual and honorary members, who have paid their membership fees, are entitled to take part in and to vote in the General Assembly meeting according to subparagraph

4. The right to vote may only be exercised in person, with regard to institutions this right may be exercised by the legally authorized representative or an executive staff member legitimatised by a written mandate.

The right to vote may not be exercised by more than nine institutional and six individual members of the same state.

If more than nine institutional or six individual members of the same state take part in the General Assembly meeting they will be obliged to agree on the particular nine respective six members that shall be entrusted with the right to vote. In case that such an agreement cannot be reached the respective individual or institutional members have to be picked by drawing lots. The restrictions concerning the right to vote as set forth in this paragraph do not apply to members being at the same time members of the Board.

5.) The members undertake to do everything in their power to promote the aims of the Association and to observe its statutes and the statutory resolutions passed by associated bodies, in particular to forward their reports and relevant scientific work to the Institute free of charge and to pay the membership fee.

6.) Communication shall be multilingual whenever the subject at hand so warrants. Details shall be decided by the Board.

### **§ 8 Termination of membership**

1.) Membership shall expire upon written resignation of membership or in the event of death of a natural person and for legal entities upon the loss of legal status. In the event of resignation of membership any outstanding membership fee for the current calendar year must, however, be paid in full.

2.) Members, who are reluctant to pay outstanding membership fees and having twice been reminded of their debts in writing, lose their membership rights. Moreover, members who are liable to pay outstanding membership fees for more than three years lose the membership. The loss of membership rights and the membership becomes effective upon the declaration of the Board.

3.) The Board is further entitled to exclude members who have violated the principles of the Association, damage its reputation or act contrary to its statutes and resolutions. The exclusion requires a majority of two thirds of all members of the Board; the General Assembly has to decide upon objections against the Board's decision.

### **§ 9 Establishment of divisions**

1.) The General Assembly may determine that divisions be established within the Association to deal with special subject areas or particular interests of members.

2.) The Board shall set forth detailed provisions and be charged with coordinating the work of the divisions. Moreover, a report on the work of the divisions shall be submitted at each General Assembly meeting.

3.) Divisions are entitled to send a member in the Board.

### **§ 10 Bodies of the Association**

The bodies of the Association are:

1.) the General Assembly (§ 11);

2.) the Board (§12);

3.) the Executive Board (§ 13)

4) the President (§ 14)

5.) the Auditors (§16).

## § 11 The General Assembly

1.) The General Assembly is the assembly of members as defined in the „Vereinsgesetz 2002“ (Austrian Act on Associations 2002). It comprises all members, where as members who are not entitled to vote according to § 7 para.3 and 4 are merely entrusted with consultative functions.

2.) An ordinary General Assembly shall be convened every two years, whenever possible in conjunction with an European or International Ombudsman Conference, and it is called by the President.

The ordinary General Assembly with new elections is going to take place every 4 years upon convocation of the President.

Further, if possible takes place every year an international European Ombudsman Conference.

3.) An extraordinary General Assembly shall be called by the President when the Board or at least one tenth of the ordinary members so request and submit a written notification of the agenda. The Assembly shall then convene within three months.

4.) The General Assembly is called by sending notices in writing to the members. Said notices must be sent at least sixty calendar days prior to the meeting of the General Assembly; it has to provide details of the proposed agenda and must contain information on the deadline for applications according to § 7 para. 2 as well as the requirements for exercising the right to vote (§ 7 para. 3 and 4).

5.) If a petition respectively application is not an item on the agenda, it can only be voted on if more than two thirds of the members present and eligible to vote so agree.

6.) The General Assembly reserves the right:

a.) to elect the President; two Vice-Presidents, the Secretary General, the further members of the Board; and the two auditors;

b.) to determine the membership fees;

c.) to pass resolutions on the amendment of the statutes;

d.) to approve the reports of the Board, the auditors and the divisions;

e.) to give formal approval to the actions of the Board;

f.) to establish divisions;

g.) to pass resolutions on the appointment of persons whose services to the Association are of outstanding merit as honorary members;

h.) to decide upon objections against the admission of, the refusal thereof and the exclusion of members;

i.) to decide upon the removal of members of the Board; in case of a removal of the President, one of the Vice Presidents, the secretary or one of the treasurers a new election has to be held immediately;

j.) to debate and pass resolutions on other items of the agenda;

k.) to pass resolutions on the dissolution of the Association.

7.) The General Assembly shall be deemed to constitute a quorum when it has been called on time, irrespective of the number of members present. All General Assembly elections and resolutions require a simple majority of the eligible voters present.

8.) To pass resolutions on issues referred to under items c.) and k.) above, however, a two thirds majority of the eligible voters present is required. These resolutions will come into force unless half of all members raise an objection within a period of two months following the passing of the resolution.

9.) The General Assembly shall be chaired by the President or, in his absence, by the Vice President who is senior in terms of length of service or by a "day president" to be elected by the Assembly.

## § 12 The Board

1.) The Board consists of the President; two Vice-Presidents; the Secretary; the Treasurer; one representative from each division and of at least three but not more than twenty further members.

2.) The board has to be elected out of representatives (office holders or deputies) of institutional members and out of individual members, where at least three fifths of the board at the time of its election have to be representatives in office of a public Ombudsman-Institution or civil protection office (institutional member).  
Parliamentarian Petition Committees could be represented in the Board by one member of the decision of the board.

Individual members may only pertain to the board, if they have been nominated based on a subject related professional practice or job at a University, member of a Petitions Committee, NGO, Human Rights Organization, academic realms, administrative control, Members of offices of Ombudsman-Institutions.

The structure of members, especially their regional origin as well as the kind of their activities on national, regional and local level, has to be taken into consideration in the context with the election of members of the Board. Not more than four members of the Board may come from the same state.

The board is - in case of the retirement of an elected board member during his/her term of office - entitled to co-opt into his/her position another eligible member, that also has the right to vote.

3.) The Board is elected for a term of four years and holds office until a new Board is elected.

4.) The Board shall be deemed to constitute a quorum when all members have been invited and at least seven members or half of its members are present. Resolutions of the Board shall be passed by majority vote of members present; in the event of equal votes for and against, the President shall cast the deciding vote.

5.) Decisions are allowed to be made by "circular resolutions", only admissible, if they are confirmed verifiably in writing or by e-mail at least by three quarters of the board members within one month. Each circular resolution has to be additionally presented within the frame of the first, following board meeting and to be officially recorded in the minutes.

a) The admission of new members by circular decision is only possible in exceptional cases if, on the one hand, the eligibility criteria of the candidate are met and examined by the Secretary-General in conjunction with the President, the Vice-President and no other reasons that conflict with membership. If all the criteria are met, this form of admission by circular resolution and by individual decision will continue to be made possible, whereby in turn  $\frac{3}{4}$  of the members of the board must declare themselves in writing or by email.

6.) The Board is responsible for dealing with all agendas not reserved for other bodies, in particular for approving the annual work scheme and report of activities, the budget and statement of accounts.

7.) The Board has to inform the members about the activities and all budgetary affairs in the course of the General Assembly meeting and upon a well-founded request of a tenth of the members within four weeks. Moreover it has to submit proposals for the election of the new Board to the General Assembly; the proposal has to meet the requirements as set fourth in para. 1 and 2.

8.) The Board shall convene at least twice a year upon written invitation by the President giving details of the items for discussion. The Board members shall receive the invitation to the meeting of the Board at least fourteen days prior to the meeting. Furthermore, the President is obliged to issue an invitation to an extraordinary Board meeting at the headquarters of the Association when at least five members of the Board so demand in writing giving details of the items to be discussed.

9.) The Board confirms the Secretary General elected by the General Assembly as member of the board and executive board, who is responsible for the management of the secretariat (Secretary General), and also two additional members of the Executive Board.

### **§ 13 The Executive Board**

1.) The Executive Board consists of the President, two Vice-Presidents, the Secretary, the Treasurer, the Secretary General and one or two further members of the Board.

2.) It has to organize and prepare the meetings of the General Assembly and the Board.

3.) It has to implement the resolutions of the General Assembly as well as of the Board and is in charge of conducting day-to-day business.

4.) It submits proposals concerning reforms and the further development of the Institute.

5.) Decisions of Circular resolutions are only admissible, if at least three quarters of the board members confirm them within a month in writing or per e-mail. In this regard § 12 par. 5 of the by-laws has to be applied.

6.) All members of the Board have to be informed without delay about the resolutions and records of the Executive Board.

### **§ 14 The President**

1.) The President shall be elected for a four-year term and may be re-elected for one further term of office.

2.) The President shall represent the Association in public, call meetings of the General Assembly and the Board and act as Chairman at these meetings.

3.) The President or, in his absence, the Vice President as well as the Secretary General shall be authorised to sign on behalf of the Association. In financial matters the additional signature of the Treasurer is required.

4.) Criteria for the function of the President:

An institutional member can be proposed by the board for the function of the President if the following conditions are met:

- a) Active incumbent or deputy of a national, regional, local Ombudsman-Institution
- b) Outstanding figure with international or academic or subject-related professional experience.
- c) No criminal convictions by courts.
- d) Individual members may be proposed for a candidature to the office of the President, if they are special persons of honour, if they qualify by a long-standing membership with the EOI (at least 10 years individual membership and additionally 4 years board membership), are distinguished by academic experience and activities within the realm of human rights and the EOI, and are proposed on the part of the board with a three quarters majority for this office or are at the General Assembly selected with 75 % of the valid votes in this office.
- e) If a President retires during his term of office, so firstly on the part of the 1st Vice-president together with the Secretary General a board meeting has to be summoned within 2 months, at which for the rest of the term of office until the next General Assembly an interimistic President has to be elected by the board. To the interimistic President may be proposed by the board by one of them at the next General Assembly for the function of President and be elected by the General Assembly.

### **§ 15 Deputies and responsibilities of other Board Members**

- 1.) Whenever the President is absent or loses his position the Vice-President with the longest period of service shall act as the deputy and shall have the same responsibilities as the President. In case the Vice-President is also absent the members of the Board are obliged to undertake the responsibilities of a deputy in the following order: the second Vice-President, the Secretary, the Treasurer, the Secretary General and the other members of the Board, whereas those members, with the respective longer period of service (in case of the same length of service: the older member) shall precede.  
Loss of office or function happens with regard to functions within the board by the loss of the Ombudsman-status or Ombudsman-deputy-status, loss of the professional functions or activities, conviction by a court, dismissal from office, voluntary retirement from the profession or office.
- 2.) The Secretary shall keep the minutes at meetings of the General Assembly and the Board.
- 3.) The Treasurer is in charge of proper and careful budgeting and has to submit the budget and statement of accounts to the Board.
- 4.) The Secretary General is the head of the secretariat of the EOI and has to deal with all current matters the responsibility for which had been assigned to him by the Executive Board.
5. Authentication of documents and other instruments.  
All orders regarding the payment of money are in the name of the EOI to be signed by the Secretary General and countersigned by the Treasurer or an Executive Board Member per procuration.
- 6.) In case the Secretary or the Treasurer resign or are removed the Board has to pick one of its members who has to undertake their responsibilities until the following General Assembly meeting.

## **§ 16 The Auditors**

- 1.) The two Auditors to be elected from among the ordinary members shall be responsible for monitoring the financial management of the Association and shall submit a written report to the General Assembly. The auditors may not be members of the Board.
- 2.) The term of office of the Auditors shall be two years and shall be terminated by the election of the new Auditors.

## **§ 17 Reimbursement of expenses**

Expenses incurred in the performance of normal functional duties for the Association shall not be reimbursed by the Institute; the Board can, however, decide to render partial or full reimbursement for expenses incurred in conjunction with the execution of a particular assignment.

## **§ 18 The arbitral tribunal**

- 1.) The arbitral tribunal is assigned with the settlement of all disputes arising from association relationships. It is a "Schlichtungseinrichtung ("arbitral institution")" as defined in the Austrian "Vereinsgesetz 2002" (Austrian Act on Associations 2002) and not an arbitral tribunal according to §§ 577 following ZPO (Austrian Civil Procedure Code).
- 2.) The arbitral tribunal is composed of five members of the Association eligible to vote. The arbitrators have to be picked according to the following procedure: One party involved in a dispute has to nominate two arbitrators to the Board. Upon request of the Board the other party to a dispute shall nominate two more arbitrators within fourteen days. On notification of the Board the nominated arbitrators have to elect a fifth member as chairman of the arbitral tribunal. In the case of equal votes for and against a special candidate the chairman has to be picked from among the nominees by drawing lots. The may not be a member of another body of the Association, except of the General Assembly.
- 3.) The arbitral tribunal shall make its decisions by simple majority vote with all the arbitrators present and after granting fair hearing to all parties. The arbitrators shall make their decision to the best of their knowledge and belief. Decisions shall be deemed final within the Association.

## **§ 19 Temporary Regulations**

Irrespective of the new version of § 6 ordinary members as defined by the statutes being in force since 8<sup>th</sup> February 2000 shall be qualified as follows:

- 1.) Ombudsman institutions and legal entities, that so far have been considered as institutional members according to their application, the resolution of the Board and the resolutions of the General Assembly on different membership fees, have to be regarded as institutional members according to § 6 para. 1 of the statutes as laid down herewith;
  - 2.) all others have to be considered as individual members as defined in § 6 para. 1 of the statutes laid down herewith;
- whereas these provisions shall be applicable save the modification of their right to vote as provided in § 7 para. 4 of the statutes.

## **§ 20 Dissolution of the Association**

If the association is voluntarily disbanded; or dissolved by government agency; or if the preferentially treated purpose of the association is discontinued; the remaining assets of the association are to be utilised in accordance with § 4a no. 1 part d and e EStG 1988. The General Assembly shall decide on the allocation.

Validity of the Articles: The Articles of Association become effective on 01.10.2017