

Bylaws of the Association

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§ 1: Name, Registered Office and Area of Activity

- (1) The association bears the name “Nicehockey”.
- (2) Its registered office is in Krems an der Donau, and its activities extend throughout the federal territory of Austria, with a focus on the eastern region.
- (3) The establishment of branch associations is not intended.

§ 2: Purpose

The association, whose activities are not directed toward profit, pursues the following purposes:

1. The association exclusively pursues charitable purposes within the meaning of the Austrian Federal Fiscal Code (Bundesabgabenordnung – BAO).
2. The purpose of the association is the promotion and dissemination of the sport of ice hockey, in particular as a recreational sport for adults.
3. The objective is to provide individuals—especially adult beginners without prior experience—with easy and uncomplicated access to the sport of ice hockey, particularly for those who previously lacked opportunities or low-threshold entry offers.

§ 3: Means to Achieve the Purpose of the Association

- (1) The purpose of the association shall be achieved through the non-material and material means listed in paragraphs (2) and (3).
 1. Ideelle Means:
 - (1) Conducting training sessions and practice units.
 - (2) Organization of introductory courses and trial training sessions.
 - (3) Provision of information and education about the sport of ice hockey.
 - (4) Fostering camaraderie and sporting interaction.
 2. Material Means:
 - (5) Membership fees and participation fees.
 - (6) Proceeds from events.
 - (7) Donations, sponsorships, subsidies, and other contributions.
 - (8) Income from the rental of loan equipment.
 - (9) Low-threshold introductory offer and training

§ 4. Voluntary Association Commitments

1. The association undertakes to formulate and offer a low-threshold introductory program. This includes:
 - No competitive obligations: Participation in league games or championships is not mandatory and is at the discretion of the members or the association management.
 - Focus on fundamentals: Training content concentrates on learning basic techniques (skating, shooting, puck control) in a risk-free environment.
 - Loan equipment: To facilitate an uncomplicated entry, the association provides the loan of necessary ice hockey protective equipment for a small fee.
2. Training sessions are conducted by professional and qualified coaches.
3. The primary target group is adult beginners (18 years and older).

§ 5: Types of Membership

Members are divided into regular, extraordinary, and honorary members.

a) Regular members are those who fully participate in the association's activities. They have the right to vote and are eligible for election.

b) Extraordinary members are those who primarily support the association's activities through payment of an increased or one-time contribution. They do not have voting rights and are not eligible for election.

c) Honorary members are individuals appointed by the board for special services to the association. They are exempt from membership fees.

§ 6: Acquisition of Membership

(1) Membership in the association is open to all natural persons as well as legal entities who commit to adhering to the statutes.

(2) The board decides definitively on the admission of regular and extraordinary members. Admission may be refused without giving reasons.

(3) Until the association is formally established, the provisional admission of regular and extraordinary members is carried out by the founders of the association, or, if a board has already been appointed, by the board. This membership only becomes effective upon the formal establishment of the association. If a board is appointed only after the association has been established, the (definitive) admission of regular and extraordinary members until then is carried out by the founders of the association.

(4) Appointment as an honorary member is made upon proposal of the board by the General Assembly.

§ 7: Termination of Membership

- (1) Membership ends upon death, in the case of legal entities and statutory partnerships upon loss of legal personality, through voluntary withdrawal, or by exclusion.
- (2) The board may exclude a member if, despite two written reminders and a reasonable grace period, the member is in arrears with payment of membership fees for more than six months. The obligation to pay the due membership fees remains unaffected.
- (3) Exclusion of a member from the association may also be decided by the board for gross violation of other member duties or for dishonorable conduct.
- (4) Revocation of honorary membership may be decided by the General Assembly upon proposal of the board for the reasons stated in paragraph 3.

§ 8: Rights and Duties of Members

- (1) Members are entitled to participate in all events of the association and to make use of the association's facilities. The right to vote in the General Assembly, as well as active and passive eligibility for election, is granted only to regular and honorary members.
- (2) Every member is entitled to request a copy of the statutes from the board.
- (3) At least half of the members may request the board to convene a General Assembly.
- (4) In every General Assembly, members must be informed by the board about the association's activities and financial management. If at least half of the members request this information, stating reasons, the board must provide it to the concerned members within eight weeks, even outside of the General Assembly.
- (5) Members must be informed by the board about the audited financial statements. If this occurs during the General Assembly, the auditors must be involved.
- (6) Members are obliged to promote the interests of the association to the best of their abilities and to refrain from anything that could harm the reputation or purpose of the association. They must comply with the association's statutes and the resolutions of its governing bodies. Regular and extraordinary members are obliged to pay the admission fee and membership fees punctually, in the amounts determined by the General Assembly.

§ 9: Governing Bodies of the Association

The governing bodies of the association are the General Assembly (§§ 10 and 11), the Board (§§ 12 to 14), the Auditors (§ 15), and the Arbitration Board (§ 16).

§ 10: General Assembly

- (1) The General Assembly is the “membership meeting” within the meaning of the Austrian Association Act 2002. An ordinary General Assembly is held every four years.
- (2) An extraordinary General Assembly shall take place within eight weeks upon:
 - a. Resolution of the Board or the ordinary General Assembly,
 - b. Written request by at least half of the members,
 - c. Request of the auditors (§ 21 para. 5 first sentence VereinsG),
 - d. Resolution of one of the auditors (§ 21 para. 5 second sentence VereinsG, § 11 para. 2 third sentence of these statutes),
 - e. Resolution of a court-appointed curator (§ 12 para. 2 last sentence of these statutes).
- (3) All members must be invited in writing, by e-mail (to the e-mail address provided to the association by the member), at least two weeks before the date of both ordinary and extraordinary General Assemblies. The invitation must include the agenda. The convocation is made by the Board (paras. 1 and 2 lit. a–c), by the auditor (para. 2 lit. d), or by a court-appointed curator (para. 2 lit. e).
- (4) Motions to the General Assembly must be submitted to the Board in writing or by e-mail at least three days before the date of the General Assembly.
- (5) Valid resolutions—except for motions to convene an extraordinary General Assembly—can only be adopted on items included in the agenda.
- (6) All members are entitled to participate in the General Assembly. Only regular and honorary members have voting rights. Voting rights may be delegated to another member by written authorization.
- (7) The General Assembly is quorate regardless of the number of members present.
- (8) Elections and resolutions in the General Assembly are generally passed by a simple majority of the valid votes cast. Resolutions amending the statutes of the association or dissolving the association require a qualified majority of two-thirds of the valid votes cast.
- (9) The chair of the General Assembly is the Chairperson. In the Chairperson’s absence, their deputy shall preside. If the deputy is also unavailable, the oldest present board member by age shall preside.

§ 11: Duties of the General Assembly

The following tasks are reserved for the General Assembly:

- a) Adoption of the budget;
- b) Receipt and approval of the activity report and financial statements, involving the auditors;

- c) Election and dismissal of the members of the Board and the auditors;
- d) Approval of legal transactions between auditors and the association;
- e) Discharge of the Board;
- f) Determination of the amount of the admission fee and membership fees for regular and extraordinary members;
- g) Granting and revocation of honorary membership;
- h) Adoption of amendments to the statutes and voluntary dissolution of the association;
- i) Discussion and resolution of other matters on the agenda.

§ 12: Board

- (1) The Board consists of three members: the Chairperson and Deputy Chairperson, as well as the Treasurer.
- (2) The Board is elected by the General Assembly. If an elected member resigns, the Board has the right to co-opt another eligible member in their place, subject to subsequent approval at the next General Assembly. If the Board is unable to act at all or for an unforeseeably long period without self-replacement through co-option, each auditor is obliged to convene an extraordinary General Assembly without delay for the purpose of electing a new Board. If the auditors are also unable to act, any regular member who recognizes the emergency must immediately apply to the competent court for the appointment of a curator, who must promptly convene an extraordinary General Assembly.
- (3) The term of office of the Board is four years. If re-election does not occur in time before the end of the term, the Board continues in office until a new Board is elected. Re-election is possible.
- (4) The Board is convened by the Chairperson, or, in their absence, by the Deputy Chairperson, either in writing or orally. If the Deputy Chairperson is also unavailable for an unforeseeably long time, any other Board member may convene the Board.
- (5) The Board is quorate if all members have been invited and at least half are present.
- (6) The Board adopts its resolutions by a simple majority of votes; in the event of a tie, the Chairperson's vote shall decide.
- (7) The Chair of the Board is the Chairperson; in their absence, the Deputy Chairperson presides. If the Deputy Chairperson is also unavailable, the chair shall be taken by the oldest present Board member by age, or by the Board member designated by a majority of the other Board members.
- (8) Apart from death and the expiry of the term of office (para. 3), a Board member's office ends through dismissal (para. 9) or resignation (para. 10).
- (9) The General Assembly may dismiss the entire Board or individual members at any time. The dismissal takes effect upon the appointment of a new Board or Board member.

- (10) Board members may resign at any time in writing. The resignation must be addressed to the Board, or in the case of resignation of the entire Board, to the General Assembly. The resignation only becomes effective upon election or co-option (para. 2) of a successor.

§ 13: Duties of the Board

The Board is responsible for managing the association. It is the “executive body” within the meaning of the Austrian Association Act 2002. The Board assumes all tasks not assigned to another governing body by the statutes. Its scope of responsibilities includes, in particular, the following matters:

- (1) Establishment of accounting in accordance with the requirements of the association, including continuous recording of income/expenses and maintaining an asset register as a minimum requirement;
- (2) Preparation of the annual budget, activity report, and financial statements;
- (3) Preparation and convening of the General Assembly in the cases specified in § 9 paras. 1 and 2 lit. a–c of these statutes;
- (4) Informing members about the association’s activities, financial management, and audited financial statements;
- (5) Management of the association’s assets;
- (6) Admission and exclusion of regular and extraordinary members;
- (7) Representation of the association externally;
- (8) Hiring and dismissal of association employees.

§ 14: Special Duties of Individual Board Members

- (1) The Chairperson manages the day-to-day business of the association.
- (2) The Chairperson represents the association externally. Written documents of the association require the signature of the Chairperson to be valid; in financial matters (disposition of assets), the signatures of both the Chairperson and the Treasurer are required. Legal transactions between Board members and the association require the consent of another Board member.
- (3) Authorizations to act on behalf of the association or to sign for it may only be granted by the Board members specified in paragraph 2.
- (4) In urgent cases, the Chairperson is authorized, even in matters within the competence of the General Assembly or the Board, to make independent decisions under their own responsibility; internally, these require subsequent approval by the competent association body.
- (5) The Chairperson presides over the General Assembly and the Board and keeps the minutes of both meetings.
- (6) The Treasurer is responsible for the proper financial management of the association.
- (7) In case of absence, the Chairperson’s or Treasurer’s deputies shall take their place.

§ 15: Auditors

- (1) Two auditors are elected by the General Assembly for a term of two years. Re-election is possible. Auditors may not belong to any body—except the General Assembly—whose activities are subject to audit.
- (2) The auditors are responsible for auditing the association’s financial management with regard to proper accounting and statutory use of funds. The Board must provide the auditors with the necessary documents and information. The auditors report the results of the audit to the Board.
- (3) Legal transactions between auditors and the association require approval by the General Assembly.

§ 16: Arbitration Board

- (1) The internal Arbitration Board is responsible for settling all disputes arising from membership in the association. It is a “conciliation body” within the meaning of the Austrian Association Act 2002 and is not an arbitration tribunal under §§ 577 ff of the Austrian Code of Civil Procedure (ZPO).
- (2) The Arbitration Board consists of three regular members of the association. It is formed as follows: one party nominates a member as arbitrator in writing to the Board. Within seven days of the Board’s request, the other party nominates another member of the Arbitration Board within 14 days. After notification by the Board within seven days, the two nominated arbitrators select a third regular member as Chairperson of the Arbitration Board within a further 14 days. In the event of a tie, the Chairperson is chosen by lot from among the nominated members. Members of the Arbitration Board may not belong to any body—except the General Assembly—whose activities are the subject of the dispute.
- (3) The Arbitration Board decides by simple majority after giving both parties the opportunity to be heard and with all members present. It decides to the best of its knowledge and conscience. Its decisions are final within the association.

§ 17: Voluntary Dissolution of the Association

- (1) Voluntary dissolution of the association may only be decided in a General Assembly and only with a two-thirds majority of the valid votes cast.
- (2) This General Assembly must also decide on the winding-up process if association assets exist. In particular, it must appoint a liquidator and decide to whom the remaining assets, after covering liabilities, are to be transferred. These assets should, as far as possible and permitted, be transferred to an organization pursuing the same or similar purposes as this association, or otherwise for social welfare purposes.