



WAVE (Women Against Violence Europe) Network – Statutes

§ 1 Name, registered office and activities

- (1) The name of the association is Women Against Violence Europe. European Network against Violence against Women and Children (acronym WAVE).¹
- (2) The organization Women Against Violence Europe (WAVE) will hereinafter be referred to as 'association'.
- (3) The association has its registered office in 1050 Vienna, Bacherplatz 10/6. Its activities extend over all of Europe and internationally.
- (4) The association is an international non-governmental and non-profit organisation registered according to the Austrian Law for registered non-profit organisations 2002. The association is founded on the 12 May 2014 in Vienna and the duration of the organisation will be unlimited.

§ 2 Objectives

The association, which is a non-profit organisation, aims to:

- (1) Abolish all forms of discrimination and violence against women and their children, promote the right of women and girls to live free from violence in the private and public sphere and promote the human rights of women² and girls.
- (2) Combat gender-stereotypes and to promote the de jure and de facto equality between women and men.
- (3) Advocate for the empowerment of women, for gender equality, democracy, peace, justice and the rule of law in Europe and internationally.
- (4) Promote the adoption and implementation of effective, comprehensive and coordinated policies encompassing all relevant measures to prevent and combat all forms of violence against women and to place the rights of victims at the center of all measures.
- (5) Promote the implementation of international conventions, declarations, recommendations and resolutions such as CEDAW, the Istanbul Convention and other relevant conventions, declarations, recommendations and resolutions, as well as other objectives to prevent violence.

§ 3 Means to achieve the objectives

- (1) The objectives shall be achieved through the following means referred to in paragraphs (2) and (3) below.
- (2) Intangible means include:
 - a) To strengthen the WAVE Network in Europe and internationally
 - b) To continue the operation of the WAVE Information and Coordination Centre in Vienna (WAVE office) and to extend the capacities to provide national and transnational support to women survivors of violence and their children
 - c) To carry out regular WAVE conferences, workshops and training seminars
 - d) To enable cooperation among WAVE and relevant stakeholders with the aim to combat violence against women and their children
 - e) To promote the voices of women survivors of violence to be heard by policy makers and other relevant actors

¹ History: WAVE existed as an informal network since 1994. For twenty years the Austrian Women's Shelter Network served as the legal entity of the WAVE Network

² If in the following the term women is used it includes girls under 18



- f) To promote, carry out and collaborate in research projects, surveys, campaigns, monitoring and other activities to broaden the knowledge base in the area of violence against women and domestic violence
- g) To collect and disseminate data and information on violence against women and specifically on women's support services and other measures to protect and support survivors in Europe
- h) To publish reports, statistics, fact sheets, statements and other relevant materials
- i) To carry out and collaborate in campaigns to eliminate violence against women and domestic violence as well as other means.
- j) To build capacity of existing independent and feminist women's organizations and to promote the establishment and increase of independent and feminist³ women's organisations (women's NGOs) as part of civil society, providing specialised support services to women survivors of violence, their children and other survivors of domestic violence, as well as awareness raising, preventive and other related activities.
- k) To conduct lobbying activities and cooperate with national governments and intergovernmental and international organisations such as the Council of Europe, the European Union, the United Nations, Organization for Security and Cooperation in Europe, and their respective entities as well as with other relevant organisations to strengthen efforts to eliminate all forms of violence against women and domestic violence.
- l) To cooperate with policymakers, municipalities, police, law enforcement and justice system, health and social sector, human rights organisations, unions, corporate organisations, the media and other relevant entities to improve the protection, empowerment and support for women survivors of violence and their children on national, European and international levels.
- m) To support women's organizations as advocates for human rights and as women's human rights defenders.
- n) To promote the establishment of national and regional networks of women's organisations working to eliminate discrimination and violence against women and domestic violence.

(3) The required funds are to be raised through:

- a) Membership fees
- b) Grants from the European Union and other international organizations as well as national governments
- c) Project grants from programmes of European and international organisations, as well as from private foundations
- d) Donations, collections.

§ 3a. Eligibility for charitable status within the meaning of §§ 34 ff BAO and deductibility of donations within the meaning of § 4a EStG

- (1) The activities of the association are not aimed at generating a financial profit and are carried out exclusively and directly for the promotion of non-profit, charitable purposes within the meaning of the Federal Fiscal Code (BAO).
- (2) Any purposes that are not recognised as beneficiary purposes within the meaning of §§ 34 ff BAO are subordinate to the beneficiary purposes and are not to exceed 10% of the total resources.
- (3) Incidental profits may only be used to fulfil the beneficiary purposes defined in the association's statutes.

³ The term feminist means aiming at de jure and de facto equality between women and men in all areas of society



- (4) The Association's business operations shall not compete with taxable businesses of the same or a similar nature to a greater extent than is unavoidable in the fulfilment of the Association's purposes.
- (5) The Association's funds may only be used for favoured purposes.
- (6) The Association shall fulfil its tasks in accordance with the criteria of non-profit status, economic efficiency and expediency.
- (7) The members of the Association shall not receive any profit shares or other benefits in their role as members from the funds of the Association. Furthermore, members of the Association shall not receive more than the fair market value of their paid-in contribution upon leaving the Association or upon dissolution of the Association. The repayment of contributions made is limited to the value of the contribution made at the time of the contribution; increases in value may not be taken into account.
- (8) The Association may not favour any persons through administrative expenses that are alien to the purpose of the Association or through disproportionately high remuneration.
- (9) The association may utilise vicarious agents within the meaning of § 40 para. 1 BAO to pursue its purpose. Their activities shall be regarded as the Association's own activities.
- (10) The association may act in part or in full as a vicarious agent for other corporate bodies in accordance with § 40 para. 1 BAO.
- (11) The association may pass on funds as donations to other organisations to the extent of less than 10% of the total expenditure or, applying § 40a Z. 1 BAO, to beneficiary organisations within the meaning of § 4a para. 3 and 6, § 4b or § 4c EStG 1988 with a corresponding dedication, provided that there is at least a matching organisational purpose.
- (12) The association may provide deliveries and services to other favoured corporate bodies in accordance with §§ 34 ff BAO by applying § 40a Z. 2 BAO.
- (13) The association may operate within the framework of co-operations. If not all cooperation partners are tax-privileged within the meaning of §§ 34 ff BAO, both the purpose of the cooperation and the association's contribution to the cooperation must represent a direct promotion of its charitable purpose in accordance with § 40 para. 3 BAO and there must be no outflow of funds to a cooperation partner that is not a beneficiary within the meaning of §§ 34 ff BAO.
- (14) The Association is authorised to establish charitable or non-charitable corporations or to participate in them.
- (15) The Association may make funds available for prizes and scholarships in accordance with § 40b BAO.
- (16) The association may transfer funds to a foundation under private law, a comparable estate or an association in accordance with § 39 para. 2 BAO.
- (17) In the case of donations qualifying for tax exempt status: The administrative costs incurred by the association in connection with the use of donations shall not exceed 10% of the income from donations, without taking into account the costs incurred for the fulfilment of the transmission obligation pursuant to § 18 para. 8 EStG 1988.

§ 4 Types of Membership

- (1) The association has ordinary, extraordinary and honorary members.
- (2) Ordinary members are those who fully participate in the work of the association;
- (3) The association is established by the founding members and the appointed board members on the 12 of May 2014. With the founding of the association ordinary and extraordinary members are admitted by the appointed board.
- (4) Extraordinary members are those who support the work of the association spiritually and financially, but do not participate in the rights and duties of ordinary members.



- (5) Honorary members are those who are nominated as such in recognition of particular services rendered to the association.

§ 5 Admission of members

- (1) Physical persons as well as legal entities can become members of the association.
- (2) The board decides on the admission of new ordinary and extraordinary members. Admission may be refused without stating and reasons.
- (3) Honorary members are appointed by the general assembly ruling on a motion of the board.

§ 6 Termination of membership

- (1) Membership expires upon death, or in the case of legal entities with the loss of legal capacity, by voluntary withdrawal and by exclusion.
- (2) Withdrawals are permitted only as of 31st of December. The board must be notified a withdrawal with at least one month written notice (e-mail sufficient).
- (3) The board may exclude a member if notwithstanding two written reminders granting a reasonable grace period, the member is arrears with the payment of the membership fees by more than six months.
- (4) The board may also exclude a member at any time due to gross breach of membership duties and/or due to dishonourable behaviour.
- (5) The general assembly ruling on a motion by the board may deprive somebody of his/her honorary membership on the grounds given in paragraph 4 above.

§ 7 Member's rights and obligations

- (1) Members may participate in all events organised by the association and make use of the associations facilities, if necessary in accordance with the guidelines issued by the Board. The right to vote in the general assembly is reserved to ordinary members. The right to stand for election is reserved to ordinary members and the legal representatives of ordinary members, who are legal entities.
- (2) Every member may request a copy of the Statutes from the board.
- (3) At least one tenth of all members may request the board to call a general assembly.
- (4) The board shall inform the members at every general assembly of the association's activities and its financial management. If at least one tenth of all members request this information, the board shall provide this information to those members within four weeks.
- (5) The board shall inform the members of the audited accounts.
- (6) The members are obliged to use their best endeavours to promote the interests of the association and to refrain from all actions that might harm the reputation and purpose of the association. They shall observe the Statutes of the association and the resolutions of the association's bodies. Ordinary and extraordinary members are obliged to pay their enrollment fee and membership fees in the amount determined by the general assembly.

§ 8 The bodies of the association

The bodies of the association are the general assembly (§§ 9 and 10), the board (§ 12 through 13), the executive management (§ 14), the advisory board (§15) the auditors (§ 16) and the arbitral tribunal (§17).

§ 9 General assembly



- (1) The general assembly is the “member assembly” within the meaning of the Association Act 2002. An ordinary general assembly takes place every year.
- (2) Extraordinary general assemblies are called by
 - a. Decisions by the board or the ordinary general assembly,
 - b. By written motion of at least one tenth of the members.
 - c. Request of the auditors (§21(5) first sentence of the Association Act),
 - d. Decision of the auditors/an auditor (Section 21(5) second sentence of the Association Act, § 11 (2) third sentence hereof),
 - e. Decision of a court-appointed curator (§ 11(2) last sentence hereof), and shall take place within six weeks.
- (3) All members are invited to the ordinary and extraordinary general assembly’s with at least two weeks prior notice, by fax or e-mail. The invitation shall state the agenda. The general assembly is called by the board (Sections 1 and 2 lit. a-c), by the auditors/an auditor (Section 2 lit.d) or by a court-appointed curator (Section 2 lit.d).
- (4) Motions to be put on the agenda of the general assembly must be submitted to the board at least three days prior to the date of the general assembly in writing, by fax or per e-mail.
- (5) All members are entitled to attend the general assembly. Only ordinary members have a vote. Each member has one vote. The right to vote might be transferred to another member by way of a written power of attorney.
- (6) The general assembly has a quorum irrespective of the number of those present.
- (7) Elections and resolutions at the general assembly require as a rule a simple majority of the votes validly cast. Resolutions to amend these Statutes of the Association or to dissolve the association require a qualified majority of two thirds of the votes validly cast.
- (8) The general assembly is chaired by the president, or in case of her incapacitation her deputy. If the latter is incapacitated as well, the oldest member present shall chair the assembly.
- (9) General Meetings may also be held without the physical presence of participants ("virtual General Assembly"). In this case, the provisions for holding general meetings with the physical presence of the participants shall apply correspondingly, whereby a technical solution must be selected that ensures that all members entitled to participate have barrier-free access to the meeting. The decision as to whether a virtual meeting should be held and which connection technology should be used is made by the Board.
- (10) The General Assembly may be held in the form of a simple virtual meeting within the meaning of Section 2 VirtGesG or in the form of a moderated virtual meeting within the meaning of Section 3 VirtGesG. The decision on this shall be made by the Board.
- (11) The Board may also instruct the organisation of a hybrid meeting within the meaning of Section 4 VirtGesG.

§ 10 Responsibilities of the general assembly

The following responsibilities are reserved to the general assembly:

- a) Acceptance and approval of the activity reports and the accounts;
- b) Election and dismissal of board members and auditors;
- c) Approval of legal transactions between the auditors and the association;
- d) Discharge of the board;
- e) Determination of the membership fees for ordinary and extraordinary members;
- f) Granting and deprivation of honorary membership,
- g) Resolutions on amendments hereof and the voluntary dissolution of the association;
- h) Deliberations and resolutions on other items on the agenda.

§ 11 Board



- (1) Only women can be elected as board members. The board exists of at least 3 (three – president, secretary and Treasurer) but not more than 8 (eight) members:

The functions are:

- a) President and her deputy
 - b) Secretary and her deputy
 - c) Treasurer and her deputy
 - d) and two additional board members.
- (2) All ordinary members have the right to stand for election. Each ordinary member has the right to nominate as many Board candidates as they want. If there are 2 (two) or more candidates from the same country/organization, only the candidate with the most votes is elected to the board.
 - (3) The president is elected by the general assembly. The term of office for the President is 2 (two) years. The president may be re-elected for a second consecutive term of further 2 (two) years (maximum 4 (four) consecutive years) independently of any other mandate previously served on the WAVE Board. Every office on the board must be exercised personally.
 - (4) The board is elected by the general assembly for a period of 2 (two) years. The new board, after its election and nomination, may appoint up to two other board members from European regions who are not yet on the current board. These nominated members have a term of one year and can be nominated for a total of three years.
 - (5) If an elected member resigns, the board may coopt another eligible member, subject to the subsequent approval at the next general assembly. If the board is incapacitated altogether for a period of unknown duration without self-perpetuation by cooptation, every auditor is obliged to call immediately an extraordinary general assembly for the purpose of the re-election of a board. If the auditors should be incapacitated as well, every ordinary member who recognizes the emergency shall immediately request the appointment of a curator and the competent court, and the curator shall immediately call an extraordinary general assembly.
 - (6) The term of office for the board is 2 (two) years; Board members may be re-elected; Board members may be elected a maximum of 3 (three) terms. Every office on the board must be exercised personally.
 - (7) Board meetings are called in writing or orally by the president, or in case she is incapacitated by her representative. If the latter is incapacitated as well, every other board member may call a board meeting.
 - (8) Board meetings are chaired by the president, or in case of her incapacitation by her deputy. If the latter is incapacitated as well, the meeting is chaired by the oldest board member present or by the board member appointed by the majority of the other board members.
 - (9) The office of a board member expires with her death and with the end of term (paragraph 3), or by dismissal (paragraph 9) or resignation (paragraph 10).
 - (10) The general assembly may at any time dismiss the entire board or individual board members. The dismissal enters into force when a new board/board member is appointed.

§ 12 Responsibilities of the board

The board is responsible for the management of the association. It is the “managing body” within the meaning of the Association Act 2002. It is responsible for all duties not assigned to another body of the association hereunder. In particular, it is responsible for the following matters:

- (1) Establishment of an accounting system that meets the requirements of the association with, as a minimum requirement, continuous recording of receipts and expenses and maintenance of and asset register;
- (2) Preparation of the annual budget and the annual statement of accounts;



- (3) Preparation and convocation of the general assembly in the instance set forth in § 9 (1) and (2) lit. a-c hereunder.
- (4) Informing the members of the association about the activities of the association its financial management and the audited accounts.
- (5) Management of the association's assets
- (6) Admission and exclusion of ordinary and extraordinary members of the association;
- (7) Recruiting and termination of executive manager(s).
- (8) Notification to the responsible fiscal authority within a period of one month of any amendment to the articles of association that has an impact on tax concessions.
- (9) In the case of donations qualifying for tax exempt status: Taking measures to fulfil the data transmission obligation pursuant to § 18 para. 8 EStG.
- (10) The board is authorized to decide upon temporary reduction of suspension of membership fees for low income countries and for strategic reasons. The decisions are reviewed by the general assembly.
- (11) The board can delegate the management of the association to an executive management which can exist of one or more persons.

§ 13 Special responsibilities of individual board members

- (1) The president represents the association towards third parties. In cases of inability to attend of the president, the vice president stands in.
- (2) The President chairs the general assembly and board meetings.
- (3) The secretary supports the president in the conduct of the associations's business and keeps the minutes at the general assembly and at the board meetings.
- (4) The Treasurer is responsible for the proper financial management of the association.
- (5) In case the president, the secretary or the Treasurer are incapacitated, they will be replaced by their deputies.
- (6) The President can delegate the representation of the association to the executive management.

§ 14 Executive management

- (1) The executive manager(s) is/are employed by the association and is/are responsible for managing all activities and businesses of the association. The executive management represents the association towards third parties and is responsible for recruiting and termination of employees of the association. The executive management office is laid down for an indefinite period of time.

§ 15 Advisory board

- (1) The advisory board supports the board in the development, implementation and evaluation of policies and activities of the association.
- (2) It consists of one delegate and one co-delegate (substitute) from each country. Delegates and co-delegates are appointed by the member organisations of the respective country for a certain period of time.
- (3) The advisory board further consists of academic and thematic experts nominated by the board for a certain period of time.

§ 16 Auditors

- (1) The general assembly elects two auditors for a term of 2 (two) years. The auditors may be re-elected. The auditors cannot be members of a body – with the exception of the general assembly – whose activities are subject to auditing.



- (2) The auditors are responsible for auditing the association's financial management for proper accounting and use of the funds according to the provisions hereunder. The board shall provide the auditors with the necessary documents and disclose the necessary information. The auditors shall inform the board of the audit results.
- (3) Instead of the two Comptrollers, an auditor or an auditing company authorized according to the relevant professional regulations (i.e. the Act on the Profession of Chartered Accountants, in German: Wirtschaftstreuhandberufsgesetz) may also be elected.

§ 17 Arbitral tribunal

- (1) The internal arbitral tribunal is responsible for the reconciliation of disputes arising from the association relationship. It is a "reconciliation mechanism" within the meaning of the Association Act 2002 and not an arbitral tribunal within the meaning of Sections 577 et seq. of the Austrian Code of Civil Procedure.
- (2) The arbitral tribunal consists of three ordinary members of the association. It is formed by one party to a dispute nominating one member as an arbitrator by giving written notice to the board. Within 14 days of a request by the board, which is to be made within seven days, the other party to the dispute then in turn nominates a member of the arbitral tribunal within 14 days. Within 14 days of their notification by the board, which is to be made within seven days, the nominated arbitrators then choose a third ordinary member as the chairperson of the tribunal. In case of a tie between the suggested chairpersons, the decision shall be taken by drawing lots. The members of the tribunal cannot be members of a body – with the exception of the general assembly – whose activities are the subject of the dispute.
- (3) The tribunal shall hear both parties in the presence of all of its members and then decide by simple majority. It decides to its best knowledge and beliefs. Its decisions are final internally.

§ 18 Voluntary dissolution of the association

- (1) A voluntary dissolution of the association may only be adopted at a general assembly and requires a majority of two thirds of the votes validly cast.
- (2) This General Assembly shall also decide on the liquidation of the Association's assets, if any. In the event of the (voluntary or official) dissolution of the Association or if the favoured purposes cease to exist, the remaining assets shall be used for the favoured purposes listed in § 2 of these Articles of Association in accordance with § 4a para. 2 EStG 1988; if this requirement is met, the assets shall go to the Association of Autonomous Austrian Women's Shelters (AÖF).

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