

Statutes of the European Network of Ombuds in Higher Education (ENOHE)

The Statutes of ENOHE were first adopted on 7 June 2018. This version incorporates changes discussed by the Board on 25 April 2023 and by the General Assembly on 15 June 2023.

The version below incorporates the changes agreed by the General Assembly on 15 June 2023.

§ 1 Name and Seat of the Association

- 1.) The name of the Association is “European Network of Ombuds in Higher Education”. It has its seat in Vienna, Austria. The address is: Rosengasse 2, A-1010 Vienna. Hence it is subject to the provisions of Austrian Federal Law, in compliance with the Austrian “Vereinsgesetz 2002 VerG” (Austrian Act on Associations 2002).
- 2.) Pursuant to the Austrian Act on Associations, these statutes must be in the German language. Likewise, all applications to and communications with the relevant Austrian authorities under said Act shall be conducted in German.
The competent court in Vienna shall be the sole jurisdiction in the case of any dispute arising out of these statutes.
In case of any dispute arising out of these statutes, the original German text shall be the sole authoritative version
- 3.) The official language of the Association is English.

§ 2 Aims of the Association

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

- 1.) To grow and promote the ombuds concept in higher education in general and within higher education institutions in particular;
- 2.) To encourage and support activities on issues relating to the role and main functions of the ombuds in higher education as well as to the rights

and duties of students, academic staff, personnel and all other members of higher education institutions;

- 3.) To provide professional development opportunities including internships to current and potential members;
- 4.) To develop and promote professional standards for ombuds in higher education;
- 5.) To share information about best practices among its members;
- 6.) To provide support to institutional, local, regional, national, European and international ombuds offices in higher education and their networks;
- 7.) To exchange experience and knowledge of the role and main principles of the ombuds in higher education on an institutional, local, regional, national, European and international level;
- 8.) To cooperate with institutional, local, regional, national, European and international institutions, associations and networks, also within joint projects, sharing the same or similar goals.

§ 3 Achievement of the Association's aims

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

- 1.) Drafting and approving of basic documents and guidance for the promotion of the role and main principles of the ombuds in higher education;
- 2.) Disseminating and promoting information through printed and electronic publications;
- 3.) Organizing of and participation in events and projects supporting the aims of the Association;
- 4.) Setting up and maintaining digital services providing general information on the activities of the Association as well as of other higher education ombuds institutions and networks;
- 5.) Setting up and maintaining a network of experts in the field of the ombuds in general and in higher education in particular;
- 6.) Compiling advisory opinions of experts;
- 7.) Cooperating with higher education institutions and student representative bodies in promoting the concept of the higher education ombuds;

- 8.) Informing members of the Association and the general public about the Association and its activities;
- 9.) Maintaining a Secretariat to coordinate the above mentioned means.

§ 4 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 authorities and contributions by sponsors;
- 4.) Donations, gifts and legacies.

§ 5 Bodies of the Association

The bodies of the Association are:

- 1.) The General Assembly (§ 6);
- 2.) The Board (§ 7);
- 3.) The President (§ 8);
- 4.) The Vice-President (§ 8);
- 5.) The Treasurer (§ 10);
- 6.) The Secretary (§11);
- 7.) The Auditors (§12);
- 8.) The Permanent Administrative Office (§21).

§ 6 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 in good standing.
- 2.) An ordinary General Assembly shall be convened every year, whenever possible in conjunction with the Association’s Annual Conference.

- 3.) The General Assembly is called by the President by sending notice in writing to the members. Said notice must be sent at least thirty calendar days prior to the meeting of the General Assembly. The notice must include the proposed agenda, information on the deadline for applications under § 14 para. 2, and the requirements for exercising the right to vote (§ 14 para. 4).
- 4.) The President shall call an Extraordinary General Assembly upon written request of the Board or not less than one tenth of the ordinary members. The written request shall include notification of the proposed agenda. The General Assembly shall then convene within three months.
- 5.) The General Assembly reserves the right:
 - a.) to elect the President; the Vice-President; the Secretary; the Treasurer; the other members of the Board;
 - b.) to decide upon the membership fees;
 - c.) to pass resolutions on the amendment of the statutes;
 - d.) to appoint two independent Auditors;
 - e.) to approve the reports of the Board and the Auditors;
 - f.) to decide upon the removal of members of the Board;
 - g.) to debate and pass resolutions on other items of the agenda of the General Assembly;
 - h.) to pass resolutions on the dissolution of the Association.
- 6.) The General Assembly shall be deemed to constitute a quorum when it has been called on time, and at least one tenth of all members in good standing are present. All General Assembly resolutions require a simple majority (50% plus one) of the eligible voters present.
- 7.) The General Assembly shall be chaired by the President or, in his or her absence, by the Vice-President or by a "day president" to be elected by the General Assembly. Reporting to the General Assembly is done by the Chair.

§ 7 The Board

- 1.) The Board consists of the President; the Vice-President; the Secretary; the Treasurer; and at least three but not more than nine other members. To comply with the Austrian Act on Associations the Head of the Austrian Student Ombuds Office is automatically a member of the Board and is in addition to the elected members of the Board.
- 2.) Members in good standing are eligible for election to the Board.
- 3.) If vacancies arise on the Board, the Board may co-opt temporary members to the Board if felt necessary, pending regular elections at the next General Assembly.

- 4.) Board members are elected for a term of two years and may be re-elected for one further term only.
- 5.) Elections to elect some or all Board members may be held at any General Assembly if:
 - a.) The President, Vice-President, Treasurer or Secretary leaves office; and/or
 - b.) The number of other members falls below three; and/or
 - c.) The Board determines with simple majority that it is necessary for the effective operation of the Association.
- 6.) The Board shall propose the nominations and election processes for approval by the General Assembly. The Board may propose changes to the nominations and/or elections processes if it determines that it is necessary for the effective operation of the Association.
- 7.) The Board shall be deemed to constitute a quorum when all members have been invited and at least six members are present including either the President or the Vice-President or both. Resolutions of the Board shall be passed by a simple majority vote of members present. In the event of equal votes for and against, the Chair of the meeting shall cast the deciding vote.
- 8.) Board members are expected to attend all meetings of the Board. If unable to attend a meeting, Board members should make every effort to provide written input/comment on agenda items in advance of the meeting. The Board is responsible for dealing with all agendas not reserved to other bodies, including approving the annual work plan and report of activities, recommending membership fee levels, and approving the budget and statement of accounts. Any member in good standing may recommend to the Board the establishment of a special working group; the decision on establishment of working groups will be taken by the Board.
- 9.) The President or Vice President shall convene meetings of the Board at least twice a year. The Secretary shall send Board members the invitation to the meeting of the Board at least seven calendar days prior to the meeting.
- 10.) The Board may meet by teleconference or other electronic means provided that a majority of Board members agree.
- 11.) Where an office-holder resigns or is unable to fulfil their role for a significant period of time, their deputy will be expected to act in their place.
- 12.) Following elections at the General Assembly, new office holders and Board members are immediately labelled as 'Designate'. They are expected to attend meetings from that point onwards, but they formally

take over from the existing Board and office holders on 1st September, allowing for a handover period in the interests of continuity of governance.

- 13.) The governance year runs from 1st September to 31st August the following year.

§ 8 The President and Vice-President

- 1.) The President, who must be a member in good standing, shall be elected by the General Assembly for a two-year term and may be re-elected for one further term of office.
- 2.) The Vice-President, who must be a member in good standing, shall be elected by the General Assembly for a two-year term and may be re-elected for one further term of office.
- 3.) The President or, in his or her absence, the Vice-President shall represent the Association in public, and call meetings of the General Assembly and the Board.
- 4.) The President and the Vice-President plus the Treasurer shall be authorized to initiate and/or sign transactions on behalf of the Association. Where financial transactions are being made the Treasurer shall also be involved.
- 5.) On conclusion of their term of office as President, the immediate past President will be designated 'Presidential Adviser' for a period of 12 months, to support the new President and ensure continuity of governance.

§ 9 Deputies and Responsibilities of other Board Members

In the event that the President resigns or is unable to fulfil their role for a significant period of time, the Vice President shall act as the deputy and shall have the same responsibilities as the President. If the Vice President is also unavailable the members of the Board shall elect a temporary replacement from among its members until the return of the President/Vice President or election of replacement(s) at the next General Assembly.

§ 10 The Treasurer

- 1.) The Treasurer, who must be a member in good standing, shall be elected by the General Assembly for a two-year term and may be re-elected for one further term of office only. The Board will designate one Board member as Deputy Treasurer.

- 2.) The Treasurer is responsible for financial management, accounting and proper and careful budgeting, and for submitting the budget and statement of accounts to the Presidency and to the Board.
- 3.) In the absence of the Treasurer, the Deputy Treasurer shall assume these responsibilities.

§ 11 The Secretary

- 1.) The Secretary, who must be a member in good standing, is the head of the Secretariat and shall be elected by the General Assembly for a two-year term and may be re-elected for one further term of office only. The Board will designate one Board member as Deputy Secretary.
- 2.) The Secretary is responsible for the administration of the Secretariat, including:
 - a) holding the membership list and communicating with members;
 - b) ensuring that meetings are effectively organized;
 - c) taking and keeping the minutes of the General Assembly and Board meetings;
 - c) maintaining digital services;
 - d) maintaining clear records;
 - e) ensuring that elections are held in accordance with these Statutes; and
 - f) ensuring that governing documents meet legal requirements.
- 3.) In the absence of the Secretary, the Deputy Secretary shall assume these responsibilities.

§ 12 The Auditors

- 1.) The two independent Auditors shall be responsible for monitoring the financial management of the Association and shall submit a written report to the General Assembly, in accordance with § 16 (4) of these statutes..
- 2.) The term of office of the Auditors shall be two years and shall be terminated by the appointment of the new Auditors. The Auditors may be appointed for a second two year term.

§ 13 Membership categories and application for membership

Applications for membership take place by means of a request to the Secretariat. The members of the Association are divided into the following categories:

- 1.) Individual members: individuals who support the ombuds concept and the Association's aims; Their application as individual members goes through the Secretariat. The membership fee is decided by the Board.
- 2.) Institutional members: Ombuds offices which have more than one staff member can apply for institutional membership through the secretariat. The membership fee is decided by the Board. Names and contact details for each institutional member must be provided by the institution. The institution must designate one person as its 'voting member', and only that person will be eligible to vote in any meetings or elections, or be eligible for election to the Board.
- 3.) Honorary life members: individuals whose services to the Association have been of outstanding merit and who have contributed to the development of the Association and whose contribution has been recognized by the award of honorary member status at a meeting of the General Assembly.

§ 14 Rights and obligations of members

- 1.) With the exception of honorary members, all members (regular and institutional) must pay the appropriate annual membership fee in order to be members in good standing.
- 2.) All members in good standing are entitled to take part in the General Assembly and (on payment of the appropriate fee/cost if applicable) in all events of the Association and to receive its publications and have free access to the Intranet and to the electronic library (ENOHEpedia).
- 3.) All members in good standing have the right to file applications and petitions with the General Assembly and the Board. Applications addressed to the General Assembly and nominations for elections must be submitted to the Secretary at least fourteen calendar days before the General Assembly.
- 4.) All members in good standing (except institutional members – see 13.2) are entitled to participate and vote in the General Assembly meeting on items of the agenda. The right to vote for positions within the Association may be exercised in person or electronically, in accordance with the Generic Elections document as approved by the General Assembly in 2020.
- 5.) Members in good standing undertake to do everything in their power to promote the aims of the Association and to observe its statutes.
- 6.) The membership year runs from 1st April to 31st March of the following year.

§ 15 Termination of membership

- 1.) Membership shall expire upon written resignation of membership. In the event of resignation of membership any outstanding membership fee for the current calendar year must be paid in full, and no refunds will be paid.
- 2.) The Board may exclude members who owe outstanding membership fees after the 30th April and have twice been reminded of their debts in writing.
- 3.) The Board may exclude members who violate the principles of the Association, damage its reputation or act contrary to its statutes and resolutions. The decision to exclude a member requires a simple majority of all members of the Board. The General Assembly will hear any appeals against a decision by the Board under this paragraph.

§ 16 Accounts and Fiscal Year

- 1.) The Board shall keep proper records which reflect:
 - a) the detailed income and expenditure of the Association;
 - b) the assets held by the Association;
 - c) liabilities of the Association; and
 - d) the payment of fees by members.
- 2.) The accounts of the Association shall be audited each year by two independent Auditors.
- 3.) The fiscal year shall begin on 1st January and terminate on 31st December.
- 4.) The President, the Vice-President and the Treasurer shall prepare the income and expenditure account and a statement of the assets of the Association and, after approval by the auditors, submit them to the Board for approval within two months after the end of the fiscal year.

§ 17 Indemnification

Each person who was or is a party, and each person who is threatened to be or is made a party, to any threatened, pending or completed action, suit or proceedings, whether civil, criminal, administrative or investigative, by reason of the fact that he/she is, or was, a member of the Association or is, or was, serving at the request of the Association, may be indemnified by the Association to the full extent permitted by the laws of Austria in effect at the time of such indemnification.

§ 18 Enactment, repeal or amendment of Statutes

- 1.) The Statutes shall be enacted and may be amended or repealed by two thirds of the members present at a General Assembly duly and properly convened for that purpose by notice to the members.
- 2.) Should the Board consider that any amendment or repeal to the Statutes or an article thereof is required as a matter of urgency, the appropriate procedure may be used for such purpose provided at least 30 calendar days' notice of the proposed amendment or repeal is forwarded to the members. Any decision taken by the Board pursuant to this paragraph must be submitted to the next General Assembly for confirmation.
- 3.) The enactment, repeal or amendment of any article of the Statutes arising as a result of the procedures set out in this article shall not be enforced or acted upon until the approval as required by the Austrian Act on Associations has been obtained from the competent authorities.

§ 19 The arbitrating tribunal

- 1.) The arbitrating 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 arbitrating tribunal is composed of five members of the Association eligible to vote. The arbitrators must be chosen according to the following procedure: One party involved in a dispute nominates two arbitrators to the Board. Upon request of the Board the other party to a dispute shall nominate two more arbitrators within fourteen calendar days. On notification of the Board the nominated arbitrators must elect a fifth member as chairman of the arbitral tribunal. In the case of equal votes for and against a candidate the chairperson shall be chosen from among the nominees by drawing lots. The chairperson 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 conducting fair hearing to all parties. The arbitrators shall make their decision to the best of their knowledge and belief. Decisions shall be deemed final and binding within the Association.

§ 20 Dissolution of the Association

- 1.) The voluntary dissolution of the Association can only be decided at a General Assembly and only by a two-thirds majority of the members present.
- 2.) In the event of dissolution of the Association, the General Assembly shall decide how any assets of the Association should be distributed, appoint a liquidator, and transfer remaining assets to the liquidator to distribute after liabilities have been paid. The distribution of any remaining assets shall, to the extent possible and permitted, benefit an organization or organizations which pursue the same or similar purposes as the Association, or otherwise be used for social welfare purposes.

§ 21 The Permanent Administrative Office

- 1.) Corresponding with § 4 (1) of the Austrian Law on Associations the seat of ENOHE is in Vienna.
- 2.) The permanent administrative office of ENOHE is affiliated to the Austrian Student Ombuds Office within the Federal Ministry of Education, Science and Research (BMBWF). Members of that office do not have to be ENOHE members in good standing.
- 3.) The permanent administrative office is not involved in board meetings and decisions except insofar as the Head of the Office is a Board member (see § 7 (1)). It acts in consultation with the elected Secretary, Treasurer, and their deputies.
- 4.) The responsibilities of the permanent administrative office are:
 - a) Keeping the membership list up to date
 - b) Sending invoices and payment reminders to members
 - c) Communicating with Austrian authorities in order to meet the statutory provisions of the Austrian Act on Associations
 - d) Preparing voting lists covering all eligible members for the General Assembly
- 5.) The Board (especially the Secretary and the Treasurer) has to provide the permanent administrative office with information needed to fulfil their responsibilities according § 21 (4). Furthermore the permanent administrative office has to be informed and provided with documents insofar as they are required according to the Austrian Act on Associations. Particularly these are:
 - a) A version of the statutes in German language
 - b) The function, name, date as well as place of birth, and address of all board members that are authorized to sign on behalf of the association within four weeks after the election
 - c) All changes in the statutes of the association
 - d) All changes regarding the status of the association (particularly liquidation of the association)

Statutes approved by General Assembly on 15 June 2023

Permanent Administrative Office

European Network of Ombuds in Higher Education

Ombudsstelle für Studierende

BMBWF

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