

STATUTES OF THE ASSOCIATION

“Internationale Satsang Vereinigung”

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Name, Headquarters and Field of Activities:

- a) The Association bears the name “Internationale Satsang Vereinigung”.
- b) The Association has its headquarters in Dechantskirchen, Austria.
- c) The Association shall extend its activities to the whole of Austria; however, it is intended also to have local branches internationally.

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Purpose:

The Association, which exists solely for non-profit making purposes, and whose activities are not profit-oriented, has the following purposes:

- a) To promote personal and spiritual development together with the increase in social awareness and responsibility;
- b) To develop a contemplative spirituality which draws from the wisdom of different traditions;
- c) To promote and stimulate a greater understanding and deeper appreciation of the various spiritual, religious and cultural traditions of East and West;
- d) To promote the dialogue and rapprochement between different religious traditions;
- e) To create opportunities to experience various forms of community which are limited in time and loosely structured and which are accessible to women and men of all nationalities, social status and religious traditions;
- f) To establish places of contemplation and encounter where spiritual practice, guidance and personal studies concerning spirituality and associated subjects are facilitated in an Ashram context.

Means to Achieve the Purpose of the Association:

- 3.1 The purpose of the Association shall be achieved through the immaterial and material means mentioned in Sections 2 and 3.
- 3.2 The following serve as immaterial means:
- a) Exercises, working groups, discussions, seminars and other events serving to promote the purposes of the Association;
 - b) Publishing of printed matter, sound carriers and video material;
 - c) Establishing of premises as required for carrying out the purposes of the Association.
- 3.3 The required material means shall be procured as follows:
- a) Membership fees paid annually by members;
 - b) Donations, subsidies, collections, legacies, gifts and other endowments.
- 3.4 The means of the Association may only be used for the purposes laid down in the statutes. The members of the Association and the Committee may not receive any remuneration, of whichever kind, from the means of the Association. The same shall apply if a member leaves the Association, or if the Association is dissolved or abolished. No person shall benefit from expenses which are alien to the purposes of the Association or through inappropriately high reimbursements.

Membership:

- 4.1 The Association is composed of its members.
- 4.2 Members of the Association are persons:
- a) who have signed the commitment of the Association. This commitment is received and accepted by the Board of Trustees;
 - b) who support the Association by an annual membership contribution;
 - c) who have a vote on all matters for which members are responsible.
- 4.3 Termination of Membership:

Membership shall be dissolved upon death, through voluntary withdrawal, failure to comply with the purposes set forth in Section 2, or non-payment of dues for more than 2 years. The Board of Trustees has the duty to implement these conditions.

- 4.4 Withdrawal shall only be possible at the end of each quarter and must be notified to the Committee at least one month in advance. In the event of late notification, it shall be effective as of the next withdrawal date. The postmark date shall be considered as evidence of timely notification.

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Rights and Duties of Members:

- a) Members have the right to participate in the General Assemblies and to vote on all matters validly presented to the General Assembly.
- b) Unless properly authorized by the Chairperson, the Vice Chairperson or the Board of Trustees, the members shall not, in the name of the Association, incur obligations or indebtedness, enter into contracts, or transfer, acquire or dispose of Association property.

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Bodies of the Association:

The bodies of the Association are: the General Assembly, the Board of Trustees, the Auditors and the Arbitral Tribunal.

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The General Assembly of the Association:

- a) The Ordinary General Assembly of members shall take place every two years.
- b) The Chairperson of the Board of Trustees will convene and preside over the General Assembly. All members shall be invited to attend the General

Assembly and receive a draft of the agenda at least two months prior to the meeting.

- c) All members have the right to attend and vote at the General Assembly.
- d) An Extraordinary General Assembly shall be held
 1. by resolution of the Board of Trustees or the Ordinary General Assembly;
 2. upon written request by at least a tenth of the members;
 3. upon demand of the Auditors in accordance with Sec. 21, para 5, first sentence of the Association Act (VereinsG)
 4. by resolution of the Auditor(s) in accordance with Sec. 21, para 5, second sentence of the Association Act (VereinsG)
 5. by resolution of a court-appointed trustee.
- e) Motions for the General Assembly shall be delivered to the Chairperson in writing at least one month before the date of the General Assembly. The final agenda shall be notified to the members 14 days prior to the meeting.
- f) The General Assembly can only be requested to deal with items which are on the agenda.
- g) For a quorum of the General Assembly to be constituted, a third of all members must be present. If no quorum has been formed at the appointed time, the General Assembly shall take place 30 minutes later with the same agenda and a quorum shall be constituted irrespective of the number of those present.
- h) The vote required to adopt any items on the agenda, pass resolutions or elect the Board of Trustees, is by a simple majority of the valid votes cast. Resolutions which make alterations to the statutes or dissolve the Association shall, however, require a qualified majority vote of two thirds of the valid votes cast. If the agenda contains a proposal to alter the statutes or to dissolve the Association, notice of the proposed action will be mailed to each member together with the notice of the General Assembly and a voting form. The member may vote by mail. Only the ballots received within 14 days of the General Assembly will be counted.
- i) The General Assembly shall be chaired by the Chairperson of the Association, and in the case that she/he is prevented from attending the meeting, the Vice Chairperson. If the latter is also prevented from attending the meeting, the oldest member of the Board present shall chair the meeting.

The following tasks are reserved to the General Assembly:

- a) To receive and approve the financial reports of the Board of Trustees and the Auditor's signed statement of accounts.
- b) To elect or dismiss members of the Board of trustees or the official Auditors at a meeting duly noticed for that purpose.
- c) To exonerate members of the Board of Trustees from any legal or financial responsibility for the Association.
- d) To set the cost of membership fees.
- e) To pass resolutions concerning alterations of the statutes or the voluntary dissolution of the Association.
- f) To give advice and to pass resolutions concerning miscellaneous questions on the agenda.

The Board of Trustees:

- a) The Board is composed of at least six members who fulfill the offices of the Chairperson, Vice Chairperson, General Secretary, Assistant Secretary, Treasurer and Assistant Treasurer.
- b) The Board will be elected by the General Assembly. A vacancy on the Board may be filled by the remaining members from among the eligible persons. This must be approved by the next General Assembly. Members of the Board serve for a term of 4 years. They may be re-elected.
If the Board ceases to function for an extensive period of time, the Auditors have the responsibility to call an Extraordinary General Assembly for the purpose of electing a new Board.
If the Auditors have also ceased to function, any ordinary member of the Association who recognizes the seriousness of the situation must immediately apply for guardianship of the Association in accordance with applicable law. The guardian will then call an Extraordinary General Assembly.
- c) The Board will meet annually. The Chairperson will give notice of the time and place of the meeting at least 60 days in advance. Special meetings may be called by the Chairperson at 21 days notice. Meetings may be conducted in person or by electronic means.

- d) An agenda will be sent to all members of the Board by the Chairperson at least one month prior to the meeting.
- e) The Board shall vote and adopt resolutions by simple majority. In the case of a tied vote, the Chairperson's vote shall be decisive.
- f) Meetings of the Board shall be chaired by the Chairperson and in the case that s/he is unable to attend, by the Vice Chairperson. If the latter is also absent, the oldest member of the Board present shall chair the meeting.
- g) Apart from death, expiration of his/her term of office, or voluntary resignation, members of the Board, with the exception of the Founding Chairperson and Founding Vice Chairperson, can be dismissed by a majority vote of the remaining members of the Board.
- h) Members of the Board can at any time make a statement of resignation in writing to the Chairperson. The Chairperson will communicate it to all the Board members. The resignation becomes effective only on the appointment of a successor.
- i) The General Assembly, at a meeting noticed for the purpose, can at any time dismiss an individual member or the entire Board. This dismissal is valid only on appointment of replacements for the individual member or the entire Board. Board members may attend, participate in and vote at the General Assembly, and may vote on all matters except the election or dismissal of Board members.

Tasks and Obligations of the Board of Trustees:

It is incumbent upon the Board to manage the Association according to the Austrian Law for Associations. It has to fulfill all tasks which are not otherwise allocated to another body of the Association by the statutes. In particular, the Board shall be responsible for the following matters:

- a) Establishing an annual estimate and compiling the statement of accounts, balancing of accounts and reviewing the auditors' report of accounts.
- b) Safeguarding and overseeing the management of all the assets of the Association for the express charitable purposes set forth in this document.

- c) Acting as consultants to the Chairperson and Vice Chairperson in matters of financial or political significance which touch upon the functioning of the Association.

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Special Obligations of Individual Board Members:

- a) The Chairperson is the highest official of the International Satsang Association. The Founding Chairperson and Founding Vice Chairperson of the Association shall keep their office for life or until voluntary resignation. When either office is vacated, the vacancy will be filled through appointment by the Board from among its members. The Chairperson is obliged to represent the Association, especially externally, with regard to authorities and third parties. The day to day management (operation) of the assets and expenditures of the Association will be conducted by the Chairperson and Vice Chairperson. To fulfill this obligation, they may reside in a property of the Association. The Board will review their activities as required and give instructions for future activities.
- b) The Chairperson presides over the General Assembly and the Board. In times of emergency, the Chairperson can fulfill all the responsibilities of the General Assembly or Board, making decisions and giving directives. These decisions must subsequently be approved by the appropriate bodies of the Association.
- c) The Secretary shall be responsible for recording minutes of General Assemblies and Board meetings and keeping a member directory.
- d) The Treasurer has the responsibility to oversee the management of the finances and the assets of the Association.
- e) Whenever the Chairperson, Secretary or Treasurer is unable to function, they will be replaced by their deputies.

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The Auditors:

- a) The General Assembly shall elect two Auditors for a term of 4 years. They shall not be Board members and may be re-elected.

- b) The Auditors are obliged to regularly check business and to check the balancing of accounts. They shall inform the Board of their findings.

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The Arbitral Tribunal:

- a) The Arbitral Tribunal shall decide in any disputes arising from matters of the Association.
- b) The Arbitral Tribunal consists of five members of the Association. It is constituted by each party to the dispute naming two members as arbitrators to the Board. Within 14 days those named shall choose the chairperson of the Arbitral Tribunal. In the case of disagreement, the decision shall be settled by drawing lots.
- c) The Arbitral Tribunal makes its decision with all its members being present, on the basis of a simple majority vote. Its decisions shall be final.

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Dissolution of the Association:

- a) The voluntary dissolution of the Association may only be decided by a qualified majority (two thirds) vote at an Extraordinary General Assembly convened for this purpose.
- b) The Board has the authority to decide about the liquidation of any assets of the Association in accordance with the laws of Austria governing non-profit associations.
- c) It will appoint a Liquidator and decide who will receive any assets remaining after the satisfaction of any proper debts and liabilities.
- d) The Liquidator will first offer the assets of the Association to the province of the Religious Society of the Sacred Heart in which the assets are located to be used for similar purposes to those of the International Satsang Association.
- e) If this Society declines the offer, the assets will be offered to an organization designated by the Board, with a similar charitable purpose to that of the International Satsang Association.

- f) If such an organization, able and willing to use the assets for similar charitable purposes, cannot be found within 18 months of the decision for dissolution of the Association, the Board shall make the final reallocation of assets provided that the assets are reallocated to a charitable association which uses the assets for charitable purposes as provided by law.