



International Association
of Water Supply Companies
in the Danube River
Catchment Area

STATUTES



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▶ I. General Provisions

§ 1 Name, Headquarters

- 1 The International Association of Water Supply Companies in the Danube River Catchment Area (IAWD) is an association under the Austrian Association Law.
- 2 IAWD is headquartered in Vienna, Austria. The official languages shall be German and English.

§ 2 Objective

- 1 IAWD shall promote, on both the national and international levels, joint efforts aimed at avoiding and eliminating dangers to the water supply, such as arise from pollution and other types of impairment of the condition of the Danube, its tributaries (Danube River Catchment Area) and the related groundwater resources, as well as at conserving the purity of the surface water and groundwater resources.
Furthermore, IAWD shall support its members at all questions concerning the security of water supply.
- 2 It is intended to thus safeguard the adequate supply of drinking water of good quality for the members.
- 3 The principal means employed by IAWD to achieve this objective shall be:
 - a the implementation of a scientific measuring and analyzing programme jointly agreed by the members and geared to gather and evaluate data necessary for assessment of the water quality, for an analysis of the quantitative and qualitative alterations that occur in the course of time and for

a development of a basis for the best possible measures to be taken;

- b** the promotion and continuation of a constant exchange of experience between members;
- c** the co-operation with other organizations on both national and international levels by exchanging measuring data and divulging the results of research work and analyses;
- d** the submission of the results of IAWD's work to national and international institutions, to authorities of all interested states, and the participation in their study programmes, if so requested;
- e** the promotion of research projects if these concern special problems affecting the water supply companies associated in IAWD;
- f** public relations work.

IAWD is an independent technical organization on a non-profit basis and not directed at planned economic activities. Within the scope of its objectives, it shall exclusively pursue public-benefit and scientific goals, without being in any way restricted to national concerns.

§ 3 Field of Activity

The activity of IAWD shall apply to the following geographical regions:

- a** the entire catchment area of the Danube river and its tributaries;
- b** all regions from which water for public water supply purposes is supplied to the regions enumerated in lit. a).

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▶ II. Membership

§ 4 Types of Membership

- 1 IAWD shall consist of "ordinary", "extraordinary" and "supporting" members as well as "honorary" members.
- 2 Only legal entities active in the field of public water supply in the regions defined in § 3 may become ordinary members of IAWD.
- 3 Physical persons and legal entities deemed appropriate to promote the objectives of IAWD through their work may become extraordinary members of IAWD.
- 4 All physical persons and legal entities who support the activities of the Association, may become supporting members.
- 5 Honorary membership may be conferred on all persons distinguished by special services undertaken for the benefit of IAWD.

§ 5 Accession to IAWD

- 1 Applications for membership as an ordinary, extraordinary or supporting member shall be submitted in writing.
- 2 The Board of the Association shall decide on the admission of ordinary, extraordinary and supporting members. Admission may be declined without statement of reasons.
- 3 Honorary membership shall be conferred by the General Assembly of Members upon request of the Board.

§ 6 Rights of Members

- 1 Each ordinary member shall have one vote in the General Assembly of Members.
- 2 Ordinary members shall be entitled to submit proposals to the General Assembly of Members.
- 3 Extraordinary and supporting members shall be entitled to participate in all meetings of IAWD; they may address suggestions and inquiries to the Association without, however, disposing of any voting rights.
- 4 Honorary members shall dispose of the same rights as extraordinary members.

§ 7 Obligations of Members

The members shall be obligated to

- a offer the information required to promote common interests and support IAWD by communicating their technical experience;
- b pursue the objectives of IAWD in their regions independently but in consideration of their responsibility to the Association;
- c pay their membership contributions in due time.

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§ 8 Cancellation of Membership

- 1 Membership in IAWD is cancelled
 - a upon voluntary retirement of a member;
 - b upon exclusion of a member;
 - c upon dissolution of IAWD.
- 2 Every member may retire from IAWD as per end of each calendar year by letter to the Board, subject to a six-month notice period.
- 3 A member may be excluded from IAWD for compelling reasons, in particular because of:
 - a a grave violation of the Statutes;
 - b damage to the reputation of IAWD;
 - c if the member has refrained from paying the study contribution in spite of two notes of reminder.
- 4 The exclusion shall be effected after the Board has carried out a hearing of the member concerned. Exclusions shall be made by registered letter stating the reasons. The re-admission of an excluded member shall be decided by the General Assembly of Members.
- 5 The cancellation of membership shall not relieve a member of its obligations in force at this moment. The study contribution shall be paid for the entire current financial year. Retired or excluded members shall not be entitled to the reimbursement of study contributions or to the property of the Association.

▶ III. STUDY CONTRIBUTIONS

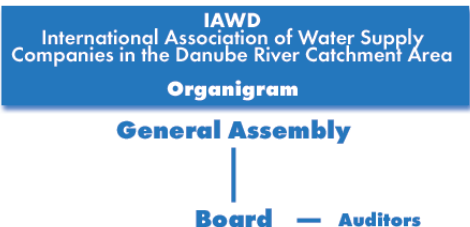
§ 9 Study Contributions

- 1 Ordinary members shall pay study contributions determined by the General Assembly of Members upon request of the Board. In special cases subject to the approval of the General Assembly of Members, the Board and a member may agree to a divergent study contribution payment.
- 2 The supporting members shall pay a study contribution determined by the Board in agreement with the respective members.
- 3 Extraordinary and honorary members shall be exempt from payment of the study contribution.
- 4 Study contributions shall be paid within one month after being called in.

▶ IV. ORGANIZATION OF IAWD

§ 10 Organs

The organs of IAWD are: the General Assembly of Members, the Board and the Auditors.



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§ 11 Announcements

Announcements to the members and invitations to sessions and meetings shall be made in writing.

§ 12 General Assembly of Members

- 1 The General Assembly of Members shall be the highest organ of IAWD.
- 2 The ordinary General Assembly of Members shall be held once each year.
- 3 Extraordinary General Assembly of Members must be convened within six weeks if the Board decides accordingly, or if one fifth of the ordinary members demands in writing that such an extraordinary meeting be convened, specifying the requested subjects for discussion, or if the Auditors demand that such an extraordinary meeting be convened.
- 4 The General Assembly of Members shall be convened in writing by the President or, in the case of his inability to do so, by the Vice-Presidents at least six weeks before the agreed date, specifying the place, date, time and agenda of the meeting.
- 5 Requests to the General Assembly of Members shall be submitted in writing to the Board not later than eight days before the meeting.
- 6 The General Assembly of Members shall be conducted by the President, or - in the case of his inability to do so - by one of the two Vice-Presidents, or - in their absence - by a member to be selected by the Board.
- 7 Inasmuch as these Statutes do not contain any divergent provisions, every General Assembly of Members convened in accordance with the Statutes shall be

considered a quorate meeting. A simple majority shall be deemed sufficient for resolutions and votes. In case of a tie, the respective motion shall be deemed rejected.

- 8 As a rule, votes and elections shall be open. Upon request of an ordinary member, the General Assembly of Members may decide on a secret vote or election. At least one fourth of the ordinary members present at the meeting must agree to a secret vote.
- 9 Issues not on the agenda may be discussed if no protest is raised at the meeting. This shall not apply to amendments of the Statutes and to the dissolution of IAWD.
- 10 Each General Assembly of Members shall be covered by minutes which must be signed by the person conducting the meeting and the keeper of the minutes. The minutes shall be forwarded to each member.

§ 13 Powers of the General Assembly of Members

The General Assembly of Members shall dispose of the following nontransferable powers:

- a approval of the minutes of the previous General Assembly of Members;
- b acknowledgement of the annual report and statement of accounts for the previous financial year;
- c acknowledgement of the report and proposal of the Auditors;
- d formal approval of the Board;

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- e approval of the programme of activities and the preliminary estimate of cost;
- f determination of the study contribution and approval of reduced payments agreed by the Board with a member (if any);
- g election of Board;
- h election of the President and the two Vice-Presidents. The President may only be re-elected once;
- i election of two Auditors who must not be members of the Board;
- j conferment of honorary membership;
- k delegation of IAWD representatives to other organizations;
- l designation of the place of the next ordinary General Assembly of Members;
- m amendment of Statutes;
- n dissolution of IAWD and disposal of IAWD's property in case of dissolution.

§ 14 Board

- 1 The Board shall consist of no more than twenty members including the President, the two Vice-Presidents, the Treasurer as well as other persons.
- 2 Only representatives of the ordinary members may be elected Board Members.
- 3 The Board may co-opt persons with an advisory vote into the Board.

- 4 The composition of the Board shall reflect an appropriate representation of the respective ordinary members.
- 5 The Board shall be elected for a period of four years. Its term of office shall commence on January 1 of the respective year.
- 6 The members of the Board shall be acting on an honorary basis.
- 7 If an elected member retires from the Board during his/her term of office, the Board shall be entitled to co-opt another eligible member with a deciding vote into the Board; the respective approval shall be procured subsequently at the next General Assembly of Members.

§ 15 Organization and Duties of the Board

- 1 The Board shall elect the Treasurer from amongst its members.
- 2 The Board shall conduct the business of IAWD; within the framework of the Statutes, it shall manage the affairs of the Association. For this purpose, it shall appoint a Secretary General.
- 3 The President shall represent IAWD to outside parties.
- 4 If the President is unable to do so, this task shall be discharged by one of the two Vice-Presidents.
- 5 Whenever necessary, the Board shall convene upon invitation of the President. The Board shall be convened in writing at least four weeks before the set date, specifying the place, date, time and agenda of the meeting. The Board Meetings shall be conducted by

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the President. Every duly convened Board Meeting shall be considered a quorate meeting. If a Board Member is unable to attend, a deputy shall step in for him/her. A simple majority shall be deemed sufficient for the passing of votes. In case of a tie, the President shall have the casting vote. The Board shall be entitled to call in scientific experts and consultants to fulfil an advisory function at Board Meetings. Minutes shall be kept of every Board Meeting.

Special duties of the Board shall include:

- a the development of the programme of activities and the preliminary estimate of cost;
- b the preparation of the annual report and statement of accounts;
- c the passing of resolutions with respect to agreements;
- d the passing of resolutions on expenses within the limits of the approved estimate of cost;
- e the admission of new members;
- f the preparation of the agenda for the General Assembly of Members;
- g the discharge of all functions not assigned by the Statutes to another organ of the Association;
- h the approval of regulations (rules of procedure);
- i the appointment of committees, especially a Technical-Scientific Advisory Committee (TWB), the calling of members and the nomination of the chairmen.

- 6 In the course of one business year, the Board shall be entitled to approve unbudgeted, off schedule expenses not exceeding a total amount to be decided by the General Assembly of Members.
- 7 The duties of the Board and the Management shall be governed by the internal rules of procedure which specify in particular the issues delegated to the President and the Secretary General.

§ 16 Honours

The Board may accordingly honour persons distinguished by special services undertaken for the benefit of IAWD.

§ 17 Auditing of Accounting

The Auditors shall audit the accounts of the Association and in particular its annual financial statement. They shall submit a corresponding report to the General Assembly of Members.

§ 18 Committees

- 1 The Board may appoint committees to deal with special issues or fulfil special functions. These committees shall be disbanded after fulfilment of their functions.
- 2 It shall be furthermore possible to form joint committees with other national or international legal entities or to delegate representatives to such committees and institutions.

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▶ V. SETTLEMENT OF DISPUTES

§ 19 Arbitration

- 1 The internal arbitration panel of the Association is charged with settling all disputes arising in connection with the Association's affairs. It is an "arbitral institution" under the Act on Associations of 2002 but is not an arbitration board under Section 577 ff of the Code of Civil Procedure (German acronym "ZPO, civil process order").
- 2 The arbitration panel shall be composed of three ordinary members of the Association. It shall be convened by having one party in dispute nominate one member as an arbitrator to the Board in writing. After a request by the Board issued within a period of seven days, the other party in dispute shall in its turn nominate one member of the arbitration panel within a period of 14 days. After being duly informed by the Board within a period of seven days, the arbitrators nominated shall elect a third ordinary member within another period of 14 days to chair the arbitration panel. In case of a voting tie, lots shall be drawn to choose a chairperson among the nominees. The members of the arbitration panel may not be part of any body – with the exception of the General Assembly – whose activities are the object of the dispute.
- 3 The arbitration panel shall take its decision after hearing both parties in dispute in the presence of all its members and with a simple majority of votes. Its decisions shall be taken to the best of its knowledge and belief and shall be binding within the context of the Association.

VI. AMENDMENT OF STATUTES AND DISSOLUTION OF IAWD

§ 20 Amendment of Statutes

- 1** The Statutes may only be amended by a General Assembly of Members duly convened in accordance with § 12 with communication of the proposed amendment, at which meeting at least half of the ordinary members must be present. The quorum for resolutions shall be two thirds of the members present.

§ 21 Dissolution of IAWD

- 1** The dissolution of the Association may only be decided by a General Assembly of Members duly convened in accordance with § 12 with communication of the proposal to dissolve the Association, at which meeting at least half of the ordinary members must be present. The quorum for resolutions shall be two thirds of the members present.
- 2** In case of dissolution, the General Assembly of Members shall decide on the disposal of the part of the property of the Association that remains after discharge of all liabilities. This property shall be conveyed to an organization with the same or a similar objective as IAWD or to a charitable organization.

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The Statutes of IAWD were resolved on 28 October 1993 at the foundation meeting of IAWD.

First amendment: 23 June 1998 at the General Assembly of IAWD in Constanta/Romania

Second amendment: 18 May 2010 at the General Assembly of IAWD in Vienna



