

Standing orders for procedures of ScanBalt (fmba)

Revised 13 May 2009

Procedures for the General Assembly

1. Tasks of the General Assembly

The General Assembly approves the statutes.

The General Assembly decides on liquidation of ScanBalt.

The General Assembly decides on membership fees.

The General Assembly may decide to instruct the Executive Committee regarding future developments and activities of ScanBalt.

The General Assembly elects up to 6 representatives amongst the institutional members for the Executive Committee.

2. Chairman of the General Assembly

The Chairman of the Executive Committee chairs the General Assembly.

The Chairman determines all procedural questions regarding the discussion by the General Assembly of the items and the recommendations from the General Assembly.

3. Organization of Meetings of the General Assembly

The Executive Committee assisted by the ScanBalt Secretariat prepares the General Assembly.

The General Assembly is to be held preferably in connection with major events arranged by ScanBalt. The General Assembly has to be located within the ScanBalt BioRegion.

The costs for the General Assembly should preferably be covered by the participation fees for the event in question. Costs related to transportation or accommodation of the participating members is covered individually by the participants.

4. Call for General Assembly

Call for General Assembly is the responsibility of the Chairman.

The call for General Assembly has to be announced by e-mail to all registered members not later than 4 weeks prior to the meeting.

The call shall have an agenda with all issues and proposals to be treated by the General Assembly.

Not later than 2 weeks prior to the call for the General Assembly, the Chairman of the Executive Committee shall ensure that proposals from the members are distributed to the Executive Committee.

5. Agenda of General Assembly

Issues for the General Assembly shall include

1. Election of Rapporteur of the General Assembly
2. Approval of the agenda
3. Report from the Chairman of the Executive Committee of activities and achievements in the past year.
4. Presentation of latest annual account approved by the Chairmanship and a chartered accountant.
5. Membership fees
6. Issues proposed by the members or the Executive Committee
7. Recommendations to the Executive Committee
8. Any other matter

6. Voting at the General Assembly

Delegates who are not able to be present in person may, prior to the General Assembly, cast their vote by e-mail, mail or fax to the General Secretary and/or the Chairman. Voting can also be casted by power of attorney to another delegate. Each delegate can only cast the vote on behalf of one other delegate by power of attorney.

7. Minutes of General Assembly

Minutes are forwarded by e-mail to the members within 1 month after the General Assembly.

The Chairman and 1 Vice Chairman shall sign the minutes.

Procedures for the Executive Committee

1. Representation/Election of Members to the Executive Committee

The Executive Committee shall have one representative from each Founding member. Founding members are members paying founding member fee. The Executive Committee (see below) accept with 2/3 majority new Founding members.

The Executive Committee shall have up to 6 representatives from Institutional members elected by the General Assembly. Institutional members are members paying Institutional member fee. First election will take place at the first General Assembly.

The Executive Committee can elect up to 5 co-opted members of strategic interest for ScanBalt. Co-opted members shall be accepted by 2/3 majority of the Executive Committee.

A representative of the European Commission and of the Nordic Innovation Center as well as the responsible manager of any ScanBalt project may attend Executive Committee meetings as observers with the right to speak.

Every elected member of the Executive Committee has a term of 3 years from the date of membership. The members are re-eligible twice.

Re-election for half of the eligible members will take place after 2 years. The decision of whom to be re-elected will preferably be based upon consensus in the Executive Committee. If unattainable the chairman will decide.

If an Executive Committee member does not complete the term, the Executive Committee can decide to appoint a temporary member until next election.

2. Tasks of the Executive Committee

The primary task of the Executive Committee is to outline the strategies for development of ScanBalt based on the ScanBalt vision and values. The Executive Committee is responsible for the activities of ScanBalt and for the observance of the Statutes.

The Executive Committee has the authority to decide on and execute all matters that are relevant to ScanBalt, except those that explicitly require approval by the General Assembly.

The Executive Committee has the responsibility of establishing and reviewing standing orders for the ScanBalt Secretariat and the General Secretary.

The Executive Committee shall prepare the General Assemblies, assisted by the ScanBalt Secretariat, and implement the decisions of the General Assembly.

3. Election of the Chairmanship

The Executive Committee shall have a Chairman and 4 Vice Chairmen. The chairman is elected by simple majority. The Chairman proposes 4 vice chairmen to be supported by simple majority of the Executive Committee. 2 of these should only be elected for one year.

If the Executive Committee does not support one or more proposals for vice chairmen, the chairman can either 1) propose other vice chairmen; 2) accept new proposals from the Executive Committee; 3) resign.

Same procedure is applied for following election of vice chairmen who's election period has finished.

The term of the Chairmanship and Vice Chairmanship is 2 years, re-election is possible only twice (i.e. a maximum period of 6 years). Past Chairmen can be members of the Executive Committee for another two years.

Two members of the Chairmanship cannot be from the same state.

4. Tasks of the Chairman

The Chairmanship shall in cooperation with the vice chairmen:

- Convene the Executive Committee at least twice a year or at the written request of one or more of its members of such Executive Committee meetings;
- Draw up a provisional agenda, which shall be sent together with the invitation and an updated list of the members of the Executive Committee at least four weeks in advance;
- Shall perform chairman's duties during the meetings e.g. declare the opening and closing of each meeting, direct the discussion, accord the right to speak, put questions to vote, announce the decisions, rule on point of order, and have control of the proceedings;
- Be responsible for the proper functioning of the Executive Committee
- Shall control that bookkeeping and administration of the financial assets happens in a satisfactory way for ScanBalt.

The Chairman shall have the right to invite guests to the meetings of the Executive Committee. Subject to prior notification and to the approval of the Chairman, members can be accompanied by an observer.

In preparing the meetings, the Chairman shall co-operate closely with the Vice Chairmen and delegate the tasks.

The meetings of the Executive Committee shall whenever possible be kept in connections with events in ScanBalt BioRegion, where members of ScanBalt are already present. Any practical arrangements including related expenses will preferably be covered by the hosting country or organization. At request, the Secretariat can assist with practical arrangements for meetings.

ScanBalt does not refund travel or accommodation expenses for participation in Executive Committee meetings unless it is decided unanimously by the chairmanship.

5. Meetings of the Executive Committee

The Chairman of the Executive Committee leads the meetings in agreement with the standing orders, whereas the Executive Committee establishes the rules for the work of the Chairmanship.

Call for meeting of the Executive Committee is the responsibility of the Chairman.

The call has to be announced by e-mail, fax or letter not later than 3 weeks prior to the Executive Committee meeting.

The call shall have an agenda with all issues and proposals to be treated by the Executive Committee.

6. Agenda of Executive Committee

The agenda of the Executive Committee shall have the following obligatory items

1. Approval of the agenda
2. Approval of minutes from last meeting
3. Status report from Chairman and General Secretary with activities and achievements of ScanBalt since last meeting
4. Financial report from General Secretary
5. Date for the next meeting of the Executive Committee
6. Any other matter

7. Rules of decision making

All decisions are adopted by simple majority of the votes cast including mandates unless otherwise indicated. In case of parity of votes, the vote of the Chairman is decisive.

Members can in writing mandate their vote to one other member of the ExCo if they cannot be present themselves.

Members can by e-mail, mail or fax cast their vote to the Chairman or to the General Secretary prior to the Executive Committee meeting in case they are not able to be present in person and given the issue is to be voted upon is precisely and unequivocal described.

Decisions should be avoided when not all Executive Committee members have been informed about the matter.

If a decision needs to be taken before the next Executive Committee meeting, the Chairman can initiate a decision-making process in writing. In this case the Chairman shall send the draft decision to all Executive members by e-mail, letter or fax. The Executive Members shall have fifteen working days from dispatch of the proposal to respond in writing.

If at least two written objection to the procedure is raised the matter shall be placed on the agenda of the next meeting of the Executive Committee.

The Executive Committee can take decision if no written objection to the procedure has been received by the specified time.

In any case, after the fifteen days time limit has expired, the Secretariat shall immediately inform all members whether the decision is deemed to be taken or what objections have been raised.

8. Minutes of Executive Committee Meetings

Minutes are to be taken from the Executive Committee meetings and shall be signed by the Chairman and the Rapporteur. The minutes shall be forwarded to the Executive Committee members within one month from the meeting

9. Daily operations

To take care of the daily operations the Chairmanship appoints a General Secretary. The General Secretary is responsible that book keeping and

financial reports are in agreement with the relevant law and directives and that the administration of the financial assets is done in a reassuring way.

The General Secretary participates without right to vote in meetings of the Executive Committee.

The Executive Committee is responsible for establishment and maintenance of standing orders for the General Secretary, the guidelines for the essential activities of ScanBalt, for the sharing of work and responsibilities between Executive Committee, Chairmanship and General Secretary and for the competences of the General Secretary regarding finances and other necessary areas.

- Affiliated membership (AFF) 1.100/110 Euro
- Individual membership (IND) Free
- Co-opted members of the ExCo No fee

All fees are net excluding added value taxes or other forms of possible taxes. ScanBalt cannot be held responsible in case national authorities cannot refund added value taxes or other taxes.

Reduced fees to new members will be decided on a case by case basis by the chairmanship upon application.