



Standing orders for procedures of ScanBalt® fmba

Revised 14 January 2014

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 4-6 Vice Chairmen. The chairman is elected by simple majority. The Chairman proposes 4-6 vice chairmen to be supported by simple majority of the Executive Committee.

If the Executive Committee does not support one or more proposals for vice chairmen, the chairman can either 1) propose other vicechairmen; 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 preferably possible only twice (i.e. a maximum period of 6 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 unequivocally 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 objections to the procedure are raised the matter shall be placed on the agenda of the next meeting of the Executive Committee.

The Executive Committee can take a 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.

Procedures for Membership

1. Application for Membership

Application for Founding membership (FOU) shall be presented for the Executive Committee by e-mail, letter or fax. The Executive Committee decides on FOU by 2/3 majority of the vote's cast of the Executive Committee.

Application for Institutional (INS), Affiliated (AFF) or Individual membership (IND) shall be presented for the Secretariat by e-mail, letter or fax. Institutional Membership and Affiliated is decided upon by simple majority of the votes cast of the Chairmanship. Individual Membership is decided upon by the Secretariat.

2. Termination of Membership

Termination of a ScanBalt Founding membership must be done in writing to the Executive Committee at least 6 months before the end of the financial year.

Termination of a ScanBalt Institutional or Affiliated membership must be done in writing to the Secretariat at least 6 months before the end of the financial year.

Termination of Individual membership can be done by e-mail and will take effect immediately.

3. Exclusion of Members

The Executive Committee can with 2/3 majority decide to exclude a member.

4. Membership fees

The membership fees are based on the following principles:

Members from Denmark, Finland, Germany, Iceland, Norway, and Sweden pay full fee. Members from Estonia, Latvia, Lithuania, Poland and Russia can as an option choose to pay reduced fee.

For members who are partners in the NI-funded project "ScanBalt Network of Networks" the fee is reduced with their contribution to the project in cash or in kind for the years 2004 and 2005.

The full fees/reduced fees are as follows:

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| • Founding membership (FOU) | 5.500/550 Euro |
| • Institutional membership (INST) | 1.100/110 Euro |
| • 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.

Procedures for ScanBalt Liaison Offices

1. Application for denomination as ScanBalt Liaison office

Applications for being denominated ScanBalt Liaison Office shall be presented for the Executive Committee by e-mail or letter.

The Executive Committee decides on applications by simple majority of the vote's cast of the Executive Committee.

Any application shall contain information on the following issues.

- The particular role, activities and target groups envisioned for the Liaison Office
- The financial and human resources to be made available for the Liaison Office
- The expected (policy) support from regional authorities and integration into regional strategies
- Contact information and link to the Liaison office

The application should not exceed 2-3 pages.

2. Termination of a ScanBalt Liaison office

Termination of a ScanBalt Liaison office must be done in writing to the Executive Committee at least 6 months before termination.

3. Use of the ScanBalt logo

Any ScanBalt Liaison office has to place the ScanBalt logo clearly visible on their web. The ScanBalt logo has to appear on any material related to the activities of the ScanBalt Liaison Office.

Procedures for Honorary Board of ScanBalt® fmba

1. Appointment of Members to the Honorary Board of ScanBalt® fmba

All paying members of ScanBalt can propose members to the Honorary Board who fulfill the requirements given in the statutes.

Proposals for Honorary Board Members shall be presented for the Executive Committee by e-mail or letter.

The proposal shall be signed by at least 5 ExCo members of at least 3 different nationalities (the proposing consortium)

The proposers should preferably in advance of the proposal ensure the availability of the nominee for being an Honorary Board member.

ExCo decides on approval of new Honorary Board members by simple majority of the vote's cast of the Executive Committee.

A balanced nation wise representation of Honorary Board members should be pursued however merit is the main criteria.

The Honorary Board should not exceed 12 Members and preferably less.

The appointment of an Honorary Board Members is for life time.

2. Notification of new Honorary Board Members

Any nominee accepted by ExCo shall be invited by personal letter signed by the Chairman, a vice chairman and the General Secretary.

A portrait of any new Honorary Board Member will be brought in ScanBalt News and on the web following acceptance of the board membership by the nominee.

Any new Honorary Board Member will be invited to give a plenary talk at ScanBalt Forum. Travel and accommodation are to be financed by the proposing consortium.

3. Participation of Honorary Board Members in ExCo , GA and ScanBalt Forum

An Honorary Board Member has the right to participate in meetings of ExCo and the General Assembly.

ScanBalt has no obligation to finance travel and accommodation.

Honorary Board Members are encouraged to express their opinions on any issue related to the development of ScanBalt BioRegion and suggest issues to be discussed.

4. Cancellation of a Honorary Board Member

ExCo can with 2/3 majority of all votes decide to cancel an Honorary Board Membership.

A written motivation signed by at least 5 ExCo members of at least 3 different nationalities shall be presented to ExCo in advance for any decision to be taken.