

Jnr 02-0288

**Standard Rules of Procedure of the
Study Boards
at
Copenhagen Business School
Handelshøjskolen i København**

Only the Danish version shall be legally binding

The Standard Rules of Procedure of the Study Boards at CBS are provided under Section 6(3)(ix) of the Statutes of Copenhagen Business School - Handelshøjskolen i København (CBS):

Rules of Procedure

Section 1. The individual Study Board shall lay down its own rules of procedure within the framework of these Standard Rules of Procedure. The Study Board may decide to make the Standard Rules of Procedure its own rules of procedure.

Chair and Vice-Chair

Section 2. Once a year, at the first meeting following the ordinary election of the Board, the Study Board shall elect a Chair among the academic staff and a Vice-Chair among the students. Elections of Chair and Vice-Chair shall be held as two separate elections. The elections shall be subject to approval by the Dean.

(2) If the Chair or Vice-Chair resigns during his/her term in office, new elections shall take place for the remainder of the period.

(3) The Vice-Chair shall act as deputy for the Chair in relation to the duties and powers laid down in the rules of procedure.

Meetings

Section 3. The Study Board shall provide its services in meetings, see, however, (2).

(2) If all members agree, matters may be considered in writing. If so, the matters shall be sent by the Chair to the members specifying the time in which to respond. The time should, however, not be shorter than eight days. Any member may within that time insist that the matter is referred for consideration at a meeting. The Chair shall then ensure the inclusion of the matter on the agenda of the next ordinary meeting.

Section 4. Meetings shall be public, unless their nature, see (2), or the circumstances as such, may deem it necessary or desirable that they are treated confidentially.

(2) Matters on the personal and financial affairs of individual persons, and matters where public access would harm CBS financial interests shall be treated confidentially

(3) The question of whether a matter should be treated confidentially shall have been considered behind closed doors, if so determined by the Study Board or its Chair.

(4) The President or a person appointed by him shall have the right to attend the consideration of a matter at a confidential meeting. See also Section 10(3 and 4).

(5) Matters that are treated confidentially shall, to the extent possible, be considered last.

(6) Everyone shall have access (without the right to speak unless the Study Board decides otherwise) to attend the public meetings of the Board, observing peace and order. If a listener disturbs discussions, the Chair may exclude that person or, if necessary, all listeners from the meeting.

Section 5. Each semester, the Study Board shall establish a meeting schedule. Normally four meetings should be held each semester. The Chair shall ensure that time and place be made public.

(2) Extraordinary meetings shall be held at the discretion of the Chair or if requested by at least three or at least one third of the members of the Study Board. If so, the meeting shall be held within 14 weekdays after the Chair has received such request. If the request concerns a matter where a time limit would involve a change in the nature of the matter or that the matter is missed, the Chair is obliged to seek to hold the meeting within that time.

Section 6. If a member is unable to attend a Study Board meeting, apologies shall be made to the Board Secretary before the meeting is held. If a member cannot attend a Study Board meeting, apologies shall be sent to the Secretary of the Board before the meeting is held.

Notice of a meeting

Section 7. The Chair shall prepare the proposals of the agenda. Notice and agenda shall be sent out by the Chair at least five days prior to the meeting. Where required for any particular reason, the meeting may be called at a shorter notice.

(2) The agenda shall contain information on which matters will be considered at the meeting. The agenda shall be sent to each member of the Study Board and to the President and be published by notice or in some other way.

(3) The individual members of the Study Board and the President may request that specific items are put on the agenda. Items on the agenda of ordinary meetings shall, to the extent possible, be in the hands of the Chair no later than eight days prior to the meeting.

(4) The Chair shall ensure that all documents relevant for the meeting are sent out together with the agenda, unless where particular reasons make deviation necessary. The work of the Study Board shall be organised in such a way that the members have the necessary foundation for participating in the consideration of the matter, including any necessary statements from the authorities involved.

(5) The Chair shall ensure that the Study Board receives notification of any activities of importance to its work.

(6). Concurrent with the notice of the first meeting of the Study Board following an ordinary election, these Standard Rules of Procedure and the rules of procedure of the Study Board shall be made public.

Chairing of meetings and presentation of matters

Section 8. The Chair shall chair Board meetings. He/she shall make decisions on all issues relating to the conduct of discussions and the orderly running of the meeting. The Chair may let issues which, pursuant to the rules of procedure, fall under his/her decision be decided by the Study Board.

(2) The sequence of speakers may be departed from if a member wishes to supply information of value to the further course of the discussions, or if any other matters may reasonably justify such departure.

(3) The Chair may decide to limit speaking time.

(4) When the Chair decides to limit speaking time, or this is requested by a member, the decision shall be taken whether to close a discussion.

(5) If it has been decided to close a discussion, the speakers who wish to speak besides those already on the list of speakers, should immediately request to be allowed to speak.

Section 9. Matters shall be considered at the meeting in the order in which they appear on the agenda, unless the Chair or the Board wishes to depart from that order.

The meeting

Section 10. The Study Board shall form a quorum when at least half the members of the Board are present.

(2) Decisions may be made only in matters that appear as separate items on the agenda. If there are no objections, however, decisions can be made in urgent matters, even though they may not appear on the agenda..

(3) In matters where the Programme Director is not a member of the Study Board, the Programme Director shall have the right to speak at the Board meetings but not to vote. This shall also apply to matters that are treated confidentially.

(4) Where it is important for the consideration of the matter, the Study Board may let a third party convene the meeting to take part in the consideration of the matter. This shall also apply in matters that are treated confidentially.

Section 11. Any member of the Study Board may request that a decision is made to briefly suspend the meeting.

Voting

Section 12. If consensus cannot be achieved, the Study Board shall take a vote on its decisions. Where the Chair deems the outcome of that voting to having already been taken for granted, he/she may declare the matter decided, stating his/her interpretation of the outcome of the matter. If no member then requests voting, the matter shall be deemed decided as stated.

(2) Voting shall be done by a show of hands or roll call. Particular considerations may deem voting by ballot necessary in some matters.

(3) The Chair shall prepare the proposals that will be put to the vote. He/she may request that a proposal or an amendment submitted by the members is in writing. A member may always request that a proposal submitted and formulated by him/her is put to the vote.

(4) Decisions shall be made by ordinary majority among the members present. In case of equality of votes, the Chair shall hold the casting vote.

(5) If more than two main proposals have been submitted, mutually contradicting (excluding) each other, the proposals shall be put to the vote in the order in which they were submitted. If amendments to a main proposal are submitted, the amendment shall be put to the vote first. In case of several amendments to the same main proposal, the most far-reaching amendment shall be put to the vote first. The same conditions shall apply if sub-amendments to amendments are proposed.

Member participation in discussions and voting

Section 13. If, in the opinion of the Study Board, a member has a personal interest in a matter, the Board may decide to exclude that person from participating in discussions and voting on the matter.

(2) A member shall inform the Study Board if there are conditions that may give rise to doubt as to the qualification of the person in question.

Section 14. In the event of a member of the Study Board losing his/her eligibility during an election period or being declared not qualified, or a member in his/her absence of at least two months due to illness, study tour etc. being unable to take part in the work of the Board, the Board shall call in a substitute to join the Board.

(2) Upon the authority of the President, the Chair shall decide if the conditions are present for the joining of the substitute.

Committees

Section 15. A Study Board may appoint subcommittees, but independent powers cannot be conferred on them.

(2) An election of two or more members for committees etc. may be done by proportional vote of two or more members for committees etc.

(3) If a member leaves the committee into which he/she has been elected by a specific group of the Study Board, the vacant seat shall be filled by that specific group.

Section 16. Prior to the appointment of a committee, the Study Board shall make a decision on the terms of reference of the committee, the size of the committee and how notice of the appointing meeting is to be given.

(2) The committee shall present its report in writing.

(3) Ad hoc-committees shall be regarded as dissolved when the terms of reference have been fulfilled.

Minutes and administration of matters considered

Section 17. The decisions of the Study Board shall be included in minutes to be submitted to the members for approval. The approved minutes shall be accessible at eCampus to the extent that the decisions are not bound by confidentiality, see Section 4(2).

(2) Any member and the persons who have been called in pursuant to Section 10(3) may request that their divergent opinion is included in the minutes, and where matters are to be submitted to another authority, they may demand that this authority, at the same time, is made familiar with the contents of the minutes. The relevant member may submit the reason for his/her point of view together with the matter.

(3) The minutes shall also contain information on which members were present when the matters were considered. The minutes shall also contain details of the decisions under the various items on the agenda and the result of any voting.

(4) Administration of the matters considered by the Study Board rests with the Chair together with the CBS administrative offices. Any contact to authorities outside the institution shall go through the President's secretariat.

Issues relating to the interpretation of the Rules of Procedure

Section 18. Any member is obliged to respect the decision of the Chair in relation to the interpretation of the provisions of the rules of procedure. If requested by two members, the decision of the Chair shall be subject to voting. Questions regarding the interpretation of the Standard Rules of Procedure shall, however, be submitted to the President.

Frederiksberg 12 January 2005

Finn Junge-Jensen
President