

ARTICLES OF THE ASSOCIATE PROFESSORS' AND PROFESSORS' ASSOCIATION FOR THE FACULTY OF HEALTH AND MEDICAL SCIENCES, UNIVERSITY OF COPENHAGEN [APPA]

**§ 1 The Purpose and Anchoring of the Association**

Clause 1. The purpose of the association is to be the voice of lecturers and professors at the Faculty of Health and Medical Sciences, University of Copenhagen (SUND), with regard to academic and employment related interests.

Clause 2. The association is housed in the Faculty Club at the Panum Institute.

**§2 Membership, Admission and Resignation**

Clause 1. The right to membership of the association is open for anyone that has their principal place of employment or has a 50/50% divided position within the scientific staff as lecturer or professor at SUND. Emeritus lecturers and emeritus professors on contract with SUND may be admitted as passive members.

Clause 2. Admission takes place by contacting the board. Resignation may take place in writing to the board with 3 months' notice to the end of a calendar year.

**§3 Board of Directors of the Association**

Clause 1. The board of the association consists of 7 members (including 1 chairman, 1 deputy chairman, 1 secretary, and 1 treasurer (in case the general meeting decides on subscription rates), and up to 2 alternate board members. If subscription rates are decided, 1 auditor and 1 alternative auditor are elected.

Clause 2. The board shall determine its own rules of procedure. The board may establish working subcommittees. The minutes of the business transacted at board meetings are entered into a book.

Clause 3. The board is competent in decision when the chairman and 3 other board members are present.

Clause 4. Decisions are made by the board members in attendance by a simple majority. In the event of a tie, the chairman's vote is decisive.

#### **§ 4 Nomination of Candidates, Voting Rights, Eligibility as well as Election and Voting Rules**

Clause 1. The board ensures that a number of candidates stand for election equal to the minimum number of vacant seats.

Clause 2. The election of members and alternate members of the board, the chairman, and the auditors is by means of a uninominal voting system. Each registered voter has one and only one vote for the election of board members, one and only one vote for the election of chairman, and one and only one vote for the election of auditors. The chairman is elected from the candidates who attain election for the board. After election of chairman the board constitutes itself.

Clause 3. All members of the association, who no later than 3 weeks before the general meeting have registered as members of the association, are entitled to vote and stand for election.

Clause 4. Elections are chaired by the meeting coordinator and at least 2 election assistants are appointed by the meeting coordinator. Elections are conducted in writing if there are several candidates. Proxy voting may not take place. In the event of a tie, a second ballot is conducted between the candidates that have obtained an equal number of votes.

Clause 2. Election as chairman, auditors and to the board is valid for 3 years. Re-election may take place. However, for the first board election, 2 members for 3 years, 2 members for 2 years and 2 members for 1 year are elected.

#### **§5 General Meeting**

Clause 1. The general meeting is the supreme authority of the association. The general meeting is held every year in the first quarter and convened in writing with 1 month's notice with the announcement of the agenda.

Clause 2. The general meeting determines the subscription amount, which can be DKK 0. The financial year follows the calendar year.

Clause 3. The agenda must include the following items:

- 1) Election of meeting coordinator
- 2) Chairman's report

- 3) Presentation of the audited accounts
- 4) Determination of membership subscription rates
- 5) Any proposals from the board and members
- 6) Election to the board
- 7) Election of auditor and deputy auditor
- 8) Any other business

Clause 4. Proposals to be considered at the annual general meeting must be submitted in writing to the board accompanied with a short statement of reasons no later than 2 weeks before the general meeting. Proposals shall be sent by the board to the members no later than 1 week before the general meeting.

Clause 5. Extraordinary general meetings may be convened at the discretion of the board, if at least 1/5 of the members desire it, or when decided at a previous general meeting. Extraordinary general meetings are convened within 6 weeks and with at least 2 weeks' notice.

Clause 6. All decisions, except for those mentioned in § 6, shall be taken by a simple majority of those in attendance. If the meeting coordinator or one of the members in attendance so desire, the voting will be conducted by means of written ballot.

Clause 7. The general assembly elects the meeting coordinator.

Clause 8. Minutes of the general meetings are taken. The minutes are signed by the meeting coordinator and the chairman, and are distributed to the membership as soon as possible after the general assembly.

## **§6 Amendments to the Articles of Association and Dissolution of Association**

Clause 1. Decision to amend these articles or the dissolution of the Association requires that at least 2/3 of all members of the association are in attendance at a general meeting, and that at least 2/3 of the members entitled to vote among those in attendance give supportive votes. In the event at least 2/3 of the members entitled to vote among those in attendance give supportive votes, but less than 2/3 of all members of the association are in attendance, an extraordinary general meeting must be held with at least 6 weeks' and up to 8 weeks' notice. At this general meeting, amendments to the articles or the dissolution

of the association can be adopted by a 2/3 majority of the votes, irrespective the total number of attending members.

Clause 2. In the event of the association's dissolution, it must be decided at the extraordinary general meeting how any unused funds shall be used.

Copenhagen, 15 December, 2017