



**Studenterlauget**

Fuglesangs Allé 4,  
Building 2610,  
DK-8210 Aarhus V

## The regulations of Studenterlauget

### Name and Home of Association

§ 1 The name of the Association is "Studenterlauget", abbreviated SL. The home of the Association is Aarhus BSS.

### Objective

§ 2 The objective of the Association shall be to create the best possible study environment and to provide the best possible service to the students attending Aarhus BSS. Studenterlauget shall provide functionalities that can adequately cover the students' service requirements and social needs.

*Section 2:* Revenue earned through initiatives from inside and outside the Association as well as revenue earned from arrangements with other student unions shall be used exclusively for non-profit or charitable purposes, especially for social and academic purposes for the benefit of the students attending Aarhus BSS.

### Agreement with Aarhus University, Business & Social Sciences

§ 3 Aarhus BSS has given Studenterlauget the administrative responsibility for the delegation of the facilities that Aarhus BSS makes available to all unions under the Joint Student Union.

### Organisational Structure

§ 4 The Board of the Association shall be elected at the Annual General Meeting. The Board shall appoint an *Managing director* who is responsible for employing a management that shall be defined as all the persons who report directly to the Managing director.

### Membership and Membership Fee

§5 All students at Aarhus BSS may obtain a membership.

*Section 2:* Membership may be obtained upon payment of an annual, a two-year or a three-year membership. A single year of a membership shall follow the academic year ending 1<sup>st</sup> of August.



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*Section 3:* The Board fixes the amount of the membership fee for the coming academic year. The amount may be altered if it is deemed necessary.

*Section 4:* At the Board meetings, the Board may decide that certain activities shall be available to paying members only.

*Section 5:* Previous students at Aarhus BSS may obtain membership in the SL Alumni programme -

*Section 6:* Employees at Studenterlauget will obtain a membership upon employment.

## Annual General Meeting

§ 6 The Annual General Meeting shall be the highest authority of the Association within the framework of these Articles.

*Section 2:* The Annual General Meeting will be held in **Q2**, and the Board will make notice of the Meeting no later than four weeks before the date of the meeting.

*Section 3:* Notices convening the Meeting shall be available on the web site of Studenterlauget and through the appropriate marketing channels.

*Section 4:* Items for the agenda of the Annual General Meeting shall be submitted to the office of Studenterlauget no later than 14 days before the date of the Annual General Meeting.

*Section 5:* An extraordinary General Meeting may be held at the request of at least 100 paying members or by decision of a majority of the Board.

*Section 6:* An extraordinary General Meeting shall be convened with at least 14 days' notice. Notice must be sent to the Board in writing.

*Section 7:* Items for the agenda of an extraordinary General Meeting and nominations of candidates for by-election at an extraordinary General Meeting must be submitted in writing to the office of Studenterlauget no later than eight days before the date of the Meeting.



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§ 7 Under extraordinary circumstances, where the University is locked down due to regulations from the Danish authorities, it will be possible to postpone the Annual General Meeting indefinitely until it is responsible to conduct. As an effect of this any Members of the Board who graduate before the Meeting is held are allowed to continue in their position as Members of the Board even though they are not enrolled at Aarhus BSS at the time of the Meeting thereby overruling §7, section 5 and subjacent §5.

§ 8 The Moderator of the Annual General Meeting may not be a member of the Board.

*Section 2:* The Annual General Meeting shall be open to all members of Studenterlauget and shall be competent to transact business when it has been legitimately convened. All paying members attending the Meeting shall be entitled to vote. Valid proof of payment must be provided at the Annual General Meeting. Voting by proxy or in other ways *in absentia* shall not be allowed.

*Section 3:* The agenda of the Annual General Meeting shall at least comprise:

1. Appointment of:
  - a. A moderator of the meeting
  - b. A secretary to take the minutes
2. Presentation of the Chairman's review
3. Presentation by the Managing director
4. Appointment of:
  - a. 6 Board Members
  - b. 1 Employee Board Member
  - c. Substitutes
  - d. Auditor
5. Evaluation of all proposals received
6. Any other business

*Section 4:* Voting will only take place in respect of items on the agenda. All proposals, cf. § 7, section 3, count 5, shall be submitted in accordance with § 6, section 4.



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*Section 5:* Members must inform the Board of their candidacy no later than 7 days before the date of the Annual General Meeting. These candidates and substitutes shall all be paying members of Studenterlauget.

*Section 6:* No candidates or substitutes can be involved in the Board or in the Management of other student unions at Aarhus University by the time of the Annual General Meeting or during the term as Member of the Board in Studenterlauget.

*Section 7:* The election of Board Members at the Annual General Meeting shall take place by ballot and by simple majority. If the Chairman of the Meeting deems that an election by ballot is dispensable, the Chairman may conduct a vote by show of hands. A ballot, however, must be conducted if any one member so requires.

*Section 8:* Every paying member shall be given a number of votes equivalent to the number of seats that are up for election. However, only one vote per candidate may be cast.

*Section 9:* Candidates who are not elected will function as Substitutes for the Board.

*Section 9a.* In the situation where a Board Member resigns from the Board, the remaining Board Members can prioritize between the Substitutes.

*Section 10:* At the Annual General Meeting, minutes of resolution will be taken. The minutes must be approved by the Board at the first following Board Meeting. The minutes of the Meeting shall be accessible to all members of Studenterlauget.

## The Board

§ 9 Studenterlauget shall be run by a Board of seven members representing the highest financial authority of the Association.

*Section 2:* One employee within Studenterlauget is entitled to a seat on the Board, cf. §7, section 3, count 4b. The Employee Board Member shall be elected internally amongst the attending employees. The seat may not be allocated to a Unit Manager or anyone employed in the SL Management.



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*Section 3:* The term of office for Members of the Board shall be one year.

*Section 3a:* If §7 has come into effect and the general assembly has been postponed as a consequence hereof, the term of the elected Board may be less than a year, if the elected Board wishes to keep the annual general meeting in Q2.

*Section 4:* The retiring Chairman of the Board shall convene an initial meeting held no later than three weeks after the date of the Annual General Meeting.

*Section 5:* The following items must be on the agenda:

1. Approval of the minutes from the Annual General Meeting.
2. Appointment of Chairman and Vice Chairman amongst the Members of the Board.
3. Election of members to committees in which Studenterlauget is represented.
4. Review of the Procedures.

At the initial meeting, the Board must adopt the Procedures. The Procedure must be adopted by a two-third majority. If this is not achieved, the existing Procedures shall continue to be effective. Likewise, a revision of the Procedures during the term of the Board must be adopted by a two-thirds majority of the Board.

*Section 6:* The term of the Board shall be from the time of its election to the next Annual General Meeting; save the Chairman who will continue as an advisory observer of the new Board until and including the month after the General Meeting of the new Board.

*Section 7:* By a two-thirds majority of the total number of Members of the Board, the Board may decide on appointment and termination of the Managing director, other managers and other administrative staff of Studenterlauget.

*Section 8:* The Board shall be competent to transact business when at least two-thirds of the Board Members are present.

*Section 9:* Decisions may be made by a simple majority of the attending Board



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Members. In the case of equality of votes, the Chairman's vote shall have the weight of two votes. Voting must be held as a ballot vote if any one Member so requires. In respect of large investments involving amounts larger than DKK 50,000.00, decisions must be made by the Board by a qualified majority.

*Section 10:* Board Meetings shall be open, and paying members of Studenterlauget may present their views before the Board. After the presentation of any views by any paying members, the Board may choose to conclude the discussion at a closed meeting if this is deemed necessary.

*Section 11:* Cases dealing with appointment and termination of staff shall always be considered at closed meetings.

*Section 12:* Minutes of resolution of the Board Meetings shall be taken, including any notes of minority votes. The minutes must be adopted at the following Board Meeting and must be sent out to all Board Members. Moreover, the minutes must be available to all members of Studenterlauget.

*Section 13:* The position as Chairman and Vice Chairman is a remunerated position. The remunerations shall be agreed upon by the remaining Board Members. Payment of the remunerations will happen at the end of the term, after the Annual General Meeting.

*Section 14:* Members of the Board of Studenterlauget may be nominated as candidates for the managing bodies of Aarhus BSS - including the University Board.

## **Managing director**

§ 10 The Board shall appoint a Managing director whose tasks and powers shall be determined by his or her contract of employment. The period of employment shall be 24 months. The contract of employment may be renewed at the discretion of the Board.

*Section 2:* The Managing director shall be responsible for the day-to-day operations of the office of Studenterlauget and for the general management and supervision of the day-to-day operations of the business units of Studenterlauget existing at any time.



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*Section 3:* No later than at the beginning of December, the Managing director and Financial Manager shall prepare a budget for the coming year, which is to be approved by the Board.

*Section 4:* The Managing Director shall supervise the carrying out of a sound keeping of accounts and of the internal control of the financial interests of Studenterlauget. Thus, the Managing director shall supervise the control of the assets of Studenterlauget and shall secure the preparation of annual and quarterly financial statements. Annual and quarterly financial statements shall be delivered to all the Members of the Board and will be available to all members of Studenterlauget on request.

*Section 5:* The Managing director shall be held responsible to the Board, and he or she shall be obligated by his or her contract of employment, by the decisions of the Board expressed in the Procedures, by his or her own plan of action, and by the capital budget of Studenterlauget.

§ 11 In consultation with the Board, the Managing Director may appoint an Operations Manager to handle the day-to-day operations of “Ca’Inn” and “Klubben”. Appointment as well as termination of the Operations Manager shall be decided by the Managing director in consultation with the Board. The Operations Manager’s working conditions and pay shall be determined in an Operations Manager contract prepared by the Managing director. In consultation with the Managing director, the Operations Manager may make agreement that binds Studenterlauget to external operations if these agreements relate to the day-to-day operations of the business areas of which the Operations Manager is responsible, and provided that such arrangements are not inconsistent with these Articles of Association. The Operations Manager is responsible for appointment and termination of staff and for the segregation of duties within the business units for which the Operations Manager is responsible.

*Section 2:* In case of extraordinary circumstances with potential to cause considerable harm to Studenterlauget’s core-business or financials - and the matter is deemed highly time-sensitive by the Managing Director and Chairman of the Board in concert - the Managing Director and Chairman of the Board have the authority to dismiss the Operations Manager without consulting



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the rest of the Board. if:

1. The matter is deemed highly time-sensitive by the Managing Director and Chairman of the Board in concert, and

2. it is not possible to execute an extraordinary board meeting within the timeframe.

No objections to the changes in regulations

## Audit and financial statements

§ 12 The financial year of the Association shall be from 1 January to 31 December. The review of the financial statements (udvidet gennemgang) shall be presented to and approved by the Board no later than seven days before the Annual General Meeting. The annual report shall be presented in accordance with the Danish Financial Statements Act and with generally accepted accounting principles. The annual report shall be available to all members of Studenterlauget at least four days before the date of the General Meeting.

## Amendments of the Articles of Association

§ 13 Members of Studenterlauget may propose amendments of these Articles of Association. All proposed amendments must be presented in writing to the Board and for public review no later than 14 days before the date of the Annual General Meeting. The General Assembly will decide to adopt or reject the amendment proposed. At least two-thirds of the voting members of Studenterlauget attending the meeting must vote in favour of the amendment in order for the amendment to become effective.

## Dissolution of the Association

§ 14 The Association may be dissolved if, at two successive general meetings held at least 14 days apart, at least two-thirds of the voting members of Studenterlauget vote in favour of dissolution and if at least half of the total number of paying members of Studenterlauget attends these meetings.

*Section 2: A plan for dissolution and for use of the assets of the Association*





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must be decided at the first of the two general meetings.

*Section 3.* In the case of dissolution of Studenterlauget, the assets of Studenterlauget shall be used exclusively for non-profit or charitable purposes, especially for social and academic purposes for the benefit of the students attending Aarhus BSS or other institutions of higher education.

### Authority to bind the Association

§ 15 Pursuant to the criteria below, the following persons shall have the authority to bind Studenterlauget: The Chairman of the Board, The Managing director, The Financial Manager, The Business Manager, and The Accounting Assistant.

- a. The Chairman of the Board and the Managing director shall in concert be authorised to bind the Association.
- b. Except for payments made in relation to the day-to-day operations of Studenterlauget, The Chairman of the Board, The Managing director, The Financial Manager, The Business Manager and The Accounting Assistant shall jointly be authorised to bind the association.
- c. No single individual shall be authorised to bind Studenterlauget, except from the organisations credit card, which The Business Manager exclusively handles.

### Commencement of the Articles of Association

These Articles of Association shall be effective as from May 6th 2021 and shall replace the previous Articles of Association that came into effect on **(June 18th 2020)**.