

## **Rules concerning the Scandinavian-Nordic Section of the Combustion Institute**

The Combustion Institute, Scandinavian-Nordic Section (in these Rules referred to as "the Section") shall be affiliated to the international Combustion Institute that was incorporated on July 1, 1954 in the state of Delaware, United States of America and that is divided into local sections.

### **- Name and Objects -**

#### **1 § Name**

The Section shall be called The Combustion Institute, Scandinavian-Nordic Section (Non-profit organization).

#### **2 § Objects and field of activities**

As a non-profit organization the Section shall act autonomously and unpolitically and without making profit. The objects of the Section are:

- To promote research and education in the science of combustion
- To represent Nordic countries in the international organization *The Combustion Institute*.
- To promote co-operation with related branches of science
- To organize lectures and conferences in order to disseminate information to the surrounding society and to increase interaction among fellow researchers

#### **3 § Residence**

The Section resides at the location of the Sections President.

#### **4 § Information to Members**

The Section shall maintain a homepage on the Internet that promote the objects and the activities for members as well as other interested parties in the field of combustion science.

### **- Organization -**

#### **5 § Bodies**

The different bodies of the Section are:

1. General Section Meeting
2. Board
3. Secretariat
4. Auditor

### **- General Section Meeting -**

#### **6 § General Section Meeting**

The General Section Meeting is the highest decision-making authority within the Section. The Members of the Section constitute it.

A General Section Meeting shall take place every second year, but may in addition to that take place whenever matters call for it (i.e. Special General Section Meeting). Remaining years, a simplified procedure will occur, whereas the Board then shall notify all Members regarding the items laid down in 7 § of these Rules.

The General Section Meetings can be coordinated with a Scandinavian-Nordic or another international scientific conference.

## **7 § Items at General Section Meeting**

At a General Section Meeting the following items shall be transacted:

1. To appoint a Chairperson which will be the President/Vice-President or any other Board member.
2. To notify the Chairperson's choice of Secretary for the meeting.
3. To confirm the register of voters.
4. To appoint two (2) Members to assist the Chairperson in checking the minutes.
5. To deal with the question regarding the Meeting has been called according to the Rules.
6. To approve the agenda.
7. To receive, and if approved, adopt the Boards statements for the previous financial year.
8. To receive, and if approved, adopt the Auditor's report
9. To establish the profit and loss account and balance sheet for the previous financial year.
10. To decide how to dispose of profits or losses according to the balance sheet.
11. To decide whether or not to grant discharge for the Members of the Board.
12. To appoint new Members of the Board, Auditor and Members of the Election Committee.
13. To deal with matters regarding Membership fees.
14. To consider and, if thought fit, approve of any duly made alterations to the Rules.
15. To deal with matters forwarded to the General Section Meeting by the Board.
16. To deal with other matters on the agenda.

At a Special General Section Meeting no other items than the ones brought up on the agenda may be discussed.

## **8 § Votes etc**

The General Section Meeting is opened by the Chairperson and is conducted by the person appointed by the Meeting. Each individual Member has one (1) vote. The rights of a Member are exercised personally or by the Member's representative, who shall have written, dated authorization.

Voting takes place openly, if not one third of the present Members requests a secret vote. Voting regarding if a secret vote shall occur shall always take place openly. If the number of votes is equal, the opinion supported by the Chairperson shall apply. At a secret vote the outcome will be determined by the drawing of lots.

## **9 § Call to a General Section Meeting**

The President shall issue the calling to a General Section Meeting at least twenty (20) workdays prior to the date of the Meeting.

## **10 § Preparation of a matter to be taken up for consideration**

The Board shall prepare the matters that are to occur at the General Section Meeting and send the agenda and the corresponding documents of the Meeting to the Members no later than ten (10) workdays prior to the date of the Meeting. At a General Section Meeting the Board may bring up matters not on the agenda.

The agenda for a Special General Section Meeting shall be sent in a similar manner, no later than five (5) workdays prior to the Meeting or, if the calling to the Meeting is issued later, in connection to the call.

## **11 § Public announcements, Minutes**

Each individual Member has the right to attend the General Section Meeting proceedings. However, the General Section Meeting has the possibility to decide that the proceedings shall, in part or in full, take place behind closed doors.

Minutes shall be taken at all General Section Meetings, whereas two (2) persons shall be appointed to assist the Chairperson in checking the minutes.

## **- Election Committee -**

### **12 § Election Committee**

In preparation of regular elections of Board Members at the General Section Meetings, there shall be an Election Committee. The General Section Meeting appoints the Election Committee with a durability of two (2) years. It shall consist of at most seven (7) delegates. When new Members of the Board are to be appointed, the President shall announce this to the Members no later than 40 workdays prior to the General Section Meeting with an open call for suggestions to the Election Committee. The Election Committee shall report their nominations to the Board no later than fifteen (15) workdays prior to the General Section Meeting.

## **- The Board -**

### **13 § The Members of the Board etc**

The Members of the Board shall also be Members of the Section. The Board shall consist of at most eight (8) delegates, of which at least four shall represent Denmark, Finland, Norway and Sweden, respectively. The Members is appointed for a four-year period and may be re-appointed.

### **14 § Quorum**

At Board Meetings attended by the President or the Vice-President four (4) shall form a quorum. Voting is conducted openly, if not a secret vote is requested.

The Boards decision is that which the largest number of delegates support or, if the number of votes are equal, that which the acting President supports. At a secret vote the outcome will be determined by the drawing of lots.

### **15 § Calling to a Board Meeting**

The calling to a Board Meeting shall be delivered no later than seven (7) workdays prior to the date of the Meeting. The call shall include time and place for the Meeting as well as the agenda of the Meeting.

The calling to a special Board Meeting shall be delivered no later than five (5) workdays prior to the date of the Meeting. The call shall include time and place for the Meeting as well as the agenda of the Meeting.

### **16 § Duties of the Board**

The Board shall:

- Within itself appoint President, Vice President and a person authorized to sign for the organization.
- Appoint an external Auditor for the organization.
- Hold at least one Board Meeting each calendar year.
- Accept new Members according to the Rules and provide a list of Members.
- Give an activity report
- Make arrangements for holding General Section Meetings
- Plan the Section's long-term activities
- Decide the annual Membership fees payable by the Members
- Apply for funds from Scandinavian-Nordic and other organizations.
- Appoint Secretary and Treasurer.
- Conduct by-elections regarding Members of the Board and the Election Committee in-between General Section Meetings.
- Set up sub-committees for dealing with certain issues.
- Call in experts, if so is deemed appropriate in order to deal with certain issues.
- Deal with matters delegated to the Board by the General Section Meeting.
- Deal with all matters concerning the management of the Section and not expressly provided for by the rules or by a decision of the General Section Meeting.

The Board may, within itself, appoint a sub-committee consisting of the President, the Vice-President, the Secretary and no more than two (2) other delegates.

**17 § Substitutes**

The board may accept substitutes for Members of the Board.

**18 § Preparations etc**

Sub-committees appointed by the Board shall continuously report their progress to the Board. A sub-committee may have a national as well as a Nordic composition, depending on the matters it is set to deal with.

Sub-committees, experts, delegates, officials or individual Members, who intends to put forward an issue on the agenda of a Board Meeting shall deliver all the basic data required for the decision making no later than fifteen (15) workdays prior to the Board Meeting.

The right to make decisions regarding certain matters may be delegated to a sub-committee, expert or individual official by explicit decisions or working instructions given by the Board.

**19 § Compensation**

Since the Section is a non-profit organization no fees shall be paid to the Members of the Board or the Sections officials. However, compensation for expenses can be paid.

**20 § Public announcements, Minutes**

Voting takes place openly, if not a secret vote is requested.

Minutes shall be taken down at all Board Meetings. If a Member of the Board, attending at the final proceedings of matter, has stated a different opinion, he/she is entitled to have it added to the minutes. The Minutes is checked by the President, assisted by one (1) other delegate, appointed at the Meeting.

**21 § Election Committee**

In order to guarantee the continuity of the Board no more than half of the delegates shall be appointed at the General Section Meeting every second year.

**- Secretariat -****22 § Secretariat**

The Section's Secretariat consists of the Secretary and the Treasurer, which are appointed by the Board.

**- Membership -****23 § Membership**

After the examination of the Board, any individual within the Nordic countries engaged in or with an interest for work related to combustion science shall be accepted as a Member. The Membership is always personal.

**24 § Obligations**

- Each Member is obligated to comply with the Rules of the Section and decisions made according to these Rules, as well as to promote the Section's objectives.

**25 § Membership Fees**

The Board decides the Membership fee. In order to change the level of the Membership Fees a quorum consisting of three-quarters of the Members present at the General Section Meeting is required.

**26 § Payment**

The payment of the Membership fee is done according to the Board's decision. A Member that joins during the latter half of the calendar year, pays fifty (50) per cent of the Membership fee.

**27 § Neglected Payment**

A Member that neglects to pay the Membership Fee within the required time period may not practice or receive any Membership given to him/her by to the Rules or decisions made according to these Rules. Membership is automatically evoked if the Membership fee has not been paid within a year after it has been billed.

#### **28 § Resignation**

A Member may resign from the Section at any given time by giving notice in writing to the Secretariat. The Secretariat shall then notify the Board of the resignation.

#### **29 § Expulsion**

A Member that intentionally violates the Rules and decisions of the Section or in any other way acts in a way that is deemed incompatible with the general spirit of the Section, can – by a decision of the Board, be expelled from the Section on the ground of being disloyal. Before such a decision is made, the Member shall always be given an opportunity to be present an explanation.

#### **30 § Resignation**

Resignation takes place at the end of the fiscal year, which occurs after a notice of resignation has reached the Secretariat or the Board has taken a decision regarding expulsion.

#### **31 § Re-entry**

A Member, who has resigned or been expelled, can after a renewed membership application be granted to re-enter the Section. In the case of a previous expulsion, the application shall be a tried by the Board. The Board is entitled to state specific terms for a re-entry.

### **- Rules -**

#### **32 § Alterations of Rules etc**

These Rules may be altered by decisions made by the Section. Proposals regarding such alterations shall be submitted to the Board prior to the issue can be handled at the next General Section Meeting. If the Board dismisses the proposal, a voting supported by no less than two thirds of the General Section Meetings participants is required. Proposals put forward or supported by the Board require a simple majority voting by the General Section Meetings participants.

#### **33 § Validity**

The Rules of the Section is valid when approved according to § 32 stated above. As of the same date previously valid Rules are made void.

### **- Signing of the Organization -**

#### **34 § Authorization**

The person authorized to sign for the organization is appointed by the Board.

### **- Auditing -**

#### **35 § Annual Report**

The Annual Report as well as the Board's administration and management of the Section are, when applicable, put under the jurisdiction of the Swedish legislation regarding economic associations. (Svensk Lag om ekonomiska föreningar)

#### **36 § Auditor**

The Auditor reviews the Annual Report, the accounts of the Sections activities as well as the Board's administration and management of the Section. The Auditor is appointed by the General Section meeting.

**37 § Financial year**

The Sections financial year corresponds to the calendar year.

**- Discontinuation -****38 § Discontinuation**

A decision regarding discontinuation of the Section is valid if all of the present Members attending a General Section Meeting supports the motion or if such a decision is taken at two following General Section Meetings (No more than one being Special) and the quorum of the latest Meeting amounts to seventy-five (75) per cent of the Members present. If a decision is reached, where the Section's activities are to be closed down, in part or in full, the General Section Meeting has to decide how the Board shall handle remaining funds.

**- Dispute -****39 § Dispute**

Disputes involving the Section on one side and the Board, individual Members of the Board or individual Member on the other shall be settled by arbitration by three (3) persons in accordance to the Swedish legislation regarding arbitrators. (Svensk Lag om skiljemän).

**- Other Matters of Concern -****40 § Other Matters**

Other matters of concern regarding the administration and activities that involves the Section, the General Section Meeting, the Board, individual Members of the Board or Member and that is not regulated in these Rules, are put under the jurisdiction of the Swedish legislation regarding economic associations (Svensk Lag om ekonomiska föreningar).