

Case no: COR10093

**Circular on Elections for the
Board of Directors and Collegiate Bodies
at
Copenhagen Business School
Handelshøjskolen
(CBS)**

Pursuant to s. 26 of the Bylaws of Copenhagen Business School, Handelshøjskolen, of 20 June 2012¹ the President has laid down the rules below for elections to the Board of Directors, Academic Council, study boards, and PhD committees at CBS:

- I. The holding of the election
- II. Rules regarding campaigning and assistance hereto
- III. Election classes and eligibility, elections to the Board of Directors and the collegiate bodies, nominations and election results
 - A. Election classes and eligibility
 - B. Elections to the Board of Directors and the collegiate bodies
 - C. Nominations
 - D. Election results
- IV. Substitute elections
- V. Exemption

Part I **Balloting**

1. The President shall appoint an election board with representatives of the stated election classes in s. 28, and a chairman of the Election Board.

(2) The President shall provide the Election Board with necessary administrative assistance.

2. The Election Board shall on behalf of the President organise and hold elections and ensure that election rules are complied with.

(2) The Election Board shall publish information on deadlines and procedures through the channels of information specified in Information about Election 2012 for the year in question.

3. The Election Board shall prepare electoral lists of the persons eligible for election. The list shall be published in time for any objections to be raised. Limits for the publication of the lists and for the period of objection shall be decided. After expiry of the period of objection, no changes to the lists may be made, but the Election Board shall, where reasonably practicable, correct actual errors, which may be brought to their attention.

4. All elections shall be held as elections by proportional representation between lists. It is possible to form coalition lists between lists, electoral pacts between lists and coalition lists, and between coalition lists.

(2) All balloting shall be secret and in writing. Voting may be by postal vote, balloting in person, or electronic balloting.

¹ The Bylaws of Copenhagen Business School (Handelshøjskolen) shall hereinafter be referred to as "the Bylaws". Copenhagen Business School (Handelshøjskolen) shall hereinafter be referred to as "CBS".

5. Nominations of candidates shall be reached by the Election Board within a specified time limit. The Election Board shall publish the nominations within 7 business days, excluding Saturday, after the expiry of the time limit. A time limit for nominations of coalition lists and electoral pacts shall also be determined. This time limit shall not be shorter than 2 business days, excluding Saturday, after the publication of the nominated lists.

(2) Any objections to the nominations shall be put forward in writing to the Election Board no later than a specified deadline.

6. The Election Board shall decide if voting cards used for balloting in person and postal vote are valid. The following criteria shall apply to the voting cards: below:

- 1) Voting cards with only one tick mark shall be accepted.
- 2) Voting cards with a tick mark for a candidate and a tick mark for the list on which the candidate appears shall be accepted as a personal vote.
- 3) Voting cards with tick marks for several candidates on the same list shall be accepted as a vote for the list.
- 4) Voting cards with tick marks for two or more lists shall not be accepted.
- 5) Voting cards with marks of deletion or erasure of a tick mark and one or more new tick mark(s) shall be accepted if both the deletion and the new tick mark(s) meet the requirements of this circular.
- 6) Voting cards with markings or other distinctive features shall not be accepted.
- 7) Voting cards with ambiguous tick mark(s) or similar shall be accepted if any distinctive features are assumed to be caused by neglect, whereas voting cards shall not be accepted if the distinctive feature is assumed to be intentional, or if the mark resembles a letter.
- 8) Voting cards with distinctive features, which give cause to believe that they have not been distributed by the Election Board, shall not be accepted.

7. If the number of nominees does not exceed the number of vacancies in the election to the Board of Directors or any other body, the balloting shall be cancelled, and the candidates shall be declared elected.

(2) In so far as all candidates have been nominated on the same list, and the list is closed, balloting shall also be cancelled. The candidates shall then be regarded as having been elected in the order in which they are listed. The persons who have not been elected shall be substitutes in the order of which they are listed.

8. If, as a result of the election, it is ascertained that the necessary number of representatives from election class I or election class II has not been elected for the Board of Directors or a collegiate body, the Election Board shall immediately after the election and before the publication of the results draw lots between the non-elected persons eligible to determine who shall join the Board of Directors or, for election class I, the collegiate body, and who shall be substitutes, as it is up to the Election Board to decide the number of substitutes.

(2) The President may decide not to draw lots in an election where the sufficient number of members from election class I or II has not been elected to the Board of Directors or a collegiate body. In such case, the President may appoint the remaining number of members on the recommendation of the Election Board.

9. After the election, the Election Board shall publish the result on the CBS Intranet (now CBSshare and e-Campus).

10. A person eligible for election who wishes to file a complaint in connection with the elections must within 5 business days, excluding Saturday, after the publication of the election submit the complaint in writing to the Election Board.

(2) If a complaint is accepted, and the decision has direct implications for other persons eligible for election, those persons shall be informed about the decision and about the fact that they shall be entitled to complain within 5 business days, excluding Saturday, after the information has been made public.

11. If no complaints have been received by the expiry of the time limit, the paper voting cards and the electronic ballots shall be destroyed. If a complaint has been received, neither the paper voting cards nor the electronic ballots may be destroyed until final settlement of the case.

Part II

Rules regarding campaigning and assistance hereto

12. Candidates are to campaign in a fair and decent manner.

(2) Students and employees cannot take part in breaking the secrecy of the polls or take part in breaking the election rules including this circular).

(3) Candidates are not allowed to circulate e-mails via the university mailing lists without any prior permission from the President.

(4) In connection with the campaign, candidates must observe the rules for hanging posters at CBS and CBS' rules for staying in CBS' buildings.

(5) Violation of (1)-(4) may result in the annulment of a candidature or an election result.

Part III

Election classes and eligibility, elections to the Board of Directors and the collegiate bodies, nominations and election results

A. Election classes and eligibility

13. "Eligible" designates persons who shall be entitled to vote and be nominated as candidates.

14. There are 3 election classes:

Election class I: Academic staff.

Academic staff employed at CBS as full-time professors, associate professors (with or without research obligations), assistant professors, postdocs, full-time PhD students, and others employed at CBS on the basis of an academic assessment and with an average weekly working time of at least 20 hours.

Election class II: Technical-administrative staff.

Technical-administrative staff employed at CBS with at least 15 working hours a week.

Election class III: Students enrolled in full-time degree programmes, part-time programmes and Open University at CBS.

All enrolled students shall belong to this election class with the following exceptions:

- 1) Students enrolled in part-time programmes, including Open University, shall only be included in the election class if they are enrolled in 2 courses or a standard programme with the duration of 20 hours on BSc or MSc programmes or master's programmes, or are enrolled in 2 modules of the business language degree programmes.
- 2) PhD students belong to election class III in elections to PhD committees. In elections to the Board of Directors and all other bodies, full-time PhD students shall belong to election class I, cf. provision on election class I.
- 3) Students enrolled in both day-time and part-time programmes including Open University shall be eligible for both relevant study boards in so far as they meet the requirements for students enrolled in part-time programmes, including Open University.

15. Persons who on the first date of the month in which the elections are called and also at the time when the elections are held belong to the classes mentioned in s. 14, shall be entitled to vote and be eligible candidates if they are listed on the electoral list.

(2) PhD students elected for election class I shall retain their eligibility after completion of their studentship if they, in immediate continuation, become employees in academic positions at CBS.

16. Eligibility shall be for one election class only during the same election. Persons who meet the requirements of several election classes shall within a specified time and in a way determined by the Election Board give notice of which class they wish to be eligible for. If not, the Election Board shall make the decision.

(2) Persons who on the first date of the month in which the elections are called and also at the time when the elections are held have been granted leave of absence of a duration of one year or less, provided that they return to CBS, shall be eligible for election.

(3) If a leave of absence lasts longer than 1 year, an application for eligibility may be made to the Election Board, which then will consider the application upon specific assessment.

B. Elections to the Board of Directors and the collegiate bodies

17. Pursuant to s. 5 of the Bylaws, the Board of Directors shall consist of 11 members of which 6 are outside persons. 2 representatives by and among the academic staff including full-time research degree students shall be elected for election class I for a period of 4 years. 1 representative by and among the technical-administrative staff shall be elected for election class II for a period of 4 years. 2 representatives by and among the students shall be elected for election class III for a period of 2 years, so that one student is elected for a period of 2 years in even years, and one student is elected for a period of 2 years in uneven years.

18. The Academic Council consists of 13 members, cf. s. 11, (1) of the Bylaws and the President is permanent chairman. 9 representatives shall be elected by and among the

academic staff including full-time research degree students for a period of 3 years, and 3 representatives shall be elected by and among the students for a period of 1 year.

(2) 2 observers among the technical-administrative staff to participate in the meetings of the council with a right to speak, but not a right to vote shall be elected for a period of 3 years.

19. Pursuant to s. 18(1), the President shall determine the number of members of the individual study boards, however, at least 4 and no more than 10 members. In elections for study boards, an equal number of representatives shall be elected by and among the academic staff and by and among the students. The representatives of the academic staff shall be elected for a period of 4 years. The representatives of the students shall be elected for a period of 1 year.

(2) The following shall apply to study board elections:

- 1) Full-time students are eligible for the study board of the programme in which they are enrolled, while part-time students and students at Open University are eligible for the study board of the programme in which they are enrolled, if they comply with the provisions of s. 14. A student who is enrolled in a full-time and a part-time programme will thus be entitled to vote for both study boards, but only eligible for one.
- 2) If the election does not relate to PhD committees, eligibility for election class I shall be determined in such a way that the academic staff including full-time PhD students shall be entitled to vote for study boards of programmes where the department or centre to which they belong is responsible for the teaching in at least one course. A member of the academic staff, however, shall only be nominated for one study board.
- 3) For master's programmes offered in cooperation with other universities or other higher education institutions, the CBS Board of Directors may decide that the representatives of the academic staff in the study board may include academic staff or teachers employed at such institutions.

20. Pursuant to s. 23(1), the President shall determine the number of members of the individual PhD committees, however, at least 4 and no more than 12 members. In elections for PhD committees, an equal number of representatives shall be elected by and among the academic staff and by and among the research degree students. The representatives of the academic staff shall be elected for a period of 4 years. The representatives of the research degree students shall be elected for a period of 1 year.

(2) The following shall apply to PhD committee elections:

- 1) Eligibility for election class I shall be determined in such a way that the academic staff shall be entitled to vote for PhD committees of the doctoral school where the department or centre to which they belong is affiliated. A member of the academic staff, however, shall only be nominated for one PhD committee.
- 2) The eligibility for election class III shall be determined in such a way that research degree students and fellows are eligible for the PhD committee of the doctoral school in which they are enrolled.

C. Nominations

21. Lists of nominations, signed by the candidates who by their binding signature declare their willingness to be elected, shall be submitted to the Election Board. The nominations shall also contain the binding signatures of 5 nominators among those eligible within the election class. Nobody shall be entitled to nominate more than one list of candidates in an election for the same collegiate body or the Board of Directors. A candidate shall be entitled to put forward the list on which he/she is nominated.

(2) A list may contain fewer names than the number of candidates to be elected. In so far as it is possible, the list should, however, contain more than one candidate. To limit the number of by-elections, cf. s. 27(2), it should be encouraged that as many candidates as possible are nominated on a list, so that the list itself is able to propose substitutes.

(3) No candidate can be nominated on more than one list of candidates in the election for the same collegiate body or the Board of Directors.

(4) If it is not apparent that the list of nominees is an open list, the list shall be regarded as a closed list.

22. Formation of coalition lists and electoral pacts, cf. s.4(1), shall be accepted by all candidates on the list by written notice to the Election Board.

D. Election results

23. The result of an election shall be determined by counting the number of seats, which each candidates list has received. If electoral pacts or coalition lists that are not included in any electoral pacts have been nominated, the number of votes shall be added up for the list of candidates that have entered into electoral pacts or coalition lists. The number of votes for each electoral pact, coalition list, or list is divided by 1, 2, 3, 4, 5, etc, until each number of votes has been divided the number of times that correspond to the highest number of seats which the electoral pact, coalition list, or list shall be entitled to. The highest quotient shall entitle the electoral pact, coalition list, or list the right to the first seat, the second highest quotient shall entitle the electoral pact, coalition list, or list the right to the second seat and so forth until the number of seats to be filled has been distributed among the various lists of nominees and electoral pacts (coalition lists). If several electoral pacts, coalition lists, or lists have obtained the same quotient, and there are too many to be elected, the remaining seats shall be decided by drawing lots. The draw shall be performed by the chairman of the Election Board at an Election Board meeting.

(2) The distribution of the mandates which have gone to the lists of an electoral pact and coalition lists, or which have gone to the lists of a coalition, takes place in pursuance to the same rules as stated in (1).

24. The result of which candidates have been elected on a closed list shall be obtained as follows: The number of personal votes on each list shall be added to the number of list votes and divided by a figure one higher than the number of seats accrued to the list. The resulting number is then raised to the nearest whole number, and this is designated as the distribution figure for the list in question. The number of list votes needed to achieve the distribution figure is then added to the number of personal votes obtained by the first candidate on the list. The remaining list votes are then added to the personal votes obtained by candidate number two on the list until the distribution number is obtained. This shall also apply to the other candidates in the order

their names are stated on the list. When all list votes have been distributed among the candidates of the list, the candidates who have obtained the distribution number or who by personal votes have obtained a number equal to or larger than the distribution figure shall be declared as having been elected in the order in which they appear on the list.

(2) If, in this way, it is not possible to elect all the members who shall be elected, the ranking of the remaining candidates depends on the number of votes obtained (the total of personal votes and list votes). If two candidates have obtained the same number of votes and only one of them can be elected, the candidate who is number one on the list shall be elected.

(3) The candidates on a list that have not been elected shall be regarded as substitutes for those elected from the same list in order specified in (2). If the nominees list has been exhausted, substitutes from any coalition lists shall be elected under the same guidelines as specified in (2) or, if the list is an open list, pursuant to the provisions of s. 25.

25. If a list of nominees is an open list, the result of the election shall be determined solely on the basis of the personal votes obtained.

(2) If two or more candidates have obtained an equal number of votes, and they cannot both or all be elected, the ranking of candidates shall be decided by drawing lots. This shall be done by the Chairman of the Election Board at an Election Board meeting.

(3) After the ranking of the candidates has been determined, the number of candidates to which the list is entitled pursuant to s. 23 shall then be regarded as having been elected. The candidates who have not been elected shall be regarded as substitutes by means of the same calculation method. If the list of nominees has been exhausted, substitutes shall be elected pursuant to the provisions of s. 24, last sentence.

26. If the number of candidates to be elected on a list exceeds the number of candidates on the list, the additional mandate(s) shall be transferred onto any coalition list, which may have been formed with another list. If the list is in coalition with several lists, the exceeding number of mandates goes to the other list according to the rules in s. 23. If the list is not in coalition with any other lists, the exceeding number of mandates shall be transferred onto the list(s) or coalition lists with which the list may have an electoral pact pursuant to the same provisions. In so far as a coalition list has obtained more seats than the number of candidates on the lists of the relevant coalition list, the additional seats shall be transferred onto the coalition lists or lists with which the exhausted coalition may have an electoral pact pursuant to the same provisions. In so far as a list, a coalition list, or an electoral pact has been exhausted pursuant to the above rules, the seats shall be transferred onto the list of the other lists, coalition lists, or electoral pacts, which come closest to meeting the requirements, cf. s. 23.

Part IV

By-elections

27. In so far as a seat (employee or student) on the Board of Directors or in a collegiate body becomes vacant during the election period, and there are no more substitutes on the list (directly, through coalition lists, and electoral pacts), the vacant position shall be transferred to the list, which comes closest to meeting the requirements, cf. s. 23.

(2) In case of any vacancies on the Board of Directors or collegiate body during the election period, and if no sufficient number of substitutes has been nominated to make the Board of Directors or the relevant collegiate body complete, a by-election shall be called. Information on any vacancies, which require the calling of by-elections, shall be submitted immediately to the Election Board and the organisers of the calling of elections. On the authority of the President, the chairman shall decide if conditions for a by-election exist.

(3) Elections may be called on the basis of the electoral list prepared for the most recent ordinary elections, supplemented by the persons eligible for election who request that they be included on the list within a specific time limit.

(4) The provisions for ordinary elections shall also apply to by-elections.

28. If new bodies are established during the election period, extraordinary elections for such bodies shall be called, cf. s. 27(2) of the Bylaws. The term of office for the elected members shall then run until the next ordinary election term.

(2) The provisions for ordinary elections shall also apply to extraordinary elections.

Part V

Exemptions

29. In specific cases the President may approve deviations from these provisions in so far as these provisions have not been laid down in the University Act or the Bylaws.

Approved by the President of the Copenhagen Business School - Handelshøjskolen on
xx 2012.

Per Holten-Andersen
President