

**Standard rules of procedure for
study boards at
Copenhagen Business School
CBS
Handelshøjskolen**

December 2024

In pursuance of S. 9, (4), (xiii) of CBS' Bylaws, the President shall lay down standard rules of procedure for study boards at CBS.

Part 1 – Constitutive meeting and composition of study boards

S. 1 The study board shall consist of a maximum of ten members, including an equal number of faculty and student representatives, respectively.

(2) At the first meeting after new elections, the new study board shall have a constitutive meeting. The departing chair shall convene and chair the meeting until a new chair has been elected. If the departing chair is prevented from attending the meeting, a proxy shall be appointed by the chair.

(3) At the constitutive meeting, the study board shall elect a chair among the elected full-time faculty representatives.

(4) At the constitutive meeting, the study board shall also elect a deputy chair from their own number among the student representatives. The deputy chair shall participate in the planning of the study board's work.

(5) The election of the chair shall be overseen by the departing chair. As soon as the chair has been elected, the chair shall assume the chairpersonship and a deputy chair and chair proxy shall be elected pursuant to (3).

(6) At the constitutive meeting in the years where newly elected faculty as well as student representatives are present, the study board shall recommend a head of studies to the Dean of Education. The head of studies shall be appointed by the Dean of Education for a period of 4 years; however, the study board shall be entitled to recommend the Dean of Education to remove a head of studies during the term of office.

(7) The Dean of Education shall approve the election of the chair and proxy as well as deputy chair.

Part 2 – Responsibilities

S. 2 The study board shall assume the responsibilities following from the University Act and Bylaws of CBS.

S. 3 In case of standard practice routine cases, the study board shall be entitled to delegate powers of decision to administration, cf. part 6.

Part 3 – Meetings and written case management

S. 4 The study board shall carry out its efforts through meetings, however, cf. (2). In principle, ordinary meetings shall take place at CBS. The study board shall make a meeting plan every semester. At least 4 ordinary meetings should be held every semester.

(2) No later than 5 business days before every ordinary meeting, the chair shall send out an agenda for or a cancellation of the meeting to the members. The chair and

deputy chair shall participate in the planning of the study board's work, including proposals for the agenda. The agenda or the cancellation shall be published on the student intranet. A supplementary agenda can be sent out no later than 2 days before the meeting.

(3) If a member requests written management of a case no later than 8 days before an ordinary meeting, the chair shall place the case on the agenda for the meeting in question.

(4) The chair shall ensure that the members are able to assess the cases on an informed basis. If the members do not receive the necessary material with the agenda for the ordinary meeting, the agenda shall specify when the material will be sent out or distributed.

S. 5 Extraordinary meetings shall be convened if deemed necessary by the chair. Moreover, extraordinary meetings shall be convened if one third of the study board members make this demand. The meeting can be requested to be held no later than 8 days after the requirement has been made.

(2) Extraordinary meetings shall be convened with a notice of at least 24 hours. The notice shall indicate the agenda items and include the information necessary to assess the cases.

S. 6 If all members agree, cases can be decided by written proceedings. To inform this, a proposed resolution shall be sent out accompanied by the necessary information to assess the case. The chair shall specify a deadline for providing feedback. The members shall indicate whether they agree to proceed with this method of case processing and if so, whether they agree with the proposed decision for the case. Any member shall be entitled to request a reopening of the case processing before the deadline. In this case, the chair shall ensure to place the reopening of the case at the next ordinary meeting.

S. 7 The study board shall be entitled to invite non-members to participate in the study board meetings as observers to a further specified extent. Observers shall not be entitled to speak or vote.

S. 8 Study board meetings shall be public; however, the study board shall be entitled to decide to process some case items behind closed doors if deemed necessary due to the nature of the case or other circumstances. Doors shall be closed in cases where it is necessary to keep information confidential to protect significant public or private interests.

(2) If the study board finds that their negotiations are interrupted, the study board shall be entitled to exclude one or more observers. If necessary, the doors can be closed for the rest of the meeting.

(3) Doors shall be closed in cases where it is necessary to keep information confidential to protect significant public or private interests. which means that the following cases, including but not limited to, shall be processed behind closed doors:

- Exemption cases as far as named persons are concerned.
- Cases presented to the study board for a statement or for information and which pertain to personal or financial interests.
- Cases that could harm CBS' financial interests.

(4) Questions as to whether a case justifies closed doors shall be discussed behind closed doors in advance if decided by the chair or a majority of the members.

(5) The study board shall be entitled to allow observers to attend the case processing behind closed doors.

(6) In cases which, pursuant to (3), are processed behind closed doors, members and observers shall be under secrecy.

S. 9 To the extent the study board delegates their competence to committees pursuant to s.18, the provisions of s.8 shall also apply to such committees.

Part 4 – Quorum, chairing and case management

S. 10 The study board shall be quorate when at least half of the members of the board is present.

(2) The study board meetings shall be chaired by the chair who shall decide in all questions pertaining to the chairing of the meeting.

(3) The cases shall be processed in the order in which they have been added to the agenda.

(4) The study board shall be entitled to decide to add new items to the agenda and decide to deviate from the order in which the cases are processed.

(5) Decisions in cases not listed as independent items on the released agenda shall only be made if none of the present members object against this.

(6) Decisions in cases not listed as independent items on the released agenda for an extraordinary meeting shall only be made if all members of the board are present and none of the members object against this.

S. 11 The study board's decisions shall be made by a simple majority.

(2) In cases where the chair considers the outcome of a vote predetermined, the chair shall be entitled to declare the matter decided, providing their assessment of the case outcome. If none of the members demand a vote, the case shall be decided as presented.

(3) Votes shall take places by a show of hands or roll call. In special cases voting may take place in writing.

(4) The chair shall formulate the proposals that are put to vote; however, the chair shall be entitled to request that proposals or proposed amendments made by the members are formulated in writing. A member shall always be entitled to request that a proposal they have presented and formulated be put to a vote.

S. 12 A decision shall only be made in cases that have been placed as an independent item on the published agenda, however, urgent case decisions can be made even though they have not been added to the agenda, provided that none of the members object to this.

(2) In cases where the head of studies is not a member of the study board, the head of studies shall participate without the right to vote. This also applies to cases processed behind closed doors.

(3) In cases where any third parties may have significance for the process, the study board shall be entitled to invite them to the meeting to participate in the processing without the right to vote. This also applies to cases processed behind closed doors.

(4) If more than two mutually exclusive main proposals are made, each proposal shall be put to a vote in the order in which they have been presented. If proposed amendments are made to a main proposal, the proposed amendment shall be put to a vote first. If multiple proposed amendments are made to the same main proposal, the most extensive shall be put to a vote first. If proposals are made to adjust proposed amendments, they shall be put to a vote as described in (4), sentence 2 and 3.

S. 13 Any member of the study board can request a short break during the meeting.

Part 5 – Obligation to attend, legal capacity and summoning substitutes

S. 14 The members shall be obliged to participate in the study board meetings.

(2) Members prevented from participating in a meeting shall inform the chair hereof in advance of the meeting. The meeting minutes of each meeting shall include the members who have been absent.

(3) Members shall only be entitled to participate in board voting when physically present, however, cf. S. 9.

S. 15 A member shall inform the chair of any circumstances that could cast doubt on their impartiality, preferably in advance of the meeting whenever possible.

(2) In case of doubt, the study board shall decide whether the member shall be entitled to participate in the case processing in question. If the member is not eligible to participate in the processing, the chair will convene the substitute of the member, if one is available.

S. 16 If a member is absent at least 2 months due to illness, research or study visits abroad, etc. and is not able to participate in the work of the study board, the chair shall convene the substitute to replace the member during the absence period. The chair shall decide whether the conditions for the entry of substitutes are met. The elections secretariat shall be informed of decisions pertaining to the entry of substitutes.

(2) Should a member lose their eligibility, the member shall resign from the study board. In case of absence, the member shall only design during the absence period.

S. 17 If the study board has a vacant seat, and an insufficient number of substitutes have been elected or appointed for the study board to be complete, the study board shall recommend to the President whether the vacancy shall be filled through a by-election or deferred until the next ordinary election.

Part 6 – Delegation

S. 18 The study board shall appoint exemptions and credit transfer committees. The committees shall have the same proportional composition as the study board. The members of the committees shall also be members of the study boards.

(2) Decisions of general importance and determination/amendment of practice shall not be delegated. Moreover, decisions cannot be delegated to such an extent that the study board is effectively rendered superfluous.

S. 19 The study board can appoint advisory committees; however, these cannot be delegated powers of decision.

S. 20 In case of standard practice routine cases, the study board shall be entitled to delegate powers of decision to administration.

S. 21 Urgent cases that cannot wait for a study board meeting shall be decided by the head of studies or the chair.

Part 7 – Minutes, etc.

S. 22 The decisions of the study board shall be documented in the meeting minutes. The meeting minutes shall be approved in writing or presented for approval at the next meeting. Any member shall be entitled to have their minority view recorded in the minutes.

(2) Approved minutes shall be required by administration provided that the decisions do not fall under professional secrecy. The minutes shall be sent to the head of studies if the head of studies is not member of the study board and study directors and programme coordinators for the diploma programmes (HD).

(3) The chair of the study board is responsible for ensuring proactive communication regarding the board's activities.

S. 23 Any member and individuals convened in pursuance of s. 16 (1) shall be entitled to request their minority view be recorded in the minutes. In cases involving other authorities they shall also be entitled to request that this authority is provided with the minutes. The member in question shall be entitled to accompany the case with a justification for their viewpoint.

(2) The minutes shall include information on the decisions made under each agenda item along with the results of any votes held.

(3) The chair of the study board in collaboration with CBS' administration shall be responsible for the processing of the cases falling under the study board. All inquiries targeted authorities outside the institution shall go through the President's office.

Chapter 8 – Questions pertaining to the understanding of the procedures

S. 24 Each member shall be obligated to comply with the decision of the chair in terms of the understanding of these rules of procedure. Should two members request so, the decision of the chair shall be put into a vote. Questions pertaining to the understanding of these rules of procedure must be presented to the President.

Copenhagen Business School 10 December, 2024


President