

# **Rules of Procedure of GSO-MI MBA Alumni e.V.<sup>1</sup>**

## **Article 1 Scope**

“GSO-MI Alumni e.V.” enacts these Rules of Procedure for the holding of Members’ Meetings, Committee Meetings and conferences (hereinafter referred to as meetings).

## **Article 2 Convocation**

The convocation of meetings is oriented to Article 7 of the Statutes and initiated in writing by the Chairperson; the agenda is to be attached/enclosed.

## **Article 3 Quorum**

1. The quorum of the Members’ Meeting is oriented to Articles 7 and 9 of the Statutes.
2. The Committee has a quorum if at least three of the Members are present following a duly made invitation. The transfer of voting rights is not permitted.
3. If a meeting has been dissolved due to lack of a quorum, a new meeting is to be convened within one month; at this meeting, only the agenda items still outstanding are to be dealt with.

## **Article 4 Chairing of the meeting**

1. The meetings are opened, chaired and closed by the Chairperson (hereinafter referred to as Chair of the Meeting).
2. If the Chair of the Meeting and his or her representatives in accordance with the Statutes are not able to attend, the Members present shall appoint a Chair of the Meeting from among those in attendance. The same applies for discussions and consultation concerning the Chair of the Meeting personally.

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<sup>1</sup> This document is a translation of the German original. In cases of interpretation or dispute, the German original shall take precedence.

3. The Chair of the Meeting is invested with all the powers necessary for maintaining order. If orderly conduct of the meeting is endangered, the Chair of the Meeting can in particular order someone to discontinue speaking, exclude individual Members on a temporary basis or for the entirety of the meeting, order a temporary stoppage or the dissolution of the meeting.

The meeting shall decide on objections, which are to be raised directly without giving a reason, with a simple majority without discussion.

4. After opening the meeting, the Chair of the Meeting shall verify the correctness of the convocation, the list of attendees and the voting rights, and announce the agenda. The verifications can be delegated.
5. The individual agenda items are discussed and voted on in the given order.

### **Article 5**

#### **Granting speakers the floor and order of speaking**

1. A list of speakers is to be compiled for each agenda item. The speakers are to be entered in the order in which they shall speak. The list of speakers may not be opened before the start of the discussion.
2. The Chair of the Meeting shall grant the floor for discussion. The speakers shall be granted the floor in the order of the list of speakers.
3. Meeting attendees must leave the meeting room if agenda items are dealt with that concern them personally in a material manner.
4. In all cases, the Chair of the Meeting can speak without regard to the list of speakers.

### **Article 6**

#### **Granting of the floor for points of order**

1. The floor shall be granted for points of order without regard to the order of the list of speakers when the previous speaker has finished speaking.
2. If necessary, the Chair of the Meeting can raise a point of order and interrupt speakers at all times.

### **Article 7**

#### **Motions**

1. Motions on the agenda and other motions concerning the Members' Meeting can be submitted by each Member or the Full Committee. Motions addressed to the other bodies can be submitted by the Members of the corresponding bodies with voting rights

and by those Members of the corresponding bodies who are acting in an advisory capacity.

2. All motions must be submitted in writing with corresponding justification at least three weeks before the Meeting. Motions that are not signed shall not be dealt with.

Motions must be submitted to one or more Members of the Full Committee; the recipient(s) of a motion are obliged to forward the motion to the Chair of the Meeting.

3. Motions that result from discussion of a motion and improve, shorten or expand this motion are permitted without any appraisal of their urgency.

### **Article 8**

#### **Urgent motions**

1. Motions concerning issues that are not on the agenda are regarded as urgent motions and can only be discussed or decided upon with the approval of a two-thirds majority of the Members present.
2. The urgency of a motion is to be voted on immediately, without regard to the list of speakers, once the mover of the motion has spoken. An opposing speaker is to be permitted.

### **Article 9**

#### **Motions regarding the Rules of Procedure**

1. Motions regarding the Rules of Procedure, closure of the debate or limitation of speaking time must be voted upon immediately without regard to the order of the speaker list and after the mover of the motion and the opposing speaker have spoken.
2. Speakers who have spoken on the matter at hand are not permitted to put forward a motion requesting closure of the debate or limitation of the speaking time.
3. Prior to voting on a motion requesting closure of the debate or limitation of the speaking time, the names of the speakers still on the list of speakers are to be read out.
4. If the motion is passed, the Chair of the Meeting grants the floor upon request solely to the mover of the motion or to the person delivering a report.

### **Article 10**

#### **Voting**

1. Prior to voting, each motion is to be read out again by the Chair of the Meeting.

2. If several motions have been submitted regarding a matter, the motion with the widest impact is to be voted on first. If there are doubts as to which motion has the widest impact, the Chair of the Meeting shall decide.
3. Additional motions, extension motions and submotions regarding a motion are voted on separately.
4. Voting is to be open. However, the Chair of the Meeting can order a vote to be conducted in secret. The Chair of the Meeting must do this if a corresponding motion is passed. This motion must be supported by at least ten Members with voting rights at the Members' Meeting.
5. Once voting has started, it is no longer permitted to grant the floor to anyone wishing to speak on the matter.
6. In the event of doubts about the voting, however, the Chair of the Meeting can speak out and provide information.
7. Unless stated otherwise in the Statutes, all votes shall be decided by simple majority of the votes cast.
8. Open votes upon which doubts are cast must be repeated in secret upon passing of a corresponding motion.

## **Article 11**

### **Committee elections and appointment of Cash Auditors**

1. The Full Committee of GSO-MI MBA e.V. is elected every two years by the Members' Meeting. Every Member of the Association is entitled to vote.
2. If a Member of the Full Committee leaves office before the end of his or her term of office, a successor is to be elected at the next Members' Meeting and shall hold this office until the next scheduled election of the Full Committee,
3. The election date is to be announced to all Members of the Association in writing by the incumbent First Chairperson at least two months before the election.
4. Together with the election date, the First Chairperson announces the name of the Election Officer and his or her deputy in writing. The Election Officer and his or her deputy are determined beforehand by the Full Committee in consultation with the people concerned from among all Members of the Association. The proposed Election Officer and his or her proposed deputy can reject the proposal of the Full Committee regarding the corresponding office in the event of serious reasons that lead to absence on the election date. In this case, a representative is to be appointed using the same procedure.
5. Candidates who wish to be elected to the Full Committee by the Members' Meeting shall report their candidacy to the Election Officer at least six weeks before the election date. A closing date for reporting candidacies will be announced two months before the election together with the election date. Candidates must have successfully completed

the MBA course at the GSO MI at the time of the election or be active students. Candidacies are to be announced in writing to the Election Officer. The announcement shall state the office for which the person is running and the willingness to serve in the respective office for the regular term of office in a conscientious manner. Together with their candidacy, candidates (applies just to candidates for the Committee) shall submit a summary (one DIN A4 page at maximum) of the goals that they would like to achieve during their term of office.

A candidate who does not receive the majority of votes for the office of First Chairperson can stand for the office of Second Chairperson during the Members' Meeting without observing the above closing date or other formalities.

Admission requirements:

Candidates for the office of First Chairperson must have successfully completed the MBA course at the GSO MI at the time of the election and have fluent spoken and written language skills in the language of the country in which the Association has its registered office.

Candidates for the office of Second Chairperson and for offices of the Extended Committee must be Association Members of GSO-MI MBA Alumni e.V.

All requirements are to be verified by the Election Officer.

6. The Election Officer shall inform all Members of the GSO MI MBA Alumni Association in writing about the candidates standing for election and their goals four weeks before the stipulated election date.
7. The Members' Meeting elects Committee Members in writing and in secret as a matter of principle. Members of the Association who are not able to attend the election in person are permitted to vote in writing by means of postal voting until one week before the election date at the latest; in this case, postal votes must be sent to the announced Election Officer. The closing date for postal votes shall be announced together with the election date two months before the election. When casting a postal vote, the name of the person casting the vote must be stated and the ballot paper must be signed. The Election Officer, who is subject to an obligation of secrecy, is responsible for making the votes received in writing anonymous and for including them in the election during the Members' Meeting.

Postal votes are permissible solely for the election of the First and Second Chairperson, not for other elections or votes.

Votes cast by way of postal vote are valid solely for the first ballot of the office for which the respective candidate originally intended to run.

8. During the election, the rights and obligations of the Chair of the Meeting are transferred to the Election Officer and his or her deputy.
9. Before the vote, each candidate (applies just to candidates for an office on the Committee) has the opportunity to present him- or herself and his or her goals to the Members' Meeting in a ten-minute speech. Candidates who not present in person due to urgent circumstances can be elected in absence.

10. The Election Officer and his or her deputy are responsible for verifying the voting rights of the persons present at the Members' Meeting, ensuring that the election is held in a legitimate manner (no disruption of candidates' speeches, election held in secret and in writing) and for counting and checking the votes cast.
11. The election winner is the candidate with the relative majority of votes.
12. The Election Officer announces the election results to the Members' Meeting and asks the election winners if they wish to accept election. The election results and confirmation of the validity of the election are to be noted in writing in the meeting minutes.

## **Article 12**

### **Area of accountability of the Committee**

1. The First Chairperson, represented by the Second Chairperson if the First Chairperson is unable to attend, is the executive member of the Committee. He or she represents the Association judicially and extra-judicially.
2. Legal acts and official documents that obligate the Association to performances in terms of property rights in excess of EUR 1,000 are to be signed under the name of the Association by the First and Second Chairpersons and by at least one further Member of the Committee.

## **Article 13**

### **Treasurer**

1. The Treasurer has to undertake the cash transactions and has account authorization for the account of the Association. The First and Second Chairperson can also receive account authorization.
2. Upon expiry of the financial year, the Treasurer shall close the cash journals and submit the accounts to the Cash Auditors for audit.

## **Article 14**

### **Minutes**

Minutes of the Meetings are to be compiled in accordance with Article 7.3 (of the Statutes).

## **Article 15**

### **Entry into force**

These Rules of Procedure enter into force in accordance with the decision of the Members' Meeting held on December 14, 2013.