

Tekniikan Akateemiset ry

Rules approved in the general council meeting on 25 March 2022

Please note, that this is a translation of the original rules document in Finnish. If there are discrepancies between the translation and the original document, the original rules document is considered to be valid.

RULES IN FORCEName, domicile and area of operation

1 § The name of the association is Tekniikan Akateemiset ry, in Swedish Teknikens Akademiker rf. It is registered in Helsinki and operates nationwide. The association operates in both Finnish and Swedish and uses Finnish as the language of minutes of meetings.

Purpose and operating method

2 § The purpose of the association is to serve as a common bond for Masters of Science (Technology), architects and other members, and to support their joint endeavours, to promote its members' joint interests, to promote the technical sciences, technology and the general preconditions for the development of industry, to promote expertise in the sector and work for the development of general financial preconditions of the country's economic life for the betterment of people and their living environment.

To pursue its purpose, the association is a member of the Tekniikan Akateemisten Liitto TEK ry union, which in these rules is referred to as the Union, and operates with the Union as the national association promoting its members' interests.

In collaboration with the Union, the association:

- 1) Conducts education, training, research and publication activities in line with its purpose;
- 2) Supports the technical sciences;
- 3) Takes initiatives and makes proposals to the authorities and organizations;
- 4) Promotes organized labour among people employed in technology;
- 5) Assists, instructs and supports its member associations in the association's purposeful operations;
- 6) Strives for collaboration with other national and international associations pursuing similar endeavours to the Union, as well as
- 7) Engages in other similar actions aimed at promoting its members' employment and other professional, societal, legal and educational interests.

The purpose of the association is not to generate profit or immediate financial gain for its participants through its activities.

Members

3 § Members of the association are annual members, student members, honorary members and organizational members.

Persons who have completed a third-level engineering degree, third-level architecture degree or Bachelor of Science in Technology degree in Finland may be accepted as annual members, with the right to participate in the association's activities and to vote. In addition, a person who has completed an equivalent-level foreign degree or who holds a degree or qualification equivalent to these degrees and who operates in a technical field may be accepted as an annual member. Annual members are required to commit to the association's rules and to the agreements binding the association.

A person studying for a degree which grants eligibility for annual membership may be accepted as a student member, with the right to participate in the association's activities but not to vote. Student members are required to commit to the association's rules and to the agreements binding the

association. Upon graduation, a student member is admitted as an annual member without submission of a separate application.

Upon the proposal of the board, the general council may invite a person to be an honorary member who, through his or her actions in a technical or industrial sector or other excellent merits, is worthy of such recognition, with the right to participate in the association's activities and to vote. The invitation must be supported by at least nine tenths (9/10) of the votes cast.

A registered association in a technical sector or other organization or foundation with legal personality who operates in this sector may be approved as an organizational member, with the right for its representative to participate in the association's activities and to vote. This representative must be a member of the association. The board establishes more precise regulations on organizational membership.

- 4 § A member may withdraw from the association by notifying the board or its chairperson in writing or by having a notification of the matter recorded in the minutes of the association's general meeting. Membership ceases immediately upon record of the withdrawal notification, but the obligation to pay membership subscriptions ceases only at the end of the withdrawal year.

A member who has significantly damaged the association through his or her behaviour inside or outside the association may be expelled by the general council on the proposal of the board. Expulsion must be supported by at least nine tenths (9/10) of the votes cast. Membership is dissolved with immediate effect, without a notice period, after the exclusion decision.

The board may expel a member who does not meet the membership conditions set out in these rules, as well as a person who has been a student member for seven (7) years who is unable to demonstrate active pursuit of his or her studies.

The association considers a member to have withdrawn from the association if the member does not pay his or her annual membership subscription by the end of the calendar year. In accordance with grounds decided by the board, the membership benefits of a member who has neglected his or her membership subscription payment obligation may be rescinded before expulsion enters into force.

- 5 § An annual member and organizational member of the association must pay an annual membership subscription, the level of which is established by the general council. For a clearly delimited group of annual members, which has a more limited right to the services and member benefits provided by the association, the general council may define a membership subscription level which differs from other annual members'. Honorary members and student members are exempt from membership subscriptions.

Given special reasons, such as retirement, unemployment, long-term illness, permanent residence outside the Nordic countries, recent advancement to annual membership, or another comparable reason, a member may, in accordance with grounds determined by the board, be exempt for a fixed period either in full or in part from membership subscriptions.

Association general meeting

- 6 § A general meeting of the association is held when the general council decides to convene it for a decision on matters pursuant to 15 § and 16 § of the rules.

An invitation to the meeting is sent at least two (2) weeks before the meeting by publication in newspapers determined by the board or, if they are not available, by sending an invitation to the members by letter. The meeting invitation must set out all the matters to be discussed at the meeting.

Dissolution of the association is decided at a general meeting of the association if this matter has been submitted to the general meeting for a decision in accordance with 16 § of the rules.

General council

- 7 § The general council decides on all other matters in the remit of the association's decision-making bodies pursuant to the Associations Act, apart from the matters in the remit of the association's general meeting pursuant to 6 §.

The general council has at least fifty (50) and no more than eighty (80) members in a manner pursuant to the voting and election regulations approved by the general council. To fill any possible vacant seats on the general council, deputy members shall be nominated in conjunction with the general council election, numbering at least one (1) and no more than twice the number of general council members, in the manner laid out by the voting and election regulations.

The annual members of the association are eligible to vote in accordance with their home municipality in electoral areas, the number and boundaries of which are defined in the voting and election regulation. An eligible voter is eligible to stand for election in his or her chosen electoral area. The number of general council members to be elected from the electoral areas is determined in such a way that one (1) member is chosen from each electoral area and the remaining members elected in proportion to the annual members' numbers in a manner defined in more detail by the voting and election regulation.

The general council members are elected by a proportional method in a member vote in accordance with the voting and election regulations electronically, by post or a combination of the two. The general council members' term of office is three (3) years from the start of the August following a member vote.

A proportional method election is carried out using candidate lists so that each vote is cast for a candidate on a certain candidate list, in which case the candidate receiving the most votes on each candidate list receives a quotient equal to the entire number of votes cast for the candidate list, the candidate receiving the second-most votes receives a quotient equal to half the number of votes cast, the third — equal to a third of the votes cast, and so on. The same principle is observed when determining candidates' final quotients on the basis of any electoral coalitions. The candidates are deemed elected in the order of the candidates' final quotients.

The voting and election regulations regulate electoral areas, electoral coalitions and other election-related matters in greater detail.

In addition to members elected at elections, seven (7) full student representatives and no more than seven (7) deputy members for them are elected to the general council. The association's local chapters in the university societies and the equivalent associations elect student representatives and their deputy members through a member vote, if possible from among the number of the student societies, for the next calendar year at a time. The student representatives' deputy members have speaking and attendance rights at general council meetings.

The members of the general council must be annual members of the association. If this condition is not met due to resignation or exclusion, or if a general council member dies during his or her term of office or is otherwise permanently unable to engage in the work of the general council, he or she will be replaced by a deputy member from the same electoral area who fulfils this condition in the voting and election regulations for the remainder of the term of office. Also, if a general council member states that he or she is temporarily unable to discharge his or her duties, he or she will be replaced by a deputy member in accordance with the same procedure for the duration of the inability. The association must be informed of temporary inability to attend at least two weeks before the meeting date. The changed composition of the general council is recorded at the start of the next general council meeting.

If a student member is permanently unable to discharge his or her duties, he or she is replaced by a deputy member. If a student representative announces that he or she is temporarily unable to

discharge his or her duties, he or she is replaced by a deputy member for the duration of the inability. The association must be informed of inability to attend at least two weeks before the meeting date.

8 § General council meetings are held as often as the board deems necessary, but no less frequently than two (2) times a year, with the spring meeting no later than April and the Autumn meeting no later than October–November. In addition, the general council assembles for its inaugural meeting in August–September of an election year. If the board so decides, members may also attend a general council meeting via a data connection or other technical aid.

The board must convene the general council if one fifth (1/5) of the general council or one fiftieth (1/50) of the association's annual members so demand in writing for the discussion of a certain matter. In such a case, the general council meeting must be held within two (2) months of the presentation of the demand.

The general council is convened by delivery to its members, at least two (2) weeks before the meeting, of a personal invitation by letter or electronically in the manner approved by the general council. The meeting invitation must set out all the matters to be discussed at the meeting.

Those members of the board which are not general council members, as well as the association's executive director and the association's responsible members of staff have attendance and speaking rights at general council meetings.

Insofar as possible, members of the association must be afforded an opportunity to observe the general council meetings.

General council meetings are chaired by the general council chairperson, or if he or she is unable to do so, by the vice chairperson, whom the general council elects from among its number.

The following matters are discussed at the general council spring meeting, as a minimum:

1. presentation of the financial statements, the board's operating report and the auditors' statement
2. decision to approve the operating report compiled by the board
3. decision to approve the financial statements and release the board members and other accountable persons from liability.

The following matters are discussed at the general council autumn meeting, as a minimum:

1. approval of the operating plan and budget for the next calendar year as well as determination of membership subscriptions for the next calendar year for each member group which is obliged to pay membership subscriptions
2. selection of auditors for the next calendar year pursuant to 12 §.

The following matters are discussed at the inaugural meeting of the general council:

1. election of a general council chairperson and deputy chairperson for the general council's period of office
2. nomination of an electoral committee to prepare elections during the general council's period of office
3. establishment of the number of board members
4. election of the chairperson of the board, other full board members and, from among their number, the first and second vice chairpersons and all personal deputy members.

The rules of procedure approved by the general council are observed at general council meetings.

Any necessary elections are conducted at general council meetings using the secret ballot. If the number of places to be filled equals the number of candidates, an election is not conducted and the candidates are deemed directly elected.

During elections, these rules and the electoral guidelines approved by the general council are observed.

Board of the association

9 § The board of the association consists of a chairperson and of at least eight (8) and no more than ten (10) other full members. A personal deputy member is selected for each board member. One board member, as well as his or her personal deputy member, must be a student member representative, whom the general council selects at its autumn meeting for each calendar year at a time, if possible from student representative candidates nominated in the student societies and other equivalent local chapters of the association at the time of the approval of the rules.

The executive director has attendance and speaking rights at board meetings.

The general council elects a chairperson of the board, other full members and deputy members at its inaugural meeting in an election year for a period of office of three (3) years which begins upon election and ends at the next general council's inaugural meeting. The chairperson of the board is elected in a separate election. If there is more than one candidate, the election is conducted by secret ballot and the candidate who receives more than half of the votes cast is elected. In the event of a tie, the winner is decided by lots.

The board members must represent the association's membership in a balanced manner. If one fifth (1/5) of the general council members present so demand, a board member election is conducted with observance of a group-specific proportional method. The procedure of this election is regulated in greater detail in the electoral guidelines approved by the general council.

The board members and deputy members must be individual members of the association's members. If this condition is not met due to resignation or exclusion, or if a board member dies during his or her term of office or is otherwise permanently unable to engage in the work of the board, the general council elects a new member to replace him or her for the remainder of the term of office.

If the chairperson of the board is unable to discharge his or her duties, the vice chairpersons elected by the general council in order of their number discharges his or her duties.

A quorum exists at board meetings when the chairperson of the board and one of the vice chairpersons is present and a total of over half the board. If a member of the board is unable to attend, his or her personal deputy member discharges his or her duties. In the event of a vote at a board meeting, each member has one vote and the opinion supported by the majority becomes the decision. In the event of a tied vote, the opinion of the chairperson of the meeting becomes the decision; however, in elections and secret ballot votes, the decision is made by lots.

The chairperson of the board chairs board meetings and ensures the association's activities conform to the Associations Act and these rules.

10 § The task of the board is to assemble the association's general meetings and general council meetings, maintain the member register and manage the Union's affairs, if they are not the remit of the association's general meeting or general council pursuant to these rules or the law.

The board may decide on the sale, exchange or mortgaging of the association's property.

The board may assign committees to assist it with the main areas of its operations for a period no longer than its term of office.

The board determines the tasks, composition and authority of the committees.

Executive director

11 § The executive director acts as the managing instance of the association's practical operations. The executive director serves as the supervisor of the association's personnel and his or her task is

responsibility for the association's direct leadership and finances in accordance with the board's decision. The executive director is selected by the board.

Employees and financial management

11 § a

The operating rules approved by the board regulate the employment of employees in greater detail.

- 12 § The association's accounts are concluded each calendar year and submitted to the auditors for inspection no later than 10 March, or no later than one month before the general council spring meeting. The auditors must return the accounts, with their statements, to the board two (2) weeks before the general council spring meeting.

To review the accounts, financial statements and administration of the association for the next accounting period, the general council selects at its autumn meeting one (1) auditor and deputy auditor. The auditor and deputy auditor must be auditors approved by Finland Chambers of Commerce. An auditing firm approved by Finland Chambers of Commerce may also be selected as auditor, in which case no deputy auditor is necessary.

Representation right

- 13 § The chairperson vice and chairpersons of the board, two together or one of them with a board-designated employee of the association, have the right to sign on behalf of the association. In addition, the executive director alone is entitled to sign on behalf of the association.

In addition, the board may on a case-by-case basis authorize two (2) of the association's employees to jointly sign on behalf of the association in accordance with the Contracts Act.

Clubs

- 14 § Members operating in a certain sector or geographical area may form among themselves unregistered clubs to keep abreast of and promote their sector and general technical development in the spirit intended by 2 § of these rules, if the board approves the establishment of such a club. The clubs must compile their own rules, which the board approves.

The rules of the clubs must state the name, purpose and requirements for club membership.

The club may issue statements related to its professional area, in which case the club's statement is signed by its chairperson or vice chairperson together with the secretary.

A club is obligated to inform the board of the regional club in advance of its statements.

Amendments to the rules

- 15 § The board proposes amendments of the rules to the general council. If at least three quarters (3/4) of the attendees at the general council meeting support amendments to the rules, the proposal is carried, unless the proposal concerns amendments to 15 § and 16 § of the rules.

If a proposal to amend these sections of the rules is supported by at least three quarters (3/4) at a general council meeting, the general council proposes amendment of these rules to a general meeting of the association. If at least three quarters (3/4) of attendees at two separate general meetings of the association, held at least one month apart, support the general council's proposal, it is carried.

Dissolution of the association

- 16 § A decision on dissolution of the association must be made using the same procedure as set out in 15 § for amendments to 15 § and 16 §.

Upon cessation of the association's operations, its assets shall be used for the benefit of Finnish technology, technical sciences or technical literature.

Rules approved in the general council meeting on 25 March 2022

Rules entered in the Finnish Register of Associations on 11 August 2022