

**Tekniikan Akateemisten Liitto TEK ry**

Rules approved in the general council meeting on 4 September 2020

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 force**Name, domicile and area of operation

- 1 § The association, in these rules “the Union”, is the Tekniikan Akateemisten Liitto TEK ry, in Swedish Teknikens Akademikerförbund TEK rf, and it is registered in Helsinki.  
The Union’s area of operations is all of Finland. The Union’s languages are Finnish and Swedish and the language used in minutes is Finnish.

Purpose and operating method

- 2 § The Union’s purpose is to serve as a national, professional and regional representative association for its members’ interests in professional, educational and social employment questions and to act as its members’ common bond and support in their joint endeavours, to promote its members’ shared interests, to promote the technical sciences, technology and the common preconditions for industrial development, to represent the sector’s expertise and to work for the development of general financial preconditions of the country’s economic life for the betterment of people and their living environment.

To fulfil its purpose, the Union promotes its members’ interests as a national 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 Union’s purposeful operations by operating as their umbrella association;
  - 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.

Membership

- 3 § Membership of the Union may be granted to a technical sector association with legal personality
- whose members are university-educated engineers, university-educated architects, Bachelors of Science in Technology or holders of equivalent degrees or qualifications;
  - whose rules and operations are in harmony with the Union’s causes;
  - which commits to observe the Union’s rules and contractual obligations binding the Union;
  - which is registered in the Finnish Register of Associations.

The Union’s general council approves members.

A member association may withdraw from the Union 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 meeting. However, membership is dissolved only after three (3) months and the obligation to pay membership subscriptions ceases only twelve (12) months after recording the withdrawal notification. The general council may exclude from the Union a member association which does not meet the membership requirements set out in subsection 1 or which has neglected the duties intended in § 4 or which has considerably damaged the Union’s operations. Membership is dissolved with immediate effect, without a notice period, after the exclusion decision.

- 4 § The member associations are obliged, every year before 1 May, to send the Union copies of their financial statements and auditors’ statements as well as a report of the previous year’s operations, as well as, before 1 February, a list its members to be registered as the Union’s members per their standing as of 1 January as well as

permitting a person nominated by the Union's board to inspect the association's official member register.

The member association must pay the Union open joining a joining fee and an annual membership subscription, which is based on the number of members registered as the Union's members in accordance with the list mentioned in subsection 1 and the level of which the general council will confirm.

#### Administration and operations

5 § The Union's decision-making power is exercised by the Union general meeting and the general council in the manner pursuant to the Associations Act and these rules. The board manages the Union's affairs.

#### Union general meeting

6 § The Union's general meeting assembles when the board or general council decides to convene it.

An invitation to the Union general meeting must be sent in writing to the member associations no less than two (2) weeks before the meeting. The meeting invitation must set out all the matters to be discussed at the meeting.

The Union meeting decides on dissolution of the Union if such a matter has been submitted to the Union meeting for a decision pursuant to 22 § of the rules.

7 § Each member association is entitled to send to the Union general meeting one representative for each full or partial five hundred members of that member association. However, the number of representatives is determined on the basis of the member list given pursuant to 4 § in such a way that if a person is a member of two or more of the Union's member associations, he or she will be accounted only as a member of the member association which he or she was first joined or, if the joining dates are the same, of the member association decided by lots.

The names and addresses of the member associations' Union meeting representatives and their deputies must be submitted to the Union by 1 February of each calendar year. Only associations' representatives notified in the aforementioned manner are entitled to speak and vote on the member association's behalf at the Union general meetings.

The member association's number of votes at the Union general meeting is the same as the membership number notified on the basis of 4 § of the rules. If a member association has more than one (1) Union meeting representative and the association has not notified any other division principle before the start of the meeting, the votes are divided between the member association's representatives evenly, but nevertheless in such a manner that if the division produces a remainder, the remaining votes are cast by the member association's oldest representative.

Members of the board and general council have speaking rights but no voting rights at the Union general meeting.

8 § The chairperson or vice chairperson of the general council or, if they are unable to do so, a representative of the board of the Union calls the Union general meetings to order. The chairpersons chosen by the meeting chair the Union general meetings.

In the event of a vote, a simple majority of votes decides, unless otherwise provided for in these rules. In the event of a tie, an election is decided by lots, but in other matters, the opinion of the chairperson of the meeting decides.

Union vote

9 § A union vote, in which the member associations' individual members are eligible to vote, is conducted to elect the general council as well as in matters which the board or general council consider significant enough to warrant establishment of the opinion of the membership of the entire Union.

A union vote must also be conducted if at least one third (1/3) of the Union's member associations demand one in writing with regard to the matter they declare. In such a case, a union vote must be conducted within two (2) months of the presentation of the demand. A union vote is conducted with observance of the voting and election regulations approved by the general council.

General council

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

The general council has at least fifty (50) and no more than eighty-five (85) 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 as many as there are Union member associations and no more than twice the number of general council members, in the manner laid out by the voting and election regulations.

The general council members are elected from among the Union's member associations such that from each member associations with at least 100 members one (1) general council member is elected, and the remaining general council members elected in proportion to the member associations' member numbers.

The general council members are elected by a proportional method in a union 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 the Union 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 districts, 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 seven (7) deputy members for them are elected to the general council. The Union's local associations 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 general council members must be individual members of the Union's member associations. 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 member associations 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 Union must be informed of 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 Union must be informed of inability to attend two weeks before the meeting date.

11 § 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 members or one fiftieth (1/50) of the Union's member associations' personal members so require 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.

However, for the discussion of urgent matters related to labour market agreements, the general council may be convened by delivery of an invitation by telegraph, in writing or in another way decided by the board no later than two (2) days before the meeting date.

At a general council meeting, each general council member holds one (1) vote. Decisions are made, unless otherwise provided for these rules, using a simple vote majority. In the event of a tie, elections are decided by lots, but in other matters, the opinion of the chairperson of the meeting decides.

Those members of the board which are not general council members, as well as the Union's executive director and officers designated by the Union have attendance and speaking rights at 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.

Insofar as possible, members of the Union's member associations must be afforded an opportunity to observe the general council meetings.

The rules of procedure approved by the general council contain more precise regulations on the operating methods of the general council.

12 § 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 confirmation of joining fees and membership subscriptions pursuant to 4 §;
- 2) selection of auditors for the next calendar year pursuant to 20 §.

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 a 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.

During the aforementioned and other meetings, the task of the general council is:

- 1) to approve the guidelines provided for by these rules;
- 2) to deliberate on other matters listed in the invitation to the meeting which the general council is entitled to decide on pursuant to these rules.

### Board

13 § The Union's board consists of a chairperson as well as at least nine (9) and no more than eleven (11) other full members. A personal deputy member is selected for each board member. One (1) 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 at the time of approval of the rules from student representative candidates nominated in the student societies and other equivalent Union local associations.

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 Union's key advocacy areas 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 TEK's voting and election regulations approved by the general council. The board members and deputy members must be individual members of the Union's member associations. 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 Union's activities conform to the Associations Act and these rules.

14 § The task of the board is to convene union meetings and general council meetings, maintain the member register and manage the Union's affairs, if they are not the remit of the Union meeting or the general council pursuant to these rules or the law. The board may decide on the sale, exchange or mortgaging of the Union'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

15 § The executive director acts as the managing instance of the Union's practical operations. The executive director serves as the supervisor of the Union's personnel and his or her task is responsibility for the Union's direct leadership and finances in accordance with the board's decision. The executive director is selected by the board.

Employees 15 §

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

Local divisions

16 § The members of the Union's member associations may form amongst themselves local, regional or sectoral operating units which have the right to operate in the Union's name as local divisions in their operating areas' labour market negotiations.

The local divisions rules and operations must be harmonious with the Union's causes and the agreements to which it is signatory. The local divisions commit to adhere to the Union's rules, relevant signed contracts and instructions issued by the board. The board may withdraw the local division's right to operate in the Union's name in its sector if the local division does not meet the requirements stated in this section.

Representation right and financial management

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

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

18 § For the continuity of operations, the Union has a basic fund. Accrual and use of the basic fund is regulated more closely in the fund guidelines approved by the general council. In the same manner, the guidelines provide other regulations on management of the fund.

19 § The Union's accounts are concluded each calendar year. The financial statements with all necessary documents and the board's operating reports are submitted to the auditors no later than 10 March, but no later than one month before the general council spring meeting. The auditors must return the accounts, with their statements, to the board no later than two (2) weeks before the general council spring meeting.

Every year after the general council spring meeting, the member associations are sent copies of the financial statements and the auditors' report as well as a report of the Union's operations in the previous year.

20 § To review the accounts, financial statements and administration of the Union for the next accounting period, the general council selects one (1) auditor and deputy auditor at its autumn meeting. 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.

Amendments to the rules

21 § 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 21 § and 22 § of the rules. If a proposal to amend these sections of the rules is supported by at least three quarters (three quarters) at a general council meeting, the general council proposes amendment of these rules to a union meeting. If at least three quarters (3/4) of member associations attending two separate union meetings, held at least one month apart, support the general council's proposal, it is carried.

Dissolution of the Union

22 § A decision on dissolution of the Union must be made using the same procedure as set out in § 21 for amendment to 21 § and 22 §. If the Union is dissolved or disbanded, its assets are divided among the Union's member associations in proportion to their member numbers; this proportion is determined in accordance with the numbers of members registered as Union members pursuant to 4 §.

These rules were approved at the general council meeting on 4 September 2020. Rule amendments registered with the Finnish Register of Associations on 1 October 2020.