

## **Rules of procedure**

according to § 9, Section 3 of the Statutes for IDA Private Sector

### **§ 1. Management**

1. A Vice-Chairperson is elected at the inaugural meeting of the Board after the Board has been elected at the General Meeting according to § 9, Section 2.
2. The Chairperson, or in his or her absence, the Vice-Chairperson chairs meetings of the Board. If both are absent, the Board itself elects a chair.
3. If the matter is urgent, the Chairperson or the Secretariat may send out consultations via email for members of IDA Private Sector to consider the matter at short notice. The Chairperson may also convene extraordinary meetings. For briefings, the Chairperson may also use email.

### **§ 2. Meetings**

1. The Board holds 6-8 ordinary meetings a year. At the inaugural meeting of the Board after the General Meeting, an annual wheel is agreed for the coming year, stating the matters to be addressed. Together with the Secretariat, the Chairperson regularly adjusts the annual wheel to ensure that current matters are addressed by the Board. In addition, the Board convenes as often as the Chairperson finds necessary, or if requested by at least 2 members of the Board in writing, stating the matters to be discussed. The Chairperson may cancel planned meetings if they are deemed unnecessary.
2. Minutes of decisions must be taken of the meetings of the Board. Minutes are approved by the Chairperson and subsequently sent to the Board for comment within 8 days from the date of the Board meeting. Any corrections to the minutes must be received by the minutes taker no later than 8 days from the date the minutes were sent. The minutes are subsequently distributed as finally approved.
3. An annual strategy seminar is held, at which political priorities and activities for the coming year are discussed. The seminar is held in the first half-year.
4. The Board plans its activities long-term for its electoral period.

5. With regard to meals and refreshments for online meetings, IDA Private Sector follows the current principles for spending IDA's funds as defined by the Executive Committee.

### **§ 3. Convening meetings**

1. Meetings are convened and the agenda is sent out at a notice of at least 7 days, however, for urgent matters, a meeting may be convened at shorter notice.
2. A meeting requested by a member of the Board must be held by no later than 8 days after receipt of the request.
3. Deputies and observers are invited to, and may attend, meetings and seminars of the Board.

### **§ 4. Agenda**

1. In collaboration with the Secretariat, the Chairperson lays down the agenda of the Board meeting and distributes the agenda as well as the material to be discussed with the notice convening the meeting, to the extent deemed necessary by the Chairperson.
2. The agenda for ordinary meetings of the Board must, as a minimum, include:
  - Approval of the agenda
  - Next meeting of the Council of Employees
  - Briefings from the Chairperson
  - News from the Secretariat
  - News from members of the Board, deputies and observers.
  - AOB
  - Evaluation of the meeting
3. Urgent matters outside the agenda may be processed when all present members of the Board vote in favour of this. A matter that is purely of information to the Board may always be considered outside the agenda.

### **§ 5. Decisions**

1. The Board has a quorum when at least half of its members are present (in-person or online). All decisions are by simple majority of votes. In the event of parity of votes, the Chairperson has the casting vote. In the absence of members of the Board, deputies have voting rights in the order in which they were elected.
2. The vote must be carried out in writing at the request of one member of the Board.
3. Contested elections for seats are carried out using written ballots.

## **§ 6. Participation and absence**

Members, deputies and observers must opt-out from meetings within the deadline for replies set by the Secretariat. In the event of permanent absence, deputies will fill the seats in the order in which they were elected.

## **§ 7. Negotiations**

1. When the Chairperson deems that a matter has been duly discussed, the Chairperson determines and words the questions to be voted on.
2. Under each item on the agenda, a member of the Board may demand that a proposal by said member of the Board be put to the vote.
3. The Chairperson must give the floor to the members of the Board in the order in which they request the floor. However, the Chairperson himself or herself may take the floor at any stage of the negotiations, just as the Chairperson may allow members to make a brief comment.
4. If it is proposed that the negotiations be concluded with the speakers registered, such proposal must be put to the vote immediately.
5. The Chairperson may exclude a member of the Board from speaking if said member deviates from the topic or violates the rules of procedure despite reprimands.

## **§ 8. Confidential matters and other exceptional matters**

1. The Chairperson decides what matters must be processed as confidential. Such matters are not entered in the minutes of the meeting.
2. The Secretariat is authorised to approve all statutes for new company groups. The Board must be notified afterwards. Amendments to the statutes that differ significantly from the standard statutes must be presented to the Board for approval.
3. The Board of IDA Private Sector determines the rules on financial contributions for the private area. The rules on financial contributions are published on IDA's website. The Secretariat is authorised to approve financial contributions for the private area in accordance with the rules on financial contributions. The Chairperson of IDA Private Sector is authorised to approve additional contributions within a framework of DKK 50,000 in connection with applications for financial contributions for professionally relevant events which cannot be held within the stipulated rules on financial contributions. In addition, the Chairperson is authorised to approve the application from the administration within a similar framework of DKK 50,000. The Board of IDA Private Sector must be notified afterwards.

## **§ 9. Capacity**

A member of the Board is disqualified in relation to a specific matter if circumstances raise doubts as to whether the member is impartial.

## **§ 10. Working groups**

1. The Board may set up working groups to plan one or several initiatives or activities. Deputies of the Board may participate in the working groups.
2. The working groups have a quorum when more than half of the members are present. Resolutions that are not unanimous are presented to the Board for settlement.
3. Accountable to the Board, the working groups process the activities and initiatives which have been assigned to them.

## **§ 11. Adoption**

These rules of procedure were adopted at the meeting of the Board on 9 June 2022.