

## **AGM AGENDA**

- The Chairman of the Board or Vice Chairman, or if both are absent, another Board member opens the meeting
- The chairman for the meeting is elected
- The secretary for the meeting is elected
- Two (2) approvers of the minutes and two (2) vote counters are selected
- The legality and quorum of the meeting are confirmed
- The annual report from the previous accounting period is presented
- The profit and loss statement from the previous accounting period is presented
- Discharge of the persons responsible for the accounts from further liability is confirmed
- The action plan for the accounting period is presented and confirmed
- Deciding the membership fees for the accounting period
- Electing the Board members of the Association
- Electing an auditor and deputy auditor for the Association
- Handling other matters stated in the invitation and agenda

## **PROPOSAL FOR AMENDED BY-LAWS**

### **1. NAME, DOMICILE AND AREA OF OPERATIONS**

The name of the association is Aalto University MBA Alumni Association ("Association").  
The domicile of the Association is Helsinki and its area of operations is Finland.

### **2. OFFICIAL LANGUAGE OF THE ASSOCIATION**

The Association shall use English as its official language at its meetings and events.

### **3. PURPOSE OF THE ASSOCIATION**

The primary purpose of the Association is to foster and maintain high level managerial competence of its members.

In addition to the above, the purpose of the Association is to also act as a bond between the MBA and executive MBA graduates and students of Aalto University and its predecessors, the Helsinki School of Economics and the Helsinki University of Technology.

The Association also strives to advance the competitiveness of its members in the labour market.

### **4. OPERATIONS**

To carry out its purpose, the Association:

- strives to advance the profile of MBA and Executive MBA degrees
- organizes professionally useful corporate visits, seminars, training, briefings and discussion sessions
- awards scholarships and grants
- maintains contacts with opinion leaders in the business community and associations
- publishes articles

In addition to supporting the cohesion and networking of its members, the Association may also organise social and festive celebrations.

To financially support its operations, the Association may organise fundraising, collect membership fees, and accept donations and testamentary gifts. If required, the Association shall obtain the necessary authorisations to do this.

## **5. MEMBERS**

Anyone who has been accepted to or graduated from or who is on the staff of Aalto University's MBA or eMBA programmes is entitled to join as a member of the Association. Membership is always confirmed by the board of the Association at the meeting following the application to join the Association and the payment of any possible membership fee.

The board has the right to name honorary members. Honorary members are individuals who have supported the purpose of the Association exceptionally through their work.

## **6. TERMINATION OF ASSOCIATION MEMBERSHIP**

The Association board at its meeting has the right to terminate the membership of a member who has neglected to abide by the obligations of the Association's rules or by his/her conduct has significantly hampered the operations of the Association. The board also has the right to dismiss a member who has failed to pay their membership fee. Dismissal from the Association takes effect immediately upon majority vote of the board.

## **7. MEMBERSHIP FEE**

Decisions are made at the annual general meeting of the Association regarding member, student member and sponsor member fees. The fee for each group is decided separately. Honorary members do not have to pay a membership fee.

## **8. ORGANS OF THE ASSOCIATION**

The operations of the Association are led by the board ("Board"). The Board consists of a minimum of four (4) and a maximum of ten (10) members. A Board member must have graduated from Aalto University's or one of its predecessors' MBA programmes. Board members are elected by the annual general meeting or at a general meeting.

The Board selects from among its members a chair, vice chair, treasurer and secretary as well as any other necessary officials. The Board has a quorum when the chair or vice chair and at least fifty percent (50%) of the board members are present.

The Board can nominate to a so-called 'Expanded Board' the necessary number of officers required for a certain area of operations (for example, an officer in charge of training sessions or an officer to liaise with the finance sector).

## **9. MEETINGS OF THE ASSOCIATION**

A meeting of the Association is a general meeting or Annual General Meeting (AGM).

The AGM is held annually and at the latest by the end of March on a date determined by the Board. Additional general meetings may be held whenever required by the invitation of the Board or if at least twenty (20) members of the Association request such a meeting in writing.

Members of the Association must be notified of a meeting by public notice and at least two (2) weeks before the date of the meeting.

The Annual General Meeting has the following agenda:

- The chair of the Board or vice chair, or if both are absent, another board member opens the meeting
- The chair for the meeting is elected
- The secretary for the meeting is elected
- Two (2) approvers of the minutes and two (2) vote counters are selected
- The legality and quorum of the meeting are confirmed
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Each member of the Association has one (1) vote at the meeting. Unless stated otherwise in the rules of the Association, matters are decided on a simple majority vote basis. If the vote is tied, the chair has a casting vote to decide the matter, except in situations where in the event of a tied vote, a tie decides the matter.

The vote has to be anonymous if any member present so requires.

An Association member's vote cannot be transferred to another person by proxy. Supporting and honorary members have the right to speak at Association meetings, but they do not have a right to vote at the Association's meetings.

## **10. ACCOUNTING PERIOD**

The accounting period for the Association is 1 January through 31 December.

## **11. SIGNING ON BEHALF OF THE ASSOCIATION**

The chair or vice chair together with the secretary or the treasurer shall sign on behalf of the Association.

## **12. AMENDING THE RULES OF THE ASSOCIATION**

Amendments to the rules of the Association require at least three quarters ( $\frac{3}{4}$ ) of the votes of the general meeting of the Association. It is not permitted to make a decision concerning an amendment to the Association's rules on termination and an actual termination in the same meeting.

## **13. TERMINATION OF THE ASSOCIATION**

To terminate the Association a Board proposal to the general meeting requires three quarters ( $\frac{3}{4}$ ) of the votes at two (2) consecutive general meetings with a minimum of twenty-one (21) days between each meeting.

If the Association is terminated, its assets shall be donated to advance the purpose of the Association. The decision concerning the donation of the Association's assets is made by the final general meeting of the Association.

## **14. GENERAL**

In matters that are not covered by these bylaws, the current laws of the Association are applicable.

## **15. EXISTING MEMBERSHIP RIGHTS**

Amendment of the rules shall not interfere with existing membership rights.