

# LITHUANIAN PROFESSIONALS IN COPENHAGEN RULES AND REGULATIONS

## I. GENERAL

1. The name “Lithuanian Professionals in Copenhagen” (“LPC”), hereafter “The Club”.
2. The Club is non-profit, non-governmental organization.
3. The Club is based at (“c/o”) the Embassy of the Republic of Lithuania, Bernstorffsvej 214, 2920 Charlottenlund, Denmark.

## II. PRINCIPLES AND GOALS OF THE ORGANIZATION

1. Vision: To unite and enhance the vitality of Lithuanian professionals residing in Copenhagen and provide a platform for networking and professional growth.
2. Core values: professionalism, integrity, development and connections.
3. Goals and objectives:
  - Provide a networking platform for Lithuanian professionals, academics, entrepreneurs and other active society members in Copenhagen.
  - Build and support business, social and professional ties with Lithuania and other professionals globally in order to contribute to Lithuania’s long-term progress.
  - Support, motivate and organize knowledge and experience sharing events, discussions, projects and other formal and informal initiatives among Club Members and others.
  - Participate in and contribute to projects and initiatives focused on global Lithuanian professionals and their interests in Lithuania.
  - Improve and strengthen the image of Lithuania and its people in Denmark.
  - Publicly represent and disseminate Club’s viewpoint and opinion on current events related to Lithuania.
  - Contribute to the social lives of The Club’s Members.

## III. MEMBERSHIP

1. The Club Membership is open to any individual working and residing in or around the Greater Copenhagen area (Storkøbenhavn) who:
  - a. Is a Lithuanian and interested in Lithuania’s current affairs and future prosperity AND
  - b. Is a professional, entrepreneur, academic or is working in other related areas AND
  - c. Holds at least a Bachelor (BSc or BA) or equivalent degree.  
OR  
Provide other acknowledgement to prove professional competences.

2. To be admitted as a Member, an individual shall submit his/her application to The Board along with the motivational letter as well as a recommendation from one of the current Members. Recommendation can either be written or orally expressed directly to the Members of The Board. By the time of application, the applicant must have attended at least one of the events arranged by The Club.
3. The admittance to The Club shall be unanimously approved by The Board.
4. Applicants may apply to The Club more than once, after being rejected by The Board.
5. The Board may reject applicants without providing any reasons.
6. In order to join The Club, approved applicants must pay a joining fee ("Joining fee") and a Membership fee ("Membership fee") for the first year, both of which are defined by The Board. The Joining and Membership fees are not refundable.
7. In order to remain an active Member, all Members must pay an annual Membership fee.
8. Membership fee is rolling, i.e. payable every 12 months based on joining date.
9. If the Member does not pay the Membership fee on time and does not respond to at least two written requests to do so, such Member will cease being a Member of The Club and will receive a written notification about his/her elimination.
10. The Board may terminate any Member's Membership for reasons other than described in Section III upon unanimous decision of The Board and when such decision is in the best interest of The Club. If such Member in question is serving as the member of The Board, the decision to terminate Member's Membership shall be taken by unanimous vote of the remaining Board Members.
11. A Member may terminate his/her Membership by written notification to The Board.
12. A Member in certain circumstances (such as expatriation or alike) may suspend Membership in the organization temporarily up to 24 months and resume Membership without paying the joining fee. The explanation for temporary suspension shall be presented to The Board in writing.
13. By joint consultation, the President and The Board may invite certain individuals irrespective of criteria mentioned in first paragraph of Section III, such as, but not limited to, ambassadors, politicians and other prominent individuals to become Members of The Club. Such Members will be called Honorary Members and will not be required to pay Joining or Membership fees. The decision to grant Honorary Membership shall be based on the proposed Honorary Member's contribution to The Club's activities, vision and legacy or his/her contribution to the Lithuanian community.

14. Club Membership is non-transferable.

#### IV. ANNUAL GENERAL MEETING

1. The highest governing body of The Club is the Annual General Meeting (AGM). AGM is organized annually in the first quarter of the year.
2. During the AGM the Members of The Club elect The Board and The President to manage affairs of The Club annually. The elections can be conducted with at least half of the Members, excluding Honorary Members, present or represented. Members and Honorary Members not able to attend the elections (or any other meetings where voting is required) shall be able to give proxy to another Member by email.
3. Notice for holding an Annual General Meeting shall be given to all the Members in writing at least 3 weeks before such Meeting. Candidates for the new Board and President shall provide their application at least one week before AGM to the existing Board.
4. If the required number of Members is not reached, such Annual General Meeting shall adjourn. The President shall call a new meeting with the same agenda within 1 calendar month. Any Annual General Meeting adjourned and reconvened may then validly deliberate and take resolutions whatever may be the number of Members present or represented.
5. If, for any reason, there shall be not enough candidates put forward for the election as The Board or The President, or the required number of Members are not present at the AGM, the current Board and the existing President shall continue their duties until next elections are organised.
6. The President and The Board Members are elected by a majority of votes of the Members present or represented at the Annual General Meeting.

#### V. THE PRESIDENT

1. The President shall represent The Club and be responsible for organising and managing all matters related to The Club. The President shall be the spokesperson on behalf of The Club and its Members and shall represent The Club when interacting with third parties.
2. The candidate for the President can be any Member of The Club who has joined The Club since at least 6 months prior to the election. The term for the Presidency is the

same as the term between Annual General Meetings. The President can be elected for no longer than three terms.

3. The President shall regularly communicate information about The Club's activities, organised events or initiatives to all Members via electronic means.
4. Following the election, the President, in consultation with The Board, will set annual agenda and strategy for The Club's activities for the serving term of The Board.
5. The President shall be responsible for organising regular Board meetings (at least once every 2 months) to discuss ongoing initiatives, Membership applications, activities and plans for such activities.
6. At the completion of approximately 12 month tenure, the President shall organise the Annual General Meeting to discuss, among others, the following agenda items (list not exhaustive):
  1. Overview of Club's activities in the past 12 months;
  2. Financial status of the budget;
  3. Membership Fee levels for the coming year;
  4. Solicitation of views from Club Members as to The Club's activities and initiatives;
  5. Election of The Club's new Board.
7. To ensure continuity in Club's activities, the President completing his/her tenure shall remain on The Board as the 6<sup>th</sup> member for at least 3 months after the new President is elected and shall act as an advisor to The Board. Unless such outgoing President is elected to the new Board, he/she shall have no voting power for any decisions taken by The Board.

## VI. THE BOARD

1. The Members of The Board shall assist the President with Club matters as and when required.
2. The Board shall consist of 5 vote-holding Members. It shall include the President and four other Members elected after each Annual General Meeting. If deemed required by given circumstances, the President may decide to extend The Board to 6 Members by adding one more non-voting Member elected after the Annual General Meeting.
3. The Board shall appoint one of The Board Members other than the President to act as the Treasurer of The Club. The Treasurer shall prepare an annual financial statement with each rotation of The Board.

4. The President and The Board shall serve their term on a voluntary basis and shall not be remunerated.
5. The Board may, if required, nominate various Members to carry out specific functions for The Club (for example, run specific initiatives or events).
6. In an event the President or any of The Board Members withdraw from their positions, the President (or The Board, in case of the President's withdrawal), shall communicate such change to the Members within 10 working days. The outgoing Board Member is replaced by runner up from the previous Board election. In case it is not possible or the outgoing Member was the President, new elections will be conducted via electronic means no later than 1 calendar month after such withdrawal. The same election criteria will apply as per Section II above. The Board will carry out the functions of the President until the new President is elected.
7. All former presidents of The Club shall comprise an informal Advisory Board and will meet once a year with the elected President to share their views and strengthen the legacy of The Club. The elected President and Board shall organise such annual meeting as and when appropriate.

## VII. BUDGET AND ACCOUNTS

1. The Club income shall consist of the Joining and Membership Fees as well as any other grants and donations or other income. The overview of The Club's budget shall be presented to the Members at the Annual General Meeting.
2. In general, The Club's budget shall be spent on social, professional, networking, sporting and charitable events organised by The Club or by third parties in joint association with The Club. Monies held by The Club shall also cover any necessary administrative expenses incurred by The Board in relation to Club's activities. The President and the Treasurer shall approve any expenses on an ongoing basis.
3. The Treasurer shall be responsible for maintaining the budget, including, if opened, Club's bank account and shall report to the President and The Board on The Club's expenses as and when appropriate.

## VIII. LEGAL STATUS AND POWER TO CONTRACT

1. Unless otherwise decided by the majority vote of the Members during the Annual General Meeting, The Club shall have the status of a "voluntary association" under the laws of Denmark.

2. The Board shall ensure that Members are aware of such legal status of The Club by making a copy of Rules and Regulations available to the Members and shall communicate such information to any parties wishing to contract with The Club.
3. The President is the only Member of The Club who can sign contracts with third parties on behalf of The Club that are approved by The Board.
4. In certain circumstances when the President is not able to perform his/her duty, Board may appoint a temporarily acting president until the current President returns to duty or the new President is elected.

## IX. AMENDMENTS TO RULES AND REGULATIONS

1. The Rules and Regulations may be altered by a resolution passed by a majority vote of at least half of all the Members, excluding Honorary Members.
2. The notice of the Annual General Meeting shall include the terms of the proposed amendments.

## X. DISSOLUTION

1. If The Board decides that it is necessary or advisable to dissolve The Club, it will call a meeting of all the Members. Notice (stating the terms of the proposed dissolution) must be given at least 3 weeks before the meeting. If the proposal is approved by 75% of all the Members, excluding Honorary Members, The Board, after the consultation with the Members, shall publish a statement of dissolution and shall decide how to deal with any assets held by or on behalf of The Club.

Certified on behalf of the Members of The Club by the below:

	Name	Date	Signature
President			
Treasurer			
Board member 1			
Board member 2			
Board member 3			