

Section 3

Rules of procedure of the Academic Board of FH Upper Austria

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1. General

- (1) The legal basis for the rules of procedure of the Academic Board of FH Upper Austria (hereinafter “the Academic Board” or “the Board”) is the Austrian *Fachhochschulgesetz* (University of Applied Sciences Act), as amended.
- (2) These rules of procedure apply to the Academic Board.
- (3) Decisions are made by simple majority, unless an alternative means of adopting resolutions is specified in the rules of procedure or statutes.

2. Members of the Academic Board

- (1) Membership of the Academic Board comprises the representatives of individual groups of people (representative groups) and the Head and Deputy Head of the Academic Board, pursuant to the statutes of FH Upper Austria, as amended.
- (2) In case of serious infringements of the rules of procedure and/or the statutes, or actions that could harm the standing of FH Upper Austria, the members in question may be excluded from the Academic Board. The application for exclusion can be made by any other member of the Board and should be submitted to the Head of the Board. A vote regarding such an application may only be held if the application, including reasons, has been distributed to all members together with the agenda of the Board. Such a decision requires a qualified majority (see section 9[5] of the rules of procedure of the Academic Board of FH Upper Austria) and notification to the provider.
- (3) An application for the Head or Deputy Head of the Academic Board to be relieved of office may only be considered if it is included in the written notification of the agenda sent with the invitation to a meeting of the Board. A meeting of the Academic Board for the purpose of relieving the Head of the Academic Board of office must be convened by the Deputy Head, and a meeting of the Academic Board for the purpose of relieving the Deputy Head of office must be convened by the Head. Such a decision requires a qualified majority (see section 9[5]) and notification to the provider.

3. Convening meetings

- (1) A meeting of the Academic Board must be convened by the Head of the Academic Board at least once a semester. The Head may convene additional meetings at any time. A meeting must be convened by the Head of the Academic Board without delay and at the soonest possible date when requested by at least 20 percent of members, or all members of a representative group, with a written proposal for the agenda attached.
- (2) Members must be notified of the time and date of a meeting at least ten days in advance. Convening a meeting at shorter notice requires the unanimous agreement of the members. The notice period may be disregarded if the date of a meeting and the items on the agenda have already been determined at a previous meeting.
- (3) In principle, meetings are convened on working days (Monday to Friday). The maximum duration of meetings of the Academic Board is five hours. The meeting time may be extended by agreement of a two-thirds majority.
- (4) Ordinarily no meetings take place in August.

4. Participation in meetings, transfer of voting rights and inability to attend

- (1) All members of the Academic Board in accordance with section 2(1) are obliged to participate in meetings. If a member is unable to attend a meeting, they may transfer their voting right to another member of the Academic Board. Transferrals of voting rights must be communicated in writing before the beginning of the meeting and recorded in the minutes.

- (2) If a member with voting rights is only unable to attend for part of a meeting, transferral of their voting right to another member of the Academic Board is permitted. The transferral must be recorded in the minutes.
- (3) A member may hold a maximum of two voting rights.
- (4) Other individuals may be included in a meeting for the purpose of detailed consultation regarding specific matters, on a case-by-case basis. Such persons do not have voting rights and are obliged to maintain confidentiality. Inclusion of such persons may be approved by simple majority.
- (5) If a member is unable to fulfil their role on the Academic Board for an uninterrupted period of more than six months due to illness, extended leave or similar, a motion to exclude the member in question from the Academic Board may be proposed by any other member. Following agreement of the Board, the excluded member will be succeeded by a replacement member in accordance with the election procedures.

5. Agenda

- (1) The Head of the Academic Board prepares the draft agenda and distributes it ten days in advance of the meeting at the latest. The members of the Board may submit requests for changes to the agenda and/or additional items (including related documents) in writing (or by e-mail) within three days of receipt of the draft agenda. The provisional agenda is distributed one week before the meeting date at the latest. The agenda must always include the following items:
 1. Determination of quorum
 2. Approval of the agenda
 3. Correction and approval of the minutes of the previous meeting
 4. Report of the Head of the Academic Board
 5. Any other business
- (2) Pursuant to section 16(3), the agenda is classified as confidentiality level 2 (internal) in accordance with the "Vertraulichkeitsklassen an der FH Oberösterreich" guidelines, as amended, and is posted on the intranet.
- (3) Additionally, any member may request at the beginning of the meeting that items designated by him/her be included in the agenda (ad hoc motions). Such items will be included when supported by 20 percent of members or all members of a representative group.

6. Meetings

- (1) Meetings of the Academic Board are not open to the public. The Head opens, chairs and closes the meeting.
- (2) The Head of the Academic Board reports on business arising since the previous meeting and on his/her own activities.
- (3) When addressing individual items on the agenda, the Head first offers the member who proposed the item the opportunity to speak, after which the item is opened for discussion. After conclusion of the discussion, votes are held on the motions proposed regarding the agenda item in question.
- (4) The Head is responsible for ensuring that the agenda is dealt with efficiently, properly and adequately. In particular, the Head must avoid discussions that digress from the topic, and may interrupt a member while they are speaking if necessary.
- (5) The Head must invite members to contribute to the discussion in the order in which they request to do so, and in case of numerous requests must draw up a list of contributors.

7. Motions

- (1) Motions may only be proposed by members of the Academic Board in connection with the items on the agenda. The proposer can withdraw their motion at any time.
- (2) To determine the order in which motions proposed concerning an agenda item are voted on, the following applies: any motion opposing the motion is voted on first; if the opposing motion does not pass, the motion itself is voted on; finally, any supplementary or modifying motions are voted on. A motion concerning the rules of procedure is always voted on immediately.
- (3) Motions concerning the rules of procedure relate only to procedural matters, for example:
 1. Motions regarding the order of motions on resolutions
 2. Motions to adjourn the meeting
 3. Motions to postpone
 4. Motions to close discussion
 5. Motions for corrections
 6. Motions to limit speaking time or the number of contributions per discussion item
 7. Motions to close the list of discussion contributions
- (4) Motions additional to the agenda are permitted, unless they cannot formally be addressed or they do not relate to the subject of the agenda item concerned. The Academic Board makes the final decision on whether a motion can be admitted, in consultation with the member proposing the motion. If a motion is not admitted, the reasons must be recorded in the minutes.
- (5) It is not permitted to call a vote on matters that are not either on the agenda or discussed under any other business.
- (6) Each motion must be read out by the secretary before votes are cast.
- (7) The Head of the Academic Board is responsible for determining the results of the vote.
- (8) However, in the event that a member does not approve of the result of a vote, they may request that their objection be recorded verbatim in the minutes. After such an objection has been registered in the meeting, the objection may also be submitted to the secretary in writing within five days, for inclusion in the minutes. Every member of the Academic Board is also entitled to request that amendments, opinions or memoranda regarding agenda items be recorded in the minutes or, if a written copy is submitted, that the written copy is attached.

8. Discussion

- (1) The Head of the Academic Board must open a discussion on every item on the agenda; generally, this includes opening a discussion following a report by a member and following motions proposed by individual members. In principle, members are invited to contribute to the discussion in the order in which they request to do so.
- (2) The exception is when a member requests to make a point of order.
- (3) After a motion to close discussion is passed, further requests to contribute are not permitted; only those who submitted requests before such a motion was proposed may speak. The Head of the Academic Board, the member who provided the report or the proposer of the motion are entitled to give a response or closing statement if they request to do so. A motion to close discussion can be passed by a simple majority of the members in attendance with voting rights; in case of a tie, the Head of the Academic Board will decide.
- (4) If a motion to postpone discussion of a matter or to adjourn the meeting is passed, discussion must be suspended immediately. In case of postponement, the matter in question must be included as an item on the agenda of the next meeting.
- (5) After a motion to close discussion is passed, any open motions relating to the matter must be voted on immediately following the final contribution to the discussion.

9. Resolution requirements and quorum

- (1) The Academic Board is quorate when at least half of members with voting rights are present in person, except for matters that require a qualified majority.
- (2) If a quorum cannot be established at the beginning of an Academic Board meeting, the meeting must be postponed. A new meeting with the same agenda must be convened promptly, at the latest within five working days, which will be quorate regardless of the number of members present.
- (3) A motion is passed with a simple majority when more than half the votes cast are for the motion. If a vote is tied, the motion is not passed. Abstentions are not counted.
- (4) A motion is passed with a two-thirds majority when at least two-thirds of the votes cast are for the motion.
- (5) A motion is passed with a qualified majority when at least two-thirds of the votes cast are for the motion and at least two-thirds of the Academic Board members with voting rights are present.
- (6) Resolutions on amendments to the rules of procedure can only be adopted when the related motion was included when the agenda was distributed. A resolution requires a qualified majority in accordance with section 9(5).
- (7) If requested by a member of the Academic Board, before votes are cast the Head will announce the number of votes required to pass the motion in question.
- (8) Decisions made using video conferencing are permitted.

10. Votes

- (1) Unless otherwise resolved, votes are cast by raising hands or using voting cards (open ballot). Hands must be raised clearly and kept raised until the Head of the Academic Board has announced the result of the ballot.
- (2) A secret ballot must be held when requested by at least 10 percent of the members in attendance. Decisions on personnel must also be made by secret ballot (e.g. election of Head or Deputy Head, committee chairs and deputy chairs).
- (3) For a secret ballot, the Head prepares ballot papers on which a member with voting rights can vote by marking a cross next to the word "Yes" or "No".
- (4) For each secret ballot, arrangements must be made to enable members with voting rights to vote properly (voting booth, ballot box, etc.).
- (5) The Head casts their vote last.

11. Prejudice

- (1) A member with voting rights is not permitted to vote on matters concerning themselves, i.e. matters that affect their own person. In case of doubt the Academic Board will decide, if a member proposes a motion in this regard.
- (2) A member who is prejudiced may not participate in discussion of the matters in question and, subject to satisfaction of their opportunity to be heard, must leave the meeting room for the duration of discussion.
- (3) Voting on matters that affect a prejudiced member of the Academic Board is always conducted by secret ballot.
- (4) If both the Head and Deputy Head are prejudiced, the longest-serving member of the Academic Board immediately and temporarily takes over as chair of the meeting while the matter in question is dealt with (e.g. handling the motion, discussion of the agenda item).

12. Resolutions and implementation of resolutions

- (1) The Head of the Academic Board implements decisions adopted by the Board, in so far as implementation lies within his or her powers, or forwards decisions, requests and recommendations to the competent bodies. The Head reports on implementation in the next meeting.
- (2) If a decision is contrary to the law (e.g. acts of parliament, orders) the Head of the Academic Board must defer execution of the decision and the Board must address the matter again either in the same meeting following a break, or in the next meeting. The Head of the Academic Board may not further defer implementation if a decision is maintained when voted on after being re-addressed. However, the Head is not compelled to implement a decision if the Board does not have competence to adopt a resolution, or if implementation would contravene criminal law.

13. Resolutions by circular

- (1) The Head of the Academic Board may, when necessary, initiate a vote by circular, in particular on matters and items where the urgency of the matter requires a resolution to be made before the next meeting of the Board. The Head must do this if requested to do so by all members of a representative group.
- (2) The circular must include a motion with at least brief reasons, that is formulated so that it can be voted on with a "Yes" or "No". The voting form must also include an option to vote for "Discussion".
- (3) The circular must be sent to all members of the Board with voting rights, simultaneously notifying them that their vote must be submitted within one week.
- (4) A motion is passed when the required majority of all members of the Academic Board has voted for the motion by the specified deadline. Transfers of voting rights are not permitted. However, a decision is not made if at least 20 percent of members or all members of a representative group request a discussion.
- (5) If voting by circular does not result in a decision, the item must be added to the agenda for the next meeting.
- (6) The Head of the Academic Board must report to the Board members on the results of votes by circular in the next meeting at the latest.
- (7) The members of the Board may decide that no voting by circular will take place, or that voting periods will be longer.

14. Minutes and decisions book

- (1) Minutes must be taken of every meeting. For each meeting, a secretary is appointed by the Head of the Academic Board.
- (2) The secretary is responsible for taking the minutes. Another person may be brought in to prepare the minutes. This person does not have voting rights and is obliged to maintain confidentiality.
- (3) The minutes are classified as confidentiality level 4 (strictly confidential) pursuant to section 16(3) and must always include:
 1. Name of the chairperson
 2. Names of members in attendance
 3. Names of members unable to attend
 4. Any transfers of voting rights
 5. Place, date, time of beginning and end of the meeting
 6. Persons present at the meeting for the purpose of consultation
 7. The original agenda and, if amendments were made, the final agenda

8. Motions proposed
 9. Decisions made
 10. Results of votes and elections with the numbers of votes cast and abstentions
 11. Contents of reports and discussions, only in such detail as required to understand the decisions made
 12. Amendments pursuant to section 7(8)
- (4) The minutes must be prepared and sent to the members of the Academic Board within three weeks, and at the latest one week prior to the next meeting with the agenda. The minutes must be signed by the Head of the Academic Board and the secretary.
 - (5) Relevant documents are attached to the minutes by the secretary.
 - (6) Minutes of meetings must be retained by the Head of the Board and transferred to their successor.
 - (7) Any corrections to minutes must be decided on in the next meeting of the Academic Board under the agenda item "Minutes". The Head reports on simple typing and calculation errors.
 - (8) All decisions are recorded in a decisions book. Decisions and the decisions book are classified as confidentiality level 4 (strictly confidential).
 - (9) The minutes are classified as confidentiality level 4 (strictly confidential) pursuant to section 16(3) and are sent to all members of the Academic Board. A version of the minutes recording decisions made, classified as confidentiality level 2 (internal), is sent to the University Management of FH Upper Austria and made available on the intranet.

15. Standing committees and non-standing working groups

- (1) The Academic Board may form standing committees and non-standing working groups, to which it delegates preliminary consultations on, evaluation of and handling of individual matters. Such committees and working groups do not have decision-making powers.
- (2) The Board decides how many members a committee or working group will have and by whom it will be chaired. Committees and working groups may include members from outside the Academic Board.
- (3) The Academic Board may also delegate implementation of tasks that by definition are the Board's duty to fulfil to the Head of the Academic Board, the Deputy Head or other members of the Board outside its committees and working groups. Reporting periods must be defined when tasks are delegated.
- (4) The term of office of a committee or a working group ends when its term expires or by simple majority decision of the Academic Board. Membership of a committee or a working group ends when the member is no longer a member of the Academic Board or resigns from the committee or working group.

16. Confidentiality

- (1) Business of the Academic Board and its decisions are designated as confidentiality level 2 (internal) in accordance with section 16(3), unless the Board decides on a different confidentiality level.
- (2) Persons who are exceptionally included in proceedings of the Academic Board are also obliged to keep information confidential according to the applicable confidentiality level.
- (3) Confidentiality levels are classified as follows, in accordance with the Confidentiality Categories at FH Upper Austria guidelines:
 - Confidentiality level 1: public
 - Confidentiality level 2: internal
 - Confidentiality level 3: confidential
 - Confidentiality level 4: strictly confidential

17. Publication of the rules of procedure

- (1) The rules of procedure form part of the statutes and are classified as confidentiality level 1 (public).

18. Distribution rules

- (1) Where communication in writing is required, communication by e-mail (FH Upper Austria account) or publication on the intranet satisfies this formal requirement.
- (2) Minutes must be kept on file in printed form by the Head of the Academic Board and by the secretary as a minimum.
- (3) Invitations to meetings must be sent to the e-mail addresses (FH Upper Austria accounts) of all members of the Academic Board.

19. Entry into force

- (1) Pursuant to the Academic Board resolution of 31 May 2023, and following approval by the provider, FH Upper Austria Studienbetriebs GmbH, represented by the University President, the "Rules of procedure of the Academic Board of FH Upper Austria" section of the statutes will enter into force on 1 September 2023.