

# Danish Quantum Community

## Articles of Association

### Adopted at the General Assembly on 24 November 2021

#### § 1 NAME & LOCATION

- (1) The name of the association is "Danish Quantum Community", DQC.
- (2) The Danish Quantum Community is registered in the municipality where the secretariat is located.

#### § 2 PURPOSE

- (1). The Danish Quantum Community is an association for Danish stakeholders in quantum technology. The association's purpose is to increase awareness of quantum technology, improve the opportunities for research and innovation in quantum technology, and illustrate its potential applications for the benefit of Danish society. The association will work to build a strong Danish ecosystem that can fulfil the commercial potential of quantum technology by ensuring the best conditions for innovation, research, education, and external funding. The aim is to accelerate the development, growth, and export of Danish quantum technology.
- (2) The association is a non-profit organisation.
- (3) The association is non-political.

#### § 3 MEMBERSHIP

- (1) DQC can admit companies, interest organisations, research institutions, and other stakeholders who contribute to fulfilling the association's purpose as partners and members, respectively.
- (2) Notice of resignation of memberships must be made in writing to the association no later than one month before the end of a subscription period (calendar year).

#### § 4 MEMBERSHIP FEE

- (1) The General Assembly, on the recommendation of the Board of Directors, shall determine the membership fee for each of the different membership categories.
- (2) Membership fees are paid for one calendar year at a time, according to the rules set by the Board of Directors.
- (3) The obligation to pay membership fees continues until the membership has been cancelled.
- (4) The Board of Directors may seek other forms of income and support for the organisation.

#### § 5 THE GENERAL ASSEMBLY

- (1) DQC's highest authority is the General Assembly.
- (2) An ordinary general assembly is held every year before the end of June.
- (3) An extraordinary general assembly is held when the Board of Directors or at least one third of DQC's partners request this in writing with at least 14 days' notice.
- (4) The Board of Directors convenes general assemblies which are announced on the association's website and emailed to partners and members with at least four weeks' notice. Any general assembly may be held virtually if the Board of Directors so decides.
- (5) The notice must include an agenda for the general assembly.
- (6) Nominations of candidates for election at the general assembly and topics to be discussed at the general assembly must be submitted in writing to the Board of Directors no later than 14 days before the general assembly.
- (7) The final agenda, the audited annual accounts, and any other material will be posted on the

association's website and emailed to the partner and member companies no later than eight days before the general assembly.

(8) Each partner has one vote for each seat on the Board of Directors that is up for election. Partners can cast a maximum of one vote for each candidate. Partners do not have to cast all their votes. The right to vote requires payment of the membership fee at least six months before the general assembly. Votes can be cast by proxy that can be given to a board member. Non-paying members do not have voting rights.

(9) The agenda for the annual general assembly must include the following:

- a. Election of chairperson
- b. Election of minute taker
- c. The Board of Directors' report on the association's activities in the past year
- d. Presentation of the annual accounts for approval
- e. Proposals received from the Board of Directors or the association's partners
- f. Election of board members and two substitute members
- g. Election of auditor
- h. Any other business

(11) Decisions on the general assembly are made by simple majority of votes unless the articles of association stipulate otherwise.

(12) The minute taker prepares the meeting minutes which are signed by the chairperson of the meeting.

## **§ 6 THE BOARD OF DIRECTORS**

(1) The Board of Directors consists of 12 partners. The Board appoints a chairperson, vice-chairperson, and treasurer

(2) The Board of Directors is elected for 2 years; however, so that half of the Board members resign every year. Re-election can take place.

(3) Election of partners to the Board of Directors shall be by written ballot.

(4) The Board of Directors makes its decisions by simple majority of votes.

(5) The Board of Directors is responsible for the day-to-day and overall management of DQC. The Board of Directors may delegate the day-to-day management – in whole or in part – to a secretariat selected by the Board of Directors.

(6) The Board of Directors may hire paid assistance.

(7) In the event of the resignation of a board member, the Board of Directors may choose to supplement the members of the Board of Directors by convening substitute members. The substitute members participate in the work of the Board until the next annual general assembly.

## **§ 7 BUSINESS OF THE BOARD OF DIRECTORS**

(1) The chairperson shall arrange for the Board of Directors to meet whenever necessary. The chairperson shall convene the Board of Directors when a member of the Board of Directors or the auditor so requests.

(2) The Board of Directors is only quorate when at least half of the board members attend the meeting.

(3) The Board of Directors makes decisions by a simple majority of votes. In the event of a tie, the chairperson's vote is decisive.

(4) Board meetings can be held virtually

(5) The chairperson must ensure that minutes are taken

## **§ 8 AUTHORITY TO BIND DANISH QUANTUM COMMUNITY**

(1) The chairperson and the vice chairperson of the Board of Directors have the authority to represent the association. Authorisation may be delegated to the secretariat.

## **§ 9 ANNUAL ACCOUNTS**

- (1) The organisation's financial year is the calendar year.
- (2) The annual accounts are prepared by the Board of Directors or the day-to-day management. The annual accounts are presented to the auditor by the end of April at the latest.
- (3) The audited financial statements are presented on the annual general assembly for approval.

## **§ 10 AMENDMENT OF ARTICLES OF ASSOCIATION AND DISSOLUTION**

- (1) Decisions to amend the organisation's articles of association or to dissolve the organisation are made at a general assembly meeting.
- (2) Amendments to the articles of association must be adopted by at least a two-third's majority of the partners present and entitled to vote, and must be at least half of the partners.
- (3) Proposals to dissolve the association must be adopted by at least a three-quarter's majority of the partners present and entitled to vote, constituting at least half of the partners.
- (4) The assets remaining after the dissolution shall be used in accordance with the purpose of the association or for charitable purposes.