

STATUTES FOR NORECOPA

Approved at the inaugural meeting in Oslo on 10.10.2007

Revised: 12.06.2018 (§12)

§ 1 Name and form of organisation

The organisation's name in Norwegian and English is Norecopa (www.norecopa.no). Norecopa is a member organisation. Members represent the following stakeholders:

- Government and regulatory authorities
- Research and teaching
- Industry
- Animal protection and welfare

§ 2 Aims

The primary aim of Norecopa is to promote use of “the three Rs” (*Replacement, Reduction, Refinement*) in Norway. Norecopa shall therefore contribute to increased knowledge within:

- Replacement of animal experiments by alternatives
- Reduction of the number of animals used in experiments
- Refinement of animal experiments to reduce suffering, increase animal welfare and increase the value of the experiments

Norecopa shall function as a centre of competence on questions concerning the three Rs. Norecopa shall attempt to achieve its goals through consensus between the stakeholders.

To achieve these aims, Norecopa shall:

- spread information through appropriate media, meetings and similar activities
- establish and maintain its own knowledge base on the three Rs and make this available for the general public

Norecopa shall satisfy *ecopa's* current definition of a National Consensus Platform for alternatives to animal experiments. Norecopa shall be a fully subscribed member of *ecopa* (www.ecopa.eu). Norecopa shall have active cooperation with the organisations related to *ecopa*.

§ 3 Norecopa's decision-making bodies

Norecopa's decision-making bodies are the Board, the Annual General Meeting and the secretariat. Norecopa is a self-owned independent legal person with non-personal and limited responsibility for debt.

§ 4 Membership

Norecopa consists of subscribing members that support the organisation's aims (§2). A member must be a company, an institution, a governmental department, an organisation (or one of its divisions) or another body that has its seat in Norway. In cases of doubt the Board decides whether a party is entitled to membership.

Members have the right to speak, make proposals and vote at the Annual General Meeting. Individuals and others who do not satisfy the requirements for membership may be admitted to Norecopa as Associate Members, with the right to speak and make proposals but without voting rights. Members wishing to resign from Norecopa must tend their resignation in writing to the Board. Resignation becomes effective from the day it is received.

Exclusion from Norecopa requires a two-thirds majority in the Board and may only be effected if the member actively opposes Norecopa's work or aims, or damages Norecopa's interests or reputation.

§ 5 Appointment and composition of the Board

Norecopa's fiscal year is from 1 January to 31 December.

Board members and their deputies are chosen for 4 years at a time by the Annual General Meeting following recommendations from the Election Committee. The Board shall have four members with personal deputies, one from each of the stakeholders, see §1. Board members shall by nature of their employment, appointments or membership be connected to one or more of the stakeholders. They are to be chosen on the basis of their personal qualities and they do not represent any organisation to which they are connected. Two Board members and their deputies are to be elected the first time for a two-year period. Under normal circumstances, Board members are not to be elected for more than two consecutive periods.

The election process should ensure that the composition of the Board is as broad as possible with a reasonable balance between persons with competence within the natural sciences, alternatives to animal experiments and animal welfare. Legal persons can not be appointed as Board members.

§ 6 The role of the Board

The Board has the overall responsibility for the operation of Norecopa between Annual General Meetings.

The Board shall:

- ensure that Norecopa's aims are fulfilled by formulating aims for Norecopa's short- and long-term activity, and by planning and conducting activity based upon these aims
- accord signatory power and procuracy for the use of Norecopa's assets
- propose a budget for Norecopa's activity for each calendar year, including membership fees
- ensure that Norecopa's accounts are kept and audited by 31 March, and that the Annual Report is written by 15 April each year
- invite members to the Annual General Meeting
- propose a budget for Norecopa's activities to the Norwegian Veterinary Institute

- present Norecopa's budget, Annual Report, audited accounts and activity plan to the Annual General Meeting
- conduct an annual evaluation of Norecopa's achievements and developments within the three Rs

§ 7 The Board's Rules of Procedure

The Head of the Board decides when Board meetings are to be held. Board meetings are also to be held when at least half the Board members demand it. Board meetings are to be held at least twice each calendar year. The agenda and papers for the meeting are to be sent to members within a reasonable time before meetings.

The Board has a quorum when one representative from each stakeholder and the Head of the Board or deputy are present.

The Board shall attempt to conduct its business by unanimous decisions. In cases where this is not possible, decisions may be made by simple majority votes. In cases with equality of votes, the Head of the Board has the casting vote. If regular Board members are unable to attend, deputy members who attend have the same duties and rights as full members. Minutes of the meetings are to be kept.

The Board can establish additional rules of procedure.

§ 8 The Election Committee

The Election Committee consists of one representative from each of the stakeholders. The members are appointed at an Annual General Meeting for two years at a time. The Committee elects its own Head, who has the casting vote in cases of equality. The Committee shall send its proposals for Board members and deputies to the secretariat at least one month before the Annual General Meeting.

§ 9 The Annual General Meeting

The Annual General Meeting is Norecopa's highest decision-making body and is to be held by 15 June each year.

The Board shall send out an invitation, agenda and relevant documents in reasonable time before the Meeting. Items to be proposed for the Annual General Meeting must be sent to the Board at least one month in advance. The time and place of the Meeting are to be announced in such a way that Associated Members and others can be informed.

The Annual General Meeting is open for non-members, but the Board can decide to handle specific issues behind closed doors.

A list is to be kept of persons with the right to vote at the Meeting, and these persons must identify themselves. Representation by proxy is acceptable. Voting is to take place openly unless a majority of members demand a secret ballot. Each member of Norecopa has one vote. Decisions require a simple majority, except for changes in the statutes, see §12.

The following items are to be treated by the Annual General Meeting:

1. Approval of the notice of the meeting and proxy votes
2. Approval of the agenda

3. Election of chairman and secretary for the meeting
4. Election of two keepers of the minutes
5. The Board's annual report
6. The accounts and Auditors' report
7. Norecopa's activity plan and budget, including membership fees, for the coming period
8. Granting authority to the Board for the coming period
9. Election of Board members and Head of the Board
10. Election of Norecopa's representatives to *ecopa*
11. Election of the Election Committee
12. Election of the Auditors
13. Suggestions for changes to the statutes
14. Proposals received

The Meeting has a quorum when it has been announced in agreement with these statutes.

§ 10 Extraordinary Annual General Meetings

The Board may announce an extraordinary Annual General Meeting when it considers it necessary. Such meetings are to be held when the Auditor or 50% of the members demand it. The meeting is to be announced at least one month in advance and is to be held within three months of the demand being received. An extraordinary Annual General Meeting shall only discuss matters raised by those demanding the meeting.

§ 11 The secretariat

Norecopa has a secretariat with a manager to execute decisions made by the Board and Annual General Meeting. The responsibility for administrative and personnel matters lies with the National Veterinary Institute.

§ 12 Changes / Dissolution

Dissolution of Norecopa can be conducted by the Board if there is a two-thirds majority at two consecutive regular Annual General Meetings.

Changes in the statutes can be conducted by the Board if there is a two-thirds majority at two consecutive Annual General Meetings with an interval of at least three months. If Norecopa is dissolved, its property and duties are to be distributed by the Board to related activities, after the Annual General Meeting has had the opportunity to comment upon them.