**Rules of Procedure of the Council of the Estonian Maritime Academy**

1. **General provisions**
   1. The rules of procedure (hereinafter *the rules of procedure*) of the Estonian Maritime Academy’s (hereinafter *EMERA*) Council regulate the work of the EMERA Council (hereinafter *the Council*).
   2. In its work, the Council shall abide by the statutes and electoral rules of Tallinn University of Technology as well as the statutes of EMERA and these rules of procedure.
   3. The work of the Council shall be carried out primarily in meeting format. The Council may also employ other working formats to carry out its functions.
   4. The Director shall act as Chair of the Council. In the absence of the Chair, they shall authorise one member of the Council to deputise for them. The meetings of the Council shall be minuted by the Secretary of the Council, who is not a member of the Council.
2. **Meetings**
   1. The Council may hold regular and extraordinary meetings. Regular meetings shall be held at least twice a semester according to a schedule approved by the Council. An extraordinary meeting may be convened on the initiative of the Director or on the proposal of at least half of the members of the Council.
   2. To adopt a resolution on urgent matters, voting may be conducted electronically in the manner and at the time announced to the members of the Council.
   3. Announcements about a meeting of the Council along with the agenda for discussions and adoption of resolutions shall be sent by the Secretary of the Council to the members of the Council by e-mail at least seven days before the meeting of the Council. Meeting-related materials shall be sent to the members of the Council at least three days before the meeting. Members of the Council who intend not to intend a meeting must inform the Secretary of the Council of their non-attendance at least one working day before the meeting. If urgent matters which do not require prior preparation are broached at a meeting, they Council may still deal with them.
3. **Adoption of resolutions and voting**
   1. A meeting of the Council shall have a quorum if more than half of the members of the Council participate in the meeting. Members may also attend meetings by technological means (e.g., Skype) if they forward their position to the Secretary of the Council in a reproducible form no later than the day before the meeting or to the Chair before the agenda is approved at the meeting.
   2. Meetings shall be chaired by the Chair of the Council. For each item on the agenda, the floor shall be given first to the rapporteur(s). Thereafter, the members of the Council shall be allowed to ask questions. The Chair shall give the floor to those wish to express their opinion in the order in which the corresponding requests are received.
   3. If the Chair deems that an agenda item has been discussed sufficiently, they shall close the discussions and propose that the matter be put to a vote. If any member of the Council wishes to continue the discussions, this shall be decided in the course of the meeting. The rapporteur(s) shall have the right to present closing remarks before voting on the draft resolution or its items begins.
   4. The Council shall adopt resolutions by a simple majority of its component members.
   5. Voting shall be open, except in the case of the elections of persons provided for in the electoral rules or unless otherwise provided for in legislation or decided by the Council.
   6. A member of the Council shall not participate in voting on the adoption of a resolution on the performance of an act or carrying out of a transaction that concerns that member or a connected person as defined in the Anti-corruption Act.
   7. Public voting shall be organised by the Chair of the meeting. Votes shall be in favour, against, or abstentions.
   8. Voting by secret ballot shall be conducted in accordance with the electoral rules.
4. **Meeting minutes**
   1. Minutes shall be made available to the members of the Council within five working days of the meeting. Members of the Council shall have the right to make clarifications in the minutes within five working days. Minutes shall be signed by the Chair and the Secretary of the meeting.
5. **Council committees**
   1. The Council may establish committees and working groups to prepare topics for discussion. The membership, duties, and term of service of such committees or working groups shall be determined in the resolution which establishes the committee or working group. The chair of a committee or working group must be a member of the Council, and members of a committee or working group shall be appointed only with their approval. The meetings of a committee or working group shall be minuted.