

**EXECUTIVE DIRECTORATE**

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Management Board

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## EXECUTIVE DIRECTORATE

### **RULES OF PROCEDURE OF THE MANAGEMENT BOARD OF THE EUROPEAN FOOD SAFETY AUTHORITY**

*As last amended by the Management Board on ... January 2008*

Having regard to Regulation (EC) No 178/2002<sup>1</sup> of the European Parliament and of the Council of 28 January 2002 laying down the general principles and requirements of food law, establishing the European Food Safety Authority and laying down procedures in matters of food safety and in particular to Chapter III thereof (hereinafter referred to as “the Regulation”),<sup>2</sup>

In order for the Management Board, (hereinafter referred to as “the Board”), to ensure that the Authority carries out its mission and performs the tasks assigned to it under the conditions laid down in the Regulation, its implementing rules and specific legislation, the following rules of procedures are adopted.

#### **ARTICLE 1**

##### **COMPOSITION**

In accordance with Article 25(1) of the Regulation, the Management Board shall be composed of 14 members appointed by the Council in consultation with the European Parliament from a list drawn up by the Commission which includes a number of candidates substantially higher than the number of members to be appointed, plus a representative of the Commission.

#### **ARTICLE 2**

##### **CHAIR AND VICE CHAIRS**

1. The Chair shall be elected at a Board meeting to be determined by the outgoing Chair. The election shall take place at the latest at the meeting following the end of his/her term.
2. The Chair of the Board shall be elected by secret ballot. The secrecy requirement for the ballot may be waived, subject to a unanimous decision by the Board. Nominations for Chair shall be submitted either by the candidates themselves or, with the consent of the concerned person, by other members of the Management Board to the EFSA secretariat no later than

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<sup>1</sup> Official Journal L 31, 1. 2. 2002, p. 1, as last amended by Commission Regulation (EC) No 575/2006 of 7 April 2006.

<sup>2</sup> In accordance with Article 25(5) of Regulation (EC) No 178/2002 “*The Management Board shall adopt its rules of procedure.*”

the start of the Management Board meeting at which the election is to take place. Candidates may submit a brief résumé in support of their candidature at the time of the nomination.)

3. The election shall be held under the Chair of the person designated by the Board. Two tellers shall be designated by the members amongst the members or the staff of the Secretariat to assist in the counting of the vote. The procedure shall be as follows:
  - a) Where there is a single candidate or where the other candidates withdraw, leaving a single candidate, that candidate shall be elected provided that he/she receives the majority<sup>3</sup> of votes cast.
  - b) Where there are several candidates, election shall take place in accordance with the following procedure.
    - I. The candidate who receives at least a two-thirds majority of the votes of all members is elected. Where none of the candidates receive a two-thirds majority of the votes of all members, at each round the candidate(s) with the lowest number of votes shall withdraw.
    - II. When only two candidates are left, rounds will run until one candidate receives two-thirds majority of favourable votes of the Management Board members. If after 3 rounds none of the two remaining candidates obtains a two-thirds majority, the candidate receiving the simple majority will be elected.
  - c) Candidates may withdraw their candidature at any time during the procedure.
4. Two Vice-Chairs shall be elected following a procedure identical to that of the Chair.
5. The names of the Chair and Vice-Chairs shall be recorded in the minutes of the meeting of the Board and shall be made public. The terms of office of the Chair and Vice-Chair shall be two years, renewable.
6. The Chair shall be the spokesperson of the Board.
7. If the Chair is unable to attend a meeting or part of a meeting, the Chair indicates which of the Vice-Chairs shall chair the Management Board. If both the Chair and the Vice-Chairs are unable to attend a meeting, the meeting shall be chaired by the member of the Management Board chosen by his or her pairs
8. If the office of Chair falls vacant, the Board will decide which of the Vice-Chairs shall replace him or her until later elections.

### **ARTICLE 3**

#### **WORKING LANGUAGES**

1. Draft agendas, final minutes of Board meetings and key documents adopted by the Board shall be available in the Authority's working languages.

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<sup>3</sup> Explanatory Note: for the purposes of the present Decision, absolute majority/majority/simple majority of its members - means half of the members + 1. In the case of the full Management Board of the Authority, this means 8 votes. Qualified majority means a 2/3 majority. In the case of the full Management Board of the Authority this means 10 votes.

2. All draft documents and proposals presented by the Executive Director shall be submitted in English only.
3. Interpretation shall be provided at each meeting of the Board in up to six languages. In case of need for purposes of ensuring that the business of the Management Board is carried out efficiently other languages may be added at the request of the Chair.
4. The Board may decide to depart from the rules set out in paragraphs 1 and 2.

#### **ARTICLE 4**

##### **CONVENING OF MEETINGS**

1. The Board shall meet at the invitation of the Chair at least four times a year or at the request of at least one third of its members.
2. Without prejudice to paragraph 3, the notice of convocation of a meeting of the Board, signed by the Chair, shall be transmitted by the Secretariat to members no later than fifteen calendar days before the start of the meeting. The draft agenda shall simultaneously be sent to them, comprising the items to be examined. Preparatory documents shall be transmitted no later than 10 calendar days before the start of the meeting.
3. When the Board is convened to deliberate on a matter of urgency, the notice of convocation and the provisional agenda shall be transmitted to members as soon as possible before the start of the meeting.
4. Where at least one third of the members request a meeting, the meeting shall be convened within one month or, in case of urgency, as soon as possible.
5. The Management Board shall hold its meetings in public unless, acting on a proposal from the Executive Director, it decides otherwise for specific administrative points of its agenda.

#### **ARTICLE 5**

##### **AGENDA**

1. The Chair shall adopt the provisional Agenda on the basis of a proposal from the Executive Director.
2. Without prejudice to paragraph 3, requests for matters which members wish to have included, deleted or replaced on the provisional agenda shall be submitted to the Chair not less than ten calendar days before the date of the meeting.
3. When the Board is convened to deliberate on a matter of urgency, requests for matters which members wish to have included, deleted or replaced on the provisional agenda shall be submitted to the Chair not less than five calendar days before the date of the meeting.
4. If any necessary working document is transmitted to the members outside the time-limits specified in paragraphs 2 and 3, no decision shall be taken on the question to which it relates, unless the Board decides otherwise. Any request by one or more members for inclusion, deletion or substitution of an item on the agenda shall state the reasons on which it is based. The Chair shall bring any such request to the notice of the other members.
5. The agenda shall be adopted at the beginning of each meeting.

6. With the agreement of the Board, urgent questions may be added to the agenda at any time before the end of the meeting, and items on the agenda may be deleted or carried over to a subsequent meeting.

## **ARTICLE 6**

### **ATTENDANCE AT MEETINGS**

1. The Executive Director shall take part in the meetings of the Board, without voting rights. Unless the Board decides otherwise in a particular case, the Executive Director may be assisted by other staff of the Authority.
2. The Board shall invite the Chair of the Scientific Committee to attend its meetings, without voting rights.
3. Acting on a proposal from its Chair, the Board may admit to its meetings any person especially qualified in the matters on the agenda. The participation of experts and third persons shall be decided by the Management Board on a proposal from its Chair or the Executive Director. The organization of and attendance at hearings on specific matters shall be decided in the same manner.
4. Members of the Board shall make a commitment to attend and participate in its meetings<sup>4</sup>.

## **ARTICLE 7**

### **PROCEEDINGS AT MEETINGS**

1. At least two thirds of all the members of the Board (*i.e.* 10) shall be present physically in order for the meeting to be valid. That shall constitute a quorum. The quorum for the validity of the decisions shall be calculated at the beginning of each meeting. In the absence of a quorum, the Chair shall either close the meeting and convene another as soon as possible or ensure that agenda items are discussed without decision.
2. The Chair shall direct the proceedings, giving precedence to those who wish to raise a point of order or a preliminary matter.
3. The Management Board can also adopt decisions by means of written procedures, in accordance with Article 10 of the present Decision.
4. Save as otherwise stated, the decisions shall be signed by the Chair to signify adoption.

## **ARTICLE 8**

### **VOTING ARRANGEMENTS**

1. Save as otherwise stated, the Board shall take its decisions by a majority of its members (*i.e.* 8).
2. For the appointment and removal of the Executive Director, the Board shall take its decisions by the majority set out in annex I.

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<sup>4</sup> Declaration of commitment provided in Annex 1 of the Guidance document on declarations of interest, MB 11.09.2007 - 5.3.

3. Except for the election of the Chair, the two Vice-Chairs and the Executive Director, votes shall be taken by a show of hands or declarations, unless one third of the members (i.e. 5) request a secret ballot.
4. The members of the Board may vote by proxy. The proxy shall be notified to the Chair at the beginning of the meeting and shall be recorded in the minutes. In addition to his/her own vote each member may receive a maximum of two votes by proxy.
5. For each decision adopted by the Board, figures for the votes cast shall be recorded. A statement of the views of the minority may be entered in the minutes along with the decision if the minority so requests.
6. The Chair may authorise a member to speak briefly in explanation of a vote he or she has cast.

#### **ARTICLE 9**

##### **CLOSURE OF DEBATES**

1. The Chair may move the closure of the debate when he or she considers that all members have had the opportunity to express their views. Members may also move for closure.
2. Any member asking to speak on closure shall be given precedence.
3. The Chair may decide to put motions to close the debate to a vote when he/she deems it appropriate.

#### **ARTICLE 10**

##### **WRITTEN PROCEDURES**

1. Urgent matters and matters already discussed at a meeting of the Board may - at the discretion of the Chair - be the subject of voting by written procedure.
2. In written procedure decisions of the Board are taken by the majority of its members.
3. The time frame for voting by written procedure shall (with the exception of emergency cases like a food safety crisis) not be less than ten calendar days after the draft decision has been sent electronically to the members.
4. In view of the votes and possible comments received the Chair
  - a) declares the decision adopted, possibly correcting simple errors of writing or calculating, or
  - b) declares the decision not adopted or
  - c) declares the vote on the draft decision postponed for the next meeting of the Board.

That result will be notified without delay to the members of the Board.

#### **ARTICLE 11**

##### **TRANSMISSION OF DOCUMENTS AND MINUTES**

1. A summary of the decisions taken at each meeting of the Board shall be forwarded to members not later than two weeks after the meeting.
2. The draft minutes, shall include

1. the summary referred to in paragraph 1;
  2. the attendance list;
  3. and the decisions taken with figures for the votes cast at each vote, including the proxies notified by the members.
3. The minutes shall be forwarded to members for adoption at the next meeting not later than four weeks after the meeting or two weeks prior to the following meeting. Should this draft not have been sent in time, the Board may decide to hold the matter over until the following meeting.
  4. Minutes shall be agreed by members via e-mail. The agreed copy of the minutes shall be kept in the archives of the Authority.
  5. The final text of the minutes shall be forwarded to members not later than two weeks after its approval.
  6. Without prejudice to the confidentiality rules laid down in Article 39 of the Regulation and in the Authority's internal decisions<sup>5</sup>, the minutes shall be published on the Authority's website.

## **ARTICLE 12**

### **REIMBURSEMENT OF EXPENSES**

1. All travel and subsistence expenses incurred by members in connection with meetings relating to Board business shall be paid by the Authority on the basis of the scales laid down in the Annex VII of the Staff Regulations of Officials of the European Communities.
2. In addition members of the Management Board other than the Commission representative and those employed by a national public body or institution will receive a daily indemnity of 300 Euros for each meeting of the Board for which he/she is present.
3. All travel and subsistence expenses incurred by persons invited by the Board in connection with meetings relating to Board business shall be paid by the Authority in accordance with practice and rules referred to in paragraph 1.

## **ARTICLE 13**

### **INDEPENDENCE**

1. The members of the Management Board shall undertake to act independently in the public interest. For this purpose, they shall make a declaration of commitment<sup>6</sup> and a declaration of interests<sup>7</sup> indicating either the absence of any interests which might be considered

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<sup>5</sup> See Decision of the Management Board of the EFSA concerning implementing rules of transparency and confidentiality requirements, MB 10.03.2005 – 10 and the paper Openness, transparency and confidentiality endorsed by the Management Board of the EFSA, MB 16.09.2003 – 13 – Agreed.

<sup>6</sup> Declaration of commitment provided in Annex 1 of the Guidance document on declarations of interests, MB 11.09.2007 – 5.3.

<sup>7</sup> Annual Declaration of Interest provided in Annex 2 of the Guidance document on declarations of interests, MB 11.09.2007 – 5.3.

prejudicial to their independence or any direct or indirect interests which might be considered prejudicial to their independence. These declarations shall be made annually in writing.

2. Members shall declare at each meeting of the Board any interests, which might be considered prejudicial to their independence in relation to the items on the agenda<sup>8</sup>.
3. Any member concerned that his or her interests may undermine his or her independence shall inform the Chair. The extent of the member's participation in the work of the Board shall be laid down by the Chair in agreement with the respective members. It shall be noted in the minutes of the meeting.

#### **ARTICLE 14**

##### **CONFIDENTIALITY**

1. The members of the Management Board shall not divulge to third parties confidential information that they have received for which confidential treatment has been requested and is justified.
2. Members of the Board shall sign an initial written declaration<sup>9</sup> that they will comply with the rules of confidentiality in paragraph 1.

#### **ARTICLE 15**

##### **REPLACEMENT**

If a member of the Board is not fulfilling his or her obligations in relation to independence, confidentiality or participation in such a manner that this is substantially affecting the work of the Board, the Board, acting on a two-thirds majority, may ask for his/her replacement.

#### **ARTICLE 16**

##### **SECRETARIAT**

1. The Executive Director shall provide the Secretariat and appropriate administrative support to enable the Board to carry out its work.
2. Correspondence intended for the Management Board shall be addressed to the Secretariat in the location of the seat of the Authority.
3. The secretariat is responsible for archiving documents and decisions of the Management Board.

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<sup>8</sup> Specific Declaration of Interest provided in Annex 3 of the Guidance document on declarations of interests, MB 11.09.2007 – 5.3.

<sup>9</sup> Declaration concerning confidentiality provided in Annex 4 of the Guidance document on declarations of interests, MB 11.09.2007 – 5.3.



## ***ARTICLE 17***

### ***AMENDMENT OF THE RULES OF PROCEDURE***

1. The Board may amend these Rules of Procedure and its annexe by a majority of its members.
2. Amendments to the Rules of Procedure and its annexe shall enter into force on the date decided by the Board.

## ***ARTICLE 18***

### ***ENTRY INTO FORCE***

These Rules and annexe shall enter into force as soon as they are adopted.

Done at ....., ... January 2008

For the Management Board,

Dr Patrick G. Wall

The Chair

**ANNEX I**  
**APPOINTMENT OF THE EXECUTIVE DIRECTOR**

1. For the appointment of the Executive Director, in accordance with Article 26(1) of the Regulation, the Commission shall propose to the Management Board of the Authority a list of suitable candidates for the post of Executive Director.
2. Information relating to the candidates on the list proposed by the Commission, including information concerning the selection criteria and procedures used, shall be transmitted to members of the Board at least 10 calendar days before the start of the meeting at which it is proposed that the nomination of the Executive Director be considered.
3. The Board shall decide which of the candidates proposed by the Commission are required to attend for interview. The Secretariat shall invite those candidates to attend the next meeting of the Board.
4. After interviewing the candidates the Board shall then decide whether to proceed to a nomination. The Board shall vote by a secret ballot in order to nominate the most suitable candidate. Subject to a unanimous decision by the Board, the secrecy requirement for the ballot may be waived. The nomination procedure shall be as follows:
  - I. Where there is a single candidate or where the other candidates withdraw, leaving a single candidate, that candidate shall be elected provided that he or she receives the majority of votes cast.
  - II. Where there are several candidates, election shall take place in accordance with the following procedure.
    - a) The candidate who receives at least a two-thirds majority of the votes of all members is elected. Where none of the candidates receive a two-thirds majority of the votes of all members, at each round the candidate(s) with the lowest number of votes shall be excluded. When only two candidates are left, rounds run until one candidate receives two-thirds majority of favourable votes of the Management Board members
    - b) When only two candidates are left, if after 3 rounds none of the two remaining candidates obtains a two-thirds majority, the candidate receiving the simple majority shall be elected
    - c) Candidates may withdraw their candidature at any time during the procedure.
5. Before being formally appointed by the Board, the nominated candidate shall without delay make a statement before the European Parliament.
6. The motion to vote for the removal of the Executive Director of the Authority shall be tabled by at least one third of the Management Board. The motion shall clarify the reasons prompting the members to ask for the removal of the Executive Director. The decision on the motion shall be taken by a majority of the Management Board.