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**EXECUTIVE OFFICE**

**Management Board  
20 October 2011  
Parma**

<b>Meeting</b>		<b>Management Board – Open session</b>	
<b>Document number</b>		mb 20 10 11 item 8 doc 6	
<b>Submitted by</b>		Resources and Support – LRA	
<b>Document for</b>			Information
			Discussion
		X	Possible adoption

## RESOURCES AND SUPPORT

### **NOTE TO THE ATTENTION OF THE MANAGEMENT BOARD CONCERNING ITS RULES OF PROCEDURE**

The Management Board is kindly invited to adopt the enclosed proposal of the Executive Director for the revised Decision of the Management Board on its Rules of Procedure (RoP).

The present proposal covers mainly the following points:

- In the context of the discussion of its Code of Conduct adopted by the Board in June this year it derived that an enhanced mechanism to screen the Declarations of Interests (Dols) would be desirable. It is suggested to have a screening process involving the entire Board (Article 13(2) of the Draft proposal for the revised RoP).
- Incorporation of the criteria set out in the statement of the Management Board related to the scientific independence and the prevention of any misperception of the role of the Chair and Vice-Chairs, adopted by the Board on 21 October 2010, into the eligibility criteria for the election of the Chair and Vice-Chairs (Article 2(2) of the Draft proposal for the revised RoP).
- Adaptations necessary in Article 3 of the RoP in relation to the linguistic regime of EFSA.
- Formal adjustments and correction of minor clerical mistakes, inter alia omission of former footnote 9 regarding Specific Dols and merger of Articles 17 and 18 by cleaning up redundancies and provisions obsolete due to lapse of time.
- In order to consolidate the Rules of Procedure, incorporation of the text of the MB Decision of 18 March 2010 (which had been annexed to the version currently in force) into the text of the present rules (Article 12).

## RESOURCES AND SUPPORT

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

THE MANAGEMENT BOARD OF THE EUROPEAN FOOD SAFETY AUTHORITY,

Having regard to the Treaty on the Functioning of the European Union,

Having regard to Regulation (EC) No 178/2002 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<sup>1</sup>, and in particular to Chapter III and Article 25(5) thereof,

Whereas:

- (1) In accordance with Article 25(5) of Regulation (EC) No 178/2002 the Management Board of the European Food Safety Authority<sup>2</sup> should adopt its rules of procedure.
- (2) The Management Board<sup>3</sup> should ensure that the Authority carries out its mission and performs the tasks assigned to it under the conditions laid down in Regulation (EC) No 178/2002, in other specific Union law provisions and in the implementing rules of the Authority.
- (3) The Board adopted the Code of Conduct of the Management Board of the European Food Safety Authority on 16 June 2011<sup>4</sup>,

ADOPTS THE FOLLOWING RULES OF PROCEDURE:

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<sup>1</sup> OJ L 31, 1.2.2002, p. 1.

<sup>2</sup> Hereinafter also referred to as 'the Authority'.

<sup>3</sup> Hereinafter also referred to as 'the Board'.

<sup>4</sup> <http://www.efsa.europa.eu/en/keydocs/docs/codeconductmb110616.pdf>.

*Article 1*

**Composition**

In accordance with Article 25(1) of Regulation (EC) No 178/2002, 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 election shall take place at the first meeting following the end of the term of the outgoing Chair.
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 the start of the Management Board meeting at which the election is to take place. In order to avoid any misperception of its role, the Chair and Vice Chairs may not have a management role or other influential roles in organisations representing interests of the food chain, other than public interests. 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 or she receives the majority<sup>5</sup> of votes cast.
  - (b) Where there are several candidates, election shall take place in accordance with the following procedure:
    - The candidate who receives at least a two-thirds majority of the votes of all members is elected. Where none of the candidates receives a two-thirds majority of the votes of all members, at each round the candidate(s) with the lowest number of votes shall withdraw.

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<sup>5</sup> For the purposes of the present Decision, 'majority of its members' means half of the members plus one member. In the case of the full Management Board of the Authority, this means eight votes. Qualified majority means a two-thirds majority of the members. In the case of the full Management Board of the Authority this means ten votes.

## **mb 20 10 11 item 8 doc 6 – Revision of the EFSA Management Board Rules of Procedure**

- When only two candidates are left, rounds will run until one candidate receives a two-thirds majority. If after three rounds none of the two remaining candidates obtains a two-thirds majority, the candidate receiving the 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 peers.
  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**

The internal rules regarding working languages shall be determined by the Executive Director of the Authority.

### *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 of the present Article, 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 15 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 ten 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 date 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.

#### *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 of the present Article, requests for matters that members wish to have included, deleted or replaced on the provisional agenda shall be submitted to the Chair not less than seven calendar days before the date of the meeting.

3. When the Board is convened to deliberate on a matter of urgency, requests for matters that members wish to have included, deleted or replaced on the provisional agenda shall be submitted to the Chair as soon as possible 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 of the present Article, 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 or the Executive Director, the Board may admit to its meetings any person especially qualified in the matters to be discussed with a view to informing the Board on this matter.
4. Members of the Board shall make a commitment to attend and participate in its meetings<sup>6</sup>.

*Article 7*

**Proceedings at meetings**

1. The Chair shall direct the proceedings, giving precedence to those who wish to raise a point of order or a preliminary matter.
2. Save as otherwise stated, the decisions shall be signed by the Chair to signify adoption.
3. The Management Board shall hold its meetings in public unless, acting on a proposal from the Executive Director or the Chair, it decides otherwise for specific administrative points of its agenda.

*Article 8*

**Voting arrangements**

1. At least two thirds of all the members of the Board (i.e. ten members) shall be present physically in order for decisions or documents to be validly adopted. That shall constitute the quorum for the validity of the vote. That quorum shall be calculated at the moment of the vote for the relevant decision. In the absence of a quorum, the Chair shall ensure that agenda items are discussed without decision.
2. Save as otherwise stated, the Board shall take its decisions by a majority of its members.
3. For the appointment and removal of the Executive Director, the Board shall take its decisions by the majority and shall follow the procedure set out in the Annex to the present Rules.
4. 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. five members) request a secret ballot.

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<sup>6</sup> Annual Declaration of Commitment provided in Annex 1 to the implementing rules of the Policy on Declarations of Interests — Guidance document on Declarations of Interests.

## **mb 20 10 11 item 8 doc 6 – Revision of the EFSA Management Board Rules of Procedure**

5. 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 or her own vote each member may receive a maximum of one vote by proxy.
6. 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.
7. The Chair may authorise a member to speak briefly in explanation of a vote he or she has cast.
8. The Management Board can also adopt decisions by means of written procedures, in accordance with Article 10 of the present Decision.

### *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 or she deems it appropriate.

### *Article 10*

#### **Written procedure**

1. Urgent matters and matters already discussed at a meeting of the Board may be subject to voting by written procedure at the discretion of the Chair.
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, correcting simple errors of writing or calculating where applicable;
- (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:

- (a) the summary referred to in paragraph 1 of the present Article;
- (b) the attendance list of the meeting; and
- (c) 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 put the matter on hold until the following meeting.

4. Members shall agree minutes 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 14 calendar days after its approval.

6. Without prejudice to the confidentiality rules laid down in Article 39 of Regulation (EC) No 178/2002 and in the Authority's internal rules<sup>7</sup>, the minutes shall be published on the Authority's website.

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<sup>7</sup> See Decision of the Management Board of the EFSA concerning implementing measures of transparency and confidentiality requirements, Document MB 10.03.2005 – 10, and the Document 'Openness, transparency and confidentiality', endorsed by the Management Board of the EFSA on 16 September 2003, Document MB 16.09.2003 – 13 – Agreed.

*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 to the Staff Regulations of Officials of the European Communities<sup>8</sup>.
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 EUR 385 for each meeting of the Board for which he or she is present.
3. As a compensation for costs incurred by the preparatory work for meetings, the Chair of the Board, or the member replacing him or her, shall be entitled to one additional indemnity of EUR 385 for each meeting of the Board for which he or she is present.
4. All travel and subsistence expenses incurred by persons invited by the Board in connection with meetings relating to Board business shall be paid for by the Authority in accordance with practice and rules referred to in paragraph 1 of the present Article.

*Article 13*

**Independence**

1. In line with the Code of Conduct of the Management Board of the European Food Safety Authority of 16 June 2011<sup>9</sup> the members of the Management Board shall undertake to act independently in the public interest. For this purpose, they shall make Declarations of Commitment<sup>10</sup> and Declarations of Interests<sup>11</sup> indicating either the absence of any interests, which might be considered prejudicial to their independence or any direct or indirect interests, which might be considered prejudicial to their independence.
2. The Declaration of Commitment and the Declaration of Interests (DoI) shall be submitted on annual basis in writing and shall be immediately updated whenever relevant new declarable interests emerge or a change in relation to any already declared interest occurs.

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<sup>8</sup> Regulation No 31 (EEC), 11 (EAEC), laying down the Staff Regulations of Officials and the Conditions of Employment of Other Servants of the European Economic Community and the European Atomic Energy Community, OJ 45, 14.6.1962, p. 1385.

<sup>9</sup> <http://www.efsa.europa.eu/en/keydocs/docs/codeconductmb110616.pdf>.

<sup>10</sup> Annual Declaration of Commitment, provided in Annex 1 to the Implementing rules of the Policy on Declarations of Interests — Guidance document on Declarations of Interests.

<sup>11</sup> Annual Declaration of Interests, provided in Annex 2 of the Implementing rules of the Policy on Declarations of Interests — Guidance document on Declarations of Interests.

## **mb 20 10 11 item 8 doc 6 – Revision of the EFSA Management Board Rules of Procedure**

When EFSA receives an updated DoI of a Management Board Member, the Executive Director provides an assessment to the Board. The Board shall discuss each case on the basis of the assessment submitted to the Board. The Board shall reach a conclusion with regard to the DoI assessment and shall recommend a follow-up. If an identified conflict that is substantially affecting the work of the Board or EFSA's reputation is not resolved, Article 15 shall apply.

3. 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.

### *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>12</sup> that they will comply with the rules of confidentiality in paragraph 1 of the present Article.

### *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 or 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.

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<sup>12</sup> Declaration concerning confidentiality, provided in Annex 4 of the Implementing rules of the Policy on Declarations of Interests — Guidance document on Declarations of Interests.

**mb 20 10 11 item 8 doc 6 – Revision of the EFSA Management Board Rules of Procedure**

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.

*Article 17*

**Entry into force and amendments**

1. The present Rules of Procedure shall enter into force on the day following the date of their adoption and replace the Rules of Procedure in their latest version as operative since 1 July 2010, which shall be repealed as of the entry into force of the present Rules of Procedures.
2. The Board may amend the present Rules of Procedure by a majority of its members.

Submitted for adoption in Parma, Italy  
on 20 October, 2011

For the EFSA Management Board:

Prof. Diána Bánáti  
Chair of the Management Board

**ANNEX**

**APPOINTMENT AND REMOVAL OF THE EXECUTIVE DIRECTOR  
OF THE EUROPEAN FOOD SAFETY AUTHORITY**

- I. For the appointment of the Executive Director, in accordance with Article 26(1) of Regulation (EC) No 178/2002, the European Commission shall propose to the Management Board of the Authority a list of suitable candidates for the post of Executive Director.
- II. 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 ten calendar days before the start of the meeting at which it is proposed that the nomination of the Executive Director be considered
- III. 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.
- IV. 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:
  - (1) 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.
  - (2) 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 three rounds none of the two remaining candidates obtains a two-thirds majority, the candidate receiving the majority shall be elected.
    - (c) Candidates may withdraw their candidature at any time during the procedure.
- V. Before being formally appointed by the Board, the nominated candidate shall without delay make a statement before the European Parliament.
- VI. Any motion to vote for the removal of the Executive Director of the Authority shall be tabled by at least one third of the members of the Management Board. The motion shall state the reasons

**mb 20 10 11 item 8 doc 6 – Revision of the EFSA Management Board Rules of Procedure**

prompting the members to ask for the removal of the Executive Director. A majority of the members of the Management Board shall take the decision on the motion.

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