

EBA/DC/2014/095

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07 July 2014

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# Decision of the Management Board adopting its Rules of Procedure

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## The Management Board of the European Banking Authority

**Having regard to** Regulation (EU) No 1093/2010 of the European Parliament and of the Council of 24 November 2010 establishing the European Supervisory Authority (European Banking Authority), amending Decision No 716/2009/EC and repealing Commission Decision 2009/78/EC<sup>1</sup> (the 'Regulation' and 'the EBA'), in particular Articles 45(2) and 47(7) thereof.

### Has decided as follows:

#### Article 1 Date and place of meetings

- 1.1. Meetings of the Management Board shall be held at least five times a year. The date of these meetings shall be agreed by the members in advance. The annual calendar with meetings of the Management Board shall be published on the EBA's website.
- 1.2. Additional meetings of the Management Board shall be convened by the Chairperson on his/her own initiative or at the request of at least a third of its members.
- 1.3. The meetings of the Management Board shall be held on the premises of the EBA, unless the Management Board decides otherwise.
- 1.4. Meetings may also be convened by means of teleconferencing.

#### Article 2 Meetings

- 2.1. The Chairperson shall chair the Management Board meetings. The Alternate Chairperson shall chair them when the Chairperson is absent or unable to attend.
- 2.2. The Alternate Chairperson may attend the meetings as an observer.

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1. OJ L331, 15.12.2010, p. 12.

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- 2.3. Each member shall have an alternate who may represent the member of the Management Board in his/her absence and vote on his/her behalf. The name of the alternate shall be communicated in writing to the Chairperson within four weeks of the entry into force of this Decision. When a member is unable to participate in a meeting, he/she should inform the secretariat of the Management Board at least three working days in advance.
- 2.4. The Executive Director and a representative from the Commission shall participate in the meetings of the Management Board.
- 2.5. At the discretion of the Chairperson, the Management Board may invite advisers or experts to attend its meetings and assist its members in their deliberations.
- 2.6. The non-voting members, with the exception of the Executive Director, shall not attend any discussions within the Management Board relating to individual financial institutions.

### **Article 3 Decision-making procedures**

- 3.1. Decisions of the Board shall be adopted on the basis of a majority of the members present. In the event of a tie, the Chairperson shall have a casting vote. The quorum shall be reached when two-thirds of the members with the right to vote are present. If the quorum is not met, the Chairperson may convene an extraordinary meeting at which decisions may be taken without regard to the quorum; the Chairperson may also decide to submit those decisions for adoption by written procedure, in accordance with paragraph 3 of this article.
- 3.2. Each member shall have one vote. In addition, on matters solely relating to the establishment of the EBA's budget, the representative of the Commission shall have one vote.
- 3.3. Decisions may also be taken by written procedure, unless a member with a right to vote objects in which case the matter may be discussed at either a teleconference or at a meeting. Votes shall be cast and comments shall be raised in written form within five working days of the launch of the written procedure; depending on the urgency of the matter, this timeframe may be shortened, in which case the reasons shall be given. Voting members should express their approval (I agree), disapproval (I disagree) or abstention (I abstain). A failure to vote shall be considered a vote in favour of the proposal.
- 3.4. The outcome of a written procedure shall be notified without delay to the Management Board.

## Article 4 Agenda and related documents

- 4.1. The provisional agenda shall be drawn up by the Chairperson. It shall be sent to the members, together with all related documents, at least five working days before the meeting. In the case of an extraordinary meeting to deal with urgent matters, these timelines may be shortened.
- 4.2. Members may request a topic to be added to the agenda by consulting the Chairperson up to five working days before the meeting.
- 4.3. The final agenda of each meeting shall be adopted by the members at the Management Board meeting.

## Article 5 Minutes

- 5.1. Minutes of each meeting shall, as a rule, indicate in respect of each item on the agenda, the documents submitted to the Management Board, a summary record of the proceedings, the decisions taken or the conclusions reached by the Management Board, and the list of attendees.
- 5.2. Draft minutes shall be sent to the members within ten working days of the meeting. Members shall send their written comments to the Secretariat of the Management Board within five working days following the receipt of the draft minutes. Where necessary, the Chairperson, in consultation with the Executive Director, shall decide whether to submit revised minutes for adoption by written procedure or to postpone their adoption to the next meeting of the Management Board.
- 5.3. Once approved, the minutes shall be signed by the Chairperson. They shall be sent to the Board of Supervisors for information.

## Article 6 Confidentiality of the Management Board's proceedings

- 6.1. All proceedings of the Management Board shall be confidential. The members and all other persons attending meetings of the Management Board shall respect the confidentiality of these proceedings. In this respect, they are bound by the Decision on Professional Secrecy.<sup>2</sup>

## Article 7 Secretariat of the Management Board

- 7.1. The Executive Director shall be responsible for providing the secretariat for the Management Board. The Executive Director may appoint a member of staff of the EBA who shall assist him/her in preparing the meetings of the Management Board, in the conduct of deliberations and votes and in drafting the minutes.

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<sup>2</sup> Decision EBA DC 004 of 12 January 2011 (Decision of the Management Board on Professional Secrecy)

## Article 8 Independence

8.1. When carrying out the tasks and functions set out in the Regulation, the members of the Management Board shall act independently and objectively in the sole interest of the Union as a whole and shall neither seek nor take instructions from the Union institutions or bodies, from any government of a Member State or from any other public or private body. They shall be bound by the Decision on Conflicts of Interest.

## Article 9 Transparency

9.1. The names of the members of the Management Board and their respective alternate shall be made public. A version of the minutes of the Management Board's meetings without confidential information, personal data or other matters which may not be disclosed in accordance with applicable legislation shall be published on the EBA's website once approved.

## Article 10 Final provisions

- 10.1. This Decision repeals Decision EBA MB 2011 002 of 12 January 2011 adopting the Rules of Procedure of the European Banking Authority Management Board of the European Banking Authority.
- 10.2. This Decision shall be published on the EBA website.
- 10.3. The Management Board may amend these rules of procedure.

This Decision enters into force immediately.

Done at London, 07 July 2014

[signed]

Andrea Enria

Chairperson

For the Management Board