



European Centre for Disease Prevention and Control

Rules of Procedure of the Management Board

**adopted at its first meeting on 28 September 2004, including amendments
adopted at its tenth meeting on 15 June 2007 and subsequently at its
Forty-second meeting on 21 March 2018**

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European Centre for Disease Prevention and Control

Rules of Procedure of the ECDC Management Board

THE MANAGEMENT BOARD OF THE EUROPEAN CENTRE FOR DISEASE PREVENTION AND CONTROL (hereafter 'ECDC'),

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

Having regard to Regulation (EC) No 851/2004 of the European Parliament and of the Council of 21 April 2004 establishing a European centre (hereafter 'ECDC') for disease prevention and control (hereafter 'Founding Regulation') and to Decision No 1082/2013/EU on cross-border health threats including the role of ECDC

Whereas:

- (1) In accordance with Art. 14(4) of the Founding Regulation, the Management Board of the ECDC should adopt its Rules of Procedure.
- (2) The Management Board should ensure that the Centre carries out its mission and performs the tasks assigned to it under the conditions laid down in Regulation No 851/2004, in other specific Union law provisions and in the implementing rules of the Centre.
- (3) The Management Board adopted its initial Rules of Procedure at its first meeting of 28 September 2004, including amendments thereto at its tenth meeting of 15 June 2007.

ADOPTS THE FOLLOWING AMENDED RULES OF PROCEDURE:

Article 1. Membership

1. The Management Board consists of one member designated by each Member State, two members designated by the European Parliament and three members representing and appointed by the Commission. The duration of the term of office for each member is four years and can be extended. If the office of a member falls vacant, the Member State shall appoint a new member for the remainder of the term of office.
2. Each Member shall have a nominated alternate who will represent the member in his/her absence.

Article 2. Chair and Deputy Chair

1. The Management Board shall elect a Chair and a Deputy Chair from among its members. The term of office of the Chair and the Deputy Chair shall be two years, which may be extended following the procedure set out in paragraph 2. The term of office shall expire when they cease to be members of the Management Board.
2. The procedure for the election or extension of the mandate of Chair shall be as follows:
 - a) Nominations for Chair shall be submitted either by the candidates themselves or, with the consent of the person concerned, by other members of the Management Board to the Secretariat to arrive no later than four weeks before the start of the Management Board meeting at which the election is to take place.

The Secretariat shall send the nominations so received to the members of the Management Board no later than three weeks before the Management Board meeting at which the election

is to take place. Candidates shall submit a statement in support of their candidature at the time of the nomination.

- b) The Management Board shall designate two tellers amongst the members, observers or the ECDC Secretariat to assist in the counting of the vote.
- c) Each candidate will be invited to make a short presentation of himself/herself as a candidate.
- d) The vote for the election of Chair shall be taken by a two-thirds majority of all members with the right to vote and by secret ballot.
- e) Where there are several candidates, the candidate who receives at least a two-thirds majority of all members with the right to vote is elected. If none of the candidates receives a two-thirds majority of all members with the right to vote, further rounds of votes shall be held. At each round, the candidate with the lowest number of votes shall be excluded until only two candidates are left.
- f) If after two rounds of votes with two remaining candidates none of the remaining two candidates obtains a two-thirds majority, the candidate receiving a simple majority shall be elected.
- g) If neither of the remaining two candidates receives the simple majority, the election shall be suspended and the Management Board shall seek an agreement to enable new nominations and the process shall resume if possible during the same meeting of the Management Board. In such case, new nominations can be made during the meeting.
- h) Where there is a single candidate or when the other candidate(s) withdraw, leaving a single candidate, that candidate shall be elected provided that he or she receives a simple majority.
- i) Candidates may withdraw their candidature at any time during the procedure.

3. The Deputy Chair shall be elected following a procedure identical to that of the Chair.

4. To enable him or her to perform the tasks of Chair or Deputy Chair optimally, it will be open to either Chair or Deputy Chair to cede their voting rights to their alternate who, in derogation from Art. 1(2) and Art. 10(2), may act as alternate during meetings in the presence of the Chair or Deputy Chair. Any such decision shall be declared at the start of meetings and recorded as such in the minutes. In cases where the alternate is unable to attend a meeting, the Chair or Deputy Chair shall inform the Secretariat in writing no less than one week before the meeting, or in exceptional cases during the meeting, and may give his/her proxy to a member who may vote on his/her behalf in accordance with Art. 11.

5. The Deputy Chair shall automatically take the place of the Chair if the latter is prevented from attending to his/her duties.

6. The election of the Chair's successor or the extension of his/her mandate shall take place at a meeting of the Management Board at which or following which the Chair's two-year term would normally end. The Chair shall inform the members of the Management Board of the date of the election at least six weeks prior to the start of the Management Board meeting at which the election/renewal is to take place. The Chair shall remain in his/her function until a new Chair is elected, unless he/she ceases to be a member of the Management Board in which case the Deputy

Chair shall take the place of the Chair as provided in Art. 2(5). In the case the Deputy Chair also ceases to be a member of the Management Board, Art. 2(9) shall apply.

7. If the office of the Chair or Deputy Chair falls vacant, the Deputy Chair or Chair as the case may be shall launch an election procedure in accordance with Art. 2(2) above. In the interim, in the cases where the office of the Chair falls vacant, the duties of the Chair shall fall to the Deputy Chair. The member elected at the next Management Board meeting shall serve as Chair or Deputy Chair for the remainder of her/his predecessor's term or until the end of the membership of the Management Board, whichever is the earlier.

8. The terms of office of Chairs and Deputy Chairs shall begin on the first day following their election.

9. If both the Chair and the Deputy Chair are absent or unable to attend the meeting, the meeting shall be chaired by the longest serving member or, in the event of equal length of service, by the oldest of the longest serving members.

10. The Chair shall be the spokesperson of the Management Board.

Article 3. Appointment of the Director

1. The Management Board shall nominate a Director from among the list of candidates to be interviewed proposed by the Commission. The information communicated by the Commission on these candidates shall be transmitted to the members of the Management Board.

2. The Secretariat shall invite the candidates to attend one of the following meetings of the Management Board for an interview. After interviewing the candidates, the Management Board shall proceed with the nomination procedure. The Management Board shall vote by secret ballot. The nomination procedure shall be as follows:

- a) The candidate who receives at least a two-thirds majority of all members with the right to vote is nominated. Where none of the candidates receives a two-thirds majority of all members with the right to vote at the first round, further rounds of votes shall be held. At each round, the candidate with the lowest number of votes shall be excluded.
- b) When only two candidates are remaining, a maximum of three rounds run until one candidate receives a two-thirds majority of all members with the right to vote.
- c) If none of the remaining two candidates receives the two-thirds majority of all members with the right to vote after the first or second round, the Management Board should take breaks to allow the members to consult before voting again.
- d) If after the third round none of the remaining two candidates receives the two-thirds majority of all members with the right to vote, the Management Board shall ask the Commission to publish a new call for expressions of interest.
- e) Candidates may withdraw their candidature at any time during the procedure. When the other candidate(s) withdraw, leaving a single candidate, that candidate shall be elected provided that she/he receives a two-thirds majority of all members with the right to vote, at the latest after three rounds. If the candidate does not receive a two-thirds majority of all members with the right to vote after the first or second round, the Management Board should take breaks to allow the members to consult before voting again. If the candidate does not receive a two-thirds majority of all members with the right to vote after three

rounds, the Management Board shall ask the Commission to publish a new call for expressions of interest.

- f) Before being formally appointed by the Management Board for a period of five years, the nominated candidate shall without delay make a statement before the European Parliament and answer questions put forth by members of that institution. The Management Board shall then appoint the Director for a period of five years.

3. The Management Board may, on proposal from the Commission, decide by a two-thirds majority of all members to extend the mandate of the Director once for a period of up to five years. The Management Board shall vote by secret ballot. If the two-thirds majority of all members is not reached after three rounds, the Management Board shall ask the Commission to publish a call for expressions of interest.

4. If the office of the Director falls vacant, the Management Board shall appoint an acting Director chosen between one of the Heads of Unit of the Centre, until a new Director is appointed according to the procedure foreseen in Art. 3(1) and (2).

Article 4. Dismissal of the Director

Any motion to vote for the dismissal of the Director shall be tabled by at least one-third of all members of the Management Board or by the Commission. The motion shall state the reasons prompting the members to ask for the dismissal of the Director. The Director shall be given the opportunity to comment on the reasons for dismissal before a vote on the motion for dismissal takes place. A majority of two-thirds of all members shall be required to take the decision to dismiss the Director. The Management Board shall vote by secret ballot.

Article 5. Attendance at meetings

1. The Management Board members should attend all meetings of the Management Board. Where this is not possible, their alternate should attend instead. Both Management Board members and alternates can participate in the meetings. They may be assisted by one adviser, unless the Management Board decides otherwise in a particular case.

2. In case a Management Board member fails to personally attend three consecutive meetings of the Management Board, without being replaced by their alternate for at least one of these meetings, the Chair shall send a formal letter to the Member State or Institution concerned to remind them of the importance to be represented by a member/alternate at each meeting. If an election under Art. 2 or 3 is scheduled to take place at a meeting, the Chair shall, at least three weeks prior to this meeting, formally request all Member States and Institutions represented in the Board to ensure the physical presence of their designated member or alternate at the meeting.

3. The quorum necessary for the meeting to be valid shall be achieved when at least two-thirds of all members of the Management Board are present or represented by their alternates or proxy. In the absence of a quorum, the Chair shall seek an alternative solution, such as discussion on important matters followed by a written procedure or adjourn the meeting and convene another as soon as possible.

4. Unless the Management Board decides otherwise in a particular case, the Director shall take part in the Management Board's deliberations without a right to vote, and may be assisted by other staff of the Centre.

Article 6. Admission of observers/Representatives of third countries

1. The Management Board may invite any person whose opinion can be of interest to attend its meetings or part of its meetings as an observer.
2. Representatives of third countries having entered into agreements with the Union in accordance with Art. 30 of the Founding Regulation shall be entitled to attend Management Board meetings under the terms and conditions specified in such agreements. The right to vote is excluded, unless provided for by a legal act.
3. The Management Board may invite any State which has applied for membership of the European Union, on condition that the accession negotiations have been successfully completed, to attend its meetings or part of its meetings as observer.
4. Representatives of third countries not covered by paragraphs 2 or 3 may be invited to attend Management Board meetings as observers in case an agenda item is of particular interest to these countries.
5. Observers may be permitted by the Chair to take part in the discussions and provide expertise. However, they shall have no voting right.

Article 7. Convening of meetings

1. Management Board meetings are convened by the Chair at least twice a year. Additional meetings may be organised at the request of one-third of the members. The date of the meetings shall be decided by the Management Board at its preceding meetings.
2. A provisional agenda, accompanied by the relevant material for decision making and consultation, will be sent to the members at least three weeks prior to each meeting. With regards to financial or budgetary related documentation, however, in order to ensure the most up-to-date information, the deadline for transmission of documents to members shall normally be at least two weeks prior to each meeting.
3. When the Management Board is to meet at the request of one-third of its members, the Chair shall convene a meeting to take place within six weeks of receipt of the request, or as soon as practicable in urgent cases.
4. When the Management Board is convened to deliberate on a matter of urgency, the notice of convocation, the provisional agenda, and any working documents, shall be transmitted to members no later than one week before the start of the meeting, except in cases of *force majeure*.
5. Meetings shall normally be held at the seat of the Centre.
6. When circumstances require, and provided a simple majority of all members does not object, the Chair may change the date or place of a meeting of the Management Board.

Article 8. Agenda

1. A provisional agenda shall be drawn up by the Chair based on a proposal from the Director. It shall contain, in addition to those items, the inclusion of which is requested by a member, any item the inclusion of which is requested by the Director.
2. Notwithstanding paragraph 3, members shall submit to the Chair requests for inclusion of matters on the provisional agenda not later than four weeks before the date of the start of the

meeting, except in cases of *force majeure*. Any request for deletion or replacement of an item on the provisional agenda shall be submitted to the Chair not less than two weeks before the start of the meeting, except in cases of *force majeure*. Any request by one or more of the members for inclusion, deletion, substitution of an item on the agenda shall state the reasons for the request. The Chair shall bring any such request to the notice of the other members and give consideration to their views before making a final decision on whether to concede to the request.

3. The agenda shall be adopted at the beginning of each meeting.
4. With the agreement of the Management 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 9. Proceedings at meetings

1. The Chair shall direct the proceedings.
2. For issues of special importance, the Chair should take the time to hear each member's views.
3. At its discretion, the Management Board may conduct its business in closed session. In such case, the session will be open only to Management Board members and alternate members and to representatives of third countries where applicable according to Art. 6(2). Summaries, minutes or other documents of the closed sessions shall be kept confidential. However, the outcome of the deliberations may be made public if the Management Board deems it appropriate. Consequently, the meeting may be opened to the attendance of individuals, as foreseen in Art. 6. Other than in special circumstances, the ECDC Director shall participate in such closed sessions.
4. When a topic requires deeper discussion, the Management Board can install a working group with a specific determined task. The working groups' members shall consist of members of the Management Board, or their alternates. The working group members elect their working group Chair and Deputy Chair. The working groups of the Management Board may be assisted by external experts.
5. The decisions and adopted amendments(s) to tabled documents of the Management Board will be highlighted by the Chair during his/her conclusion to the Management Board meeting. Copies of any proposed amendment(s) shall be tabled if needed.

Article 10. Voting

1. Unless otherwise provided for in the Founding Regulation or in these Rules of Procedure, the Management Board shall take its decisions by a simple majority of all members.
2. In the absence of a member, his/her alternate or nominated proxy according to Art. 11 shall be entitled to exercise his/her right to vote.
3. The Chair should strive to reach consensus and call for voting only when needed. In situations where there is no clear consensus, the Chair will ask members to vote following closure of the debate. Meeting minutes will indicate figures for the votes cast in favour, against and abstentions.
4. Votes shall be taken by a show of hands unless a secret ballot is requested by at least one-third of the voting members, provided for in the Founding Regulation or these Rules of Procedure. In a secret ballot, all invalid votes shall be so reported to the Management Board and shall be counted

as abstentions. At the discretion of the Chair, and where circumstances warrant, votes may also be taken using electronic or alternate technology.

5. Members abstaining from voting shall be considered as no-votes.

6. A statement of the views of a member may be entered in the minutes along with the decision, if a member so requests. The Chair may authorise a member to speak briefly in explanation of a vote he/she has cast.

7. The Management Board can also adopt decisions by means of written procedures, in accordance with Art. 13 below.

Article 11. Use of a proxy

1. Any Management Board member can represent another member at a meeting of the Management Board, provided that a written authorisation (hereafter 'proxy') from the absent member is provided to the Chair at the latest at the beginning of the meeting or exceptionally during the course of the meeting. The proxy must be advised prior to any agenda point for which the specific proxy has been provided.

2. In addition to his/her own vote, each voting member may receive only one vote by proxy.

3. The proxy shall be recorded in the minutes.

Article 12. Closure of debates

1. The Chair may move for the closure of the debate when he/she considers that all members have had the opportunity to express their views. The members may also ask to move for closure.

2. Any member asking to speak on closure of the debate 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 13. Urgent business essential for the functioning of the Centre which has already been discussed at a Management Board meeting

1. Between two meetings of the Management Board, the Director will notify the Chair of any urgent business that is essential for the functioning of the Centre. The Chair may decide to bring the matter to the attention of the Management Board either by convening an extraordinary Management Board meeting or by launching a written procedure.

2. A written procedure shall only concern matters already addressed during previous meetings. Draft decisions shall be addressed to members and, for information, to observers after approval of the Chair. The time to raise written objections and/or amendments shall be not less than one week unless otherwise specified depending on the urgency of the matter.

3. If no objections and/or amendments are raised, the matter shall be considered adopted.

4. If objections and/or amendments are raised, the Chair shall decide whether the written procedure should be suspended and may convene an extraordinary Management Board meeting or may decide that the draft decision, together with the serious objections, should be recirculated to all Management Board members. In such case, the deadline for adoption shall be extended.

5. A full report on the outcome of the written procedure shall be made at the end of the procedure and circulated to the Management Board.
6. As an exception to the first part of Art. 13(2), the Management Board can approve or amend through written procedure any implementing rule of the Staff Regulations without the need of a previous discussion at a Management Board meeting.

Article 14. Written consultation of the Management Board

1. The Director may raise an issue with the Chair which may benefit from consultation with the Management Board members. The Chair will decide whether the matter should be sent for consultation of the Management Board members and will set an appropriate deadline for the receipt of comments.
2. The Chair may also decide to consult the Management Board members on her/his own initiative.
3. A report of the outcome of the written consultation procedure shall be sent to the Director and be circulated to the Management Board members.

Article 15. Minutes of meetings

1. A summary of the decisions taken at each meeting of the Management Board and follow-up actions needed shall be forwarded to members not later than one week after the end of the meeting.
2. The draft minutes of the meetings, to which shall be attached the summary referred to in paragraph 1, the attendance list, and the decisions taken with figures for the votes cast at each vote, shall be forwarded to members not later than three weeks after the end of the meeting.

The final draft minutes shall be sent to members no later than three weeks after the deadline for receipt of comments.

- a) The timelines may be altered in extenuating circumstances and members will be advised accordingly in writing.
 - b) The minutes shall be formally adopted at the next meeting of the Management Board and subsequently published on the ECDC website.
 - c) Where applicable, the outcome of written procedure(s) as described in Art. 13 above shall be annexed to the minutes which are routinely adopted at the subsequent Management Board meeting.
3. Once approved by the Management Board, the minutes shall be signed by the Chair. The signed copy of the minutes shall be kept in the archives of the Centre. The final text of the minutes shall be forwarded to the Management Board members not later than two weeks after its approval.

Article 16. Reimbursement of expenses

1. Travel and subsistence expenses incurred by the members in connection with meetings relating to Management Board business shall be paid by the Centre in accordance with practice and rules laid down by the Centre.
2. Expenses incurred by alternates relating to Management Board business shall be paid by the Centre in accordance with paragraph 1, only in the case where the substitute replaces the Management Board member for whom he/she has been appointed as alternate.

3. All travel and subsistence expenses incurred by observers and experts invited by the Management Board in connection with meetings relating to Management Board business shall be paid by the Centre in accordance with practice and rules laid down by the Centre.

Article 17. Independence

1. In line with the Founding Regulation, the members and alternates of the Management Board shall undertake to act independently in the public interest. For this purpose, they shall make Declarations of Commitment and Declarations of Interests 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 shall be submitted on an annual basis in writing and shall be immediately updated whenever relevant new declarable interests emerge or a change in relation to any existing declared interest occurs. Annual Declarations of Interest, and any updates to members' and alternates' declarations, will be processed by ECDC and reviewed in accordance with the provisions of the Centre's independence policy.¹

3. Members and alternates shall declare at each meeting of the Management Board any interests which might be considered prejudicial to their independence in relation to the item(s) on the agenda.

4. The declarations made will be published on the ECDC website.

Article 18. Confidentiality

1. The members and alternates of the Management Board shall not divulge to any third party information that they have received for which confidential treatment has been requested and is reasonably justified or any information which they could reasonably expect to require confidential treatment.

2. Members and alternates of the Management Board are bound by the duty of confidentiality under Art. 21(2) of the Founding Regulation and sign a Declaration of Commitment according to Art. 19(2) of the Founding Regulation.

3. The Management Board's decisions and minutes of meetings shall be subject to the provisions of Regulation (EC) No 1049/2001 of the European Parliament and of the Council of 30 May 2001 regarding public access to European Parliament, Council and Commission documents and, in the interests of transparency, shall be published on the Centre's website. Agenda items which may legitimately be treated as sensitive or confidential in accordance with said Regulation may be excluded from publication upon the explicit decision of the Management Board.

Article 19. Secretariat

1. The Director shall provide the Secretariat and the appropriate administrative support to enable the Management 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 Centre.

¹ ECDC Independence Policy and implementing rules agreed by Management Board by written procedure on 20 December 2012 (Document MB26/11/Rev.1).

3. The Secretariat shall support the Management Board with the planning and organisation of Management Board meeting logistics, agendas and procedures.² The Secretariat shall maintain a list of Management Board members and alternate members, including official contact information, to ensure overall coordination and communication during and between Management Board meetings.
4. Management Board members should keep the Secretariat informed of any changes in their contact information, as the official information listed in the Secretariat's records shall be used for the delivery of all official documents and communications.

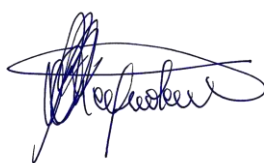
Article 20. General provisions

These Rules of Procedure shall be published on the ECDC website.

Article 21. Entry into force and amendment of the Rules of Procedure

1. These Rules of Procedure shall enter into force on the date of their adoption and replace the previous versions (document MB1/7) adopted by the Management Board at its first meeting of 28 September 2004, including a subsequent amended version (document MB10/14), adopted at its tenth meeting of 15 June 2007.
2. The Management Board may amend these Rules of Procedure by a two-thirds majority of its members with a right to vote.

Stockholm, 21 March 2018
On behalf of the Management Board

A handwritten signature in blue ink, appearing to read 'Daniel Reynders', with a large, stylized flourish above it.

Daniel Reynders
Chair of the Management Board

² The Secretariat will also coordinate and facilitate the work of the associated steering committees and/or working groups, providing support to the Chair and Deputy Chair to ensure efficiency and continuity.