MANAGEMENT BOARD DECISION No. 8 /2011
of 30 March 2011

ESTABLISHING RULES OF PROCEDURE OF THE MANAGEMENT BOARD

THE MANAGEMENT BOARD,

Having regard to the Frontex Regulation¹, in particular Article 20(2) (g) thereof,

Whereas the Rules of Procedure have to be updated and improved due to the developments in the functioning of Frontex and its Management Board.

HAS DECIDED AS FOLLOWS

Article 1

Object

The rules annexed hereto are adopted as Rules of Procedure of the Management Board.

Article 2

Repeal

The Decision of 25 May 2005, adopting the Rules of Procedure of the Management Board is repealed and replaced by this Decision.

Article 3

Entry into force

This Decision and the Rules of Procedure in the Annex enter into force on the day following the date of their adoption.

Done in Warsaw, 30 March 2011

For the Management Board

[signed]

R. Strondl
Chairperson

Annex

RULES OF PROCEDURE OF THE MANAGEMENT BOARD OF FRONTEX

Article 1

Term of office

In accordance with Article 21 of the Frontex Regulation, the duration of the terms of office of Members of the Management Board is four years. If a Member or an alternate leaves the Management Board before the end of his/her term of office, the duration of the term of office of his/her replacement is a full term of office.

Article 2

Chairmanship

1. In accordance with Article 22 of the Frontex Regulation the Management Board shall elect a Chairperson and a Deputy Chairperson from among its Members by an absolute majority of all Members with a right to vote.

2. Nominations for Chairperson and Deputy Chairperson shall be submitted either by the candidates themselves or by other Members of the Management Board to the secretariat no later than fifteen calendar days before the start of meeting at which the election is to take place.

3. The secretariat shall send the nominations so received to the Members of the Management Board no later than fourteen calendar days before the Management Board meeting at which the election is to take place.

4. The vote for the election of Chairperson shall be taken by secret ballot.

5. The procedure for the election of Chairperson shall be as follows:

   a) In the first ballot, the candidate who receives an absolute majority of the votes is elected;
   b) If none of the candidates receive an absolute majority of the votes, the two candidates who obtained the highest number of votes go forward to the second ballot. If due to equality it is not possible to determine the two candidates with the highest number of votes, there shall be a special ballot in order to determine the two candidates for the next round;
   c) In the second ballot, the candidate who receives an absolute majority of the votes is elected.
   d) Two tellers shall be designated amongst the Members or from the secretariat to assist in the counting of the vote.

6. The Management Board shall elect a Deputy Chairperson following the same procedure as stipulated in the previous paragraphs.
7. In accordance with Article 22 (2) of the Frontex Regulation the terms of office of the Chairperson and the Deputy Chairperson shall be two years and extendable once. The term of office shall begin on the first day after their predecessor’s term of office has expired or, in case the predecessor has left his/her office, the day of the election and it shall end when they cease to be Members of the Management Board.

8. If the term of office of Chairperson or Deputy Chairperson falls vacant before the end of the term of office, the Deputy Chairperson or the Chairperson, as the case may be, shall convene a meeting to elect a successor, to be held within three months. The member then elected shall serve as Chairperson or Deputy Chairperson for a full term of office, or until the end of his/her membership of the Management Board, whichever is the earlier.

9. The Deputy Chairperson deputises for the Chairperson when the latter is unable to chair either all or part of a meeting. If both the Chairperson and the Deputy Chairperson are unable to attend a meeting, the meeting shall be chaired by the longest serving Member of the Management Board or, in the event of equal length of service, by the oldest of the longest serving Members.

Article 3

Notice and venue of meetings

1. In accordance with Article 23 (3) of the Frontex Regulation, the Management Board shall meet at least twice a year. The date of the meetings shall be decided by the Management Board at least at its preceding meetings.

2. Additional meetings may be organised at the instance of the Chairperson or at the request of at least one third of its Members. In this case, the Chairperson shall convene a meeting to take place within forty two calendar days of receipt of the request, or fourteen calendar days in case of urgency.

3. The notice of convocation of a meeting of the Management Board, accompanied by the provisional agenda and the relevant material for decision making shall be transmitted by the secretariat to Members at least fourteen calendar days prior to each meeting.

4. When the Management Board is convened to deliberate on a matter of urgency, the notice of convocation and the provisional agenda shall be transmitted by the Chairperson to Members no later than the tenth calendar day before the day of the meeting, except in case of force majeure.

5. If any necessary working document is transmitted to the Members outside the time limits specified above, no decision shall be taken on the question to which it relates, unless the Management Board decides otherwise.

6. If circumstances so require and provided one third of the Members does not object, the Chairperson may change the date or the place of a meeting of the Management Board.
Notification of such change shall be given to the Members no later than twenty one calendar days before the original or revised date of the meeting, whichever is the earlier.

7. Meetings shall be held at the Frontex headquarters.

8. The Management Board may decide to take an exception to the general rule specified in paragraph 7, at the request of a Member of the Management Board, provided that the costs and expenses to be reimbursed by Frontex because of holding a meeting outside the headquarters do not exceed 45,000 euros per a meeting day.

Article 4

Agenda

1. A provisional agenda shall be drawn up by the Secretariat and endorsed by the Chairperson. It shall contain, in addition to those questions whose inclusion is requested by a Member, any question whose inclusion is requested by the Executive Director.

2. The agenda, accompanied by the relevant material for decision making, shall be forwarded to the Members and their alternates.

3. The provisional agenda shall be divided in two parts: Part I and Part II.

4. Items for which the Management Board is required to take decisions in accordance with the Frontex Regulation and the Rules of Procedure of the Management Board shall be included in Part I.

5. Items for which the Management Board is not required to take decisions in accordance with the Frontex Regulation and the Rules of Procedure of the Management Board, but where the Management Board is only expected to provide a forum for discussions, shall be included in Part II.

6. Notwithstanding paragraph 7, questions to be included on the provisional agenda shall be submitted to the Chairperson not less than forty two calendar days before the date of the meeting.

7. If the Management Board so decides, urgent questions may be added to the agenda at any time prior to the end of the meeting, and items on the agenda may be deleted or carried over to a subsequent meeting.

8. The agenda shall be adopted at the beginning of each meeting.

Article 5

Attendance at meetings

1. The Members shall attend all meetings of the Management Board. Where this is not possible, their alternates shall attend in their place; both can attend and participate. They
may be assisted by one advisor or expert. The attendance of a second advisor or expert may be authorised by the Chairperson.

2. Any Member of the Management Board can also represent one other Member provided that a written authorisation from the absent Member is given to the Chairperson at the beginning of the meeting. The proxy shall be recorded in the minutes.

3. The Executive Director shall take part in all the deliberations of the Management Board and may be assisted by other Frontex staff.

4. The attendance as observers of experts and of persons whose opinion can be of interest shall be decided by the Management Board on a case by case basis; the organization of, and attendance at, such hearings on specific matters shall be decided in the same manner.

5. In accordance with Article 23(4) of the Frontex Regulation representatives of Ireland and the United Kingdom shall be invited to attend the meetings of the Management Board.

6. The Management Board may invite a representative of a state which has been accepted as a candidate for membership of the European Union to attend its meetings as observer when the accession negotiations have been finalised.

7. Following a request of any Member to restrict the meeting to a closed session, the Management Board shall decide whether:
   a) to consider the matter in closed session, by requiring everybody but the Members of the Management Board and their alternates to leave the meeting;
   b) to consider the matter in an extended closed session with the inclusion of such additional persons as the Management Board may decide,
   c) to consider the matter under normal meeting arrangements.

Article 6
Quorum

1. The Members, alternates or proxy-holders representing at least two thirds of all Members with a right to vote shall constitute the quorum necessary for the meeting to be valid.

2. In the absence of a quorum, the Chairperson shall search for an alternative solution such as discussion on important matters to be decided by written procedure, restrict the discussion to items included in part II of the agenda or close the meeting and convene another as soon as possible.
Article 7
Voting arrangements

1. The Management Board shall take its decisions in accordance with the voting rules specified in the Regulation. For that purpose the total number of Members of the Management Board is that of the Members entitled to cast a vote, present or not.

2. The representatives of countries associated with the implementation, application and development of the Schengen acquis shall vote in accordance with the relevant provisions of the arrangements referred to in Article 21(3) of the Frontex Regulation.

3. In the absence of a Member or his/her alternate the proxy holder according to Article 5(2) shall be entitled to exercise his/her right to vote. In addition to his/her own vote, each voting Member may receive only one vote by proxy.

4. Without prejudice to Article 2(4) and unless a secret ballot is requested by at least one third of the Members with a right to vote present, votes shall be taken transparently, by show of hands and, if feasible, with the support of technical devices for the counting of the votes.

5. For each decision adopted by the Management Board, the result with the number of votes cast shall be recorded. A statement of the views of the minority shall be entered in the minutes along with the decision if the minority so requests.

6. The Chairperson may authorize a Member to explain, briefly, a vote he/she has cast.

7. The Management Board may also take decisions by means of written procedure, in accordance with Article 8.

Article 8
Decisions taken by written procedure

1. Pursuant to Article 7(7), decisions of the Management Board may be taken by written procedure on a proposal from the Chairperson provided that at least one third of the Members with a right to vote do not object. If the proposal to take decision by written procedure was not presented at a meeting, the Members pronounce their objections in the written procedure itself launched by the Chairperson.

2. Written objections on the subject matter and, where necessary also to the proposal to use the written procedure, shall be raised within a deadline that is not less than seven calendar days, unless otherwise specified depending on the urgency of the matter.

3. A proposal for a decision to be taken by written procedure shall not be subject to amendment; it shall be approved or rejected in its entirety.
4. The result of a written procedure shall be notified without delay to the Members of the Management Board. The notification shall indicate the votes of the Members in an appropriate way. The second sentence of Article 7(5) applies by analogy.

5. The decisions taken by written procedure shall be recorded in the minutes of the next Management Board meeting.

**Article 9**

**Minutes**

1. Minutes of each meeting shall be drawn up and, once approved by the Members, shall be signed by the Chairperson.

2. The minutes shall as a general rule indicate in respect of each item on the agenda:
   a) the documents submitted to the Management Board;
   b) the decisions taken or the conclusions reached by the Management Board with the numbers of votes cast at each vote;
   c) the statements whose entry has been requested by a Member of the Management Board.

3. The draft minutes, to which the attendance list shall be attached, shall be forwarded to the Members, as a main rule, within fourteen calendar days after the end of the meeting.

4. Once approved, the signed original of the minutes shall be kept in the archives of Frontex and a copy shall be forwarded to a Member requesting of the final text.

**Article 10**

**Confidentiality**

All proceedings of the Management Board shall be confidential, unless otherwise decided by the Management Board. Members and other persons present at the meetings shall respect the confidentiality character of these proceedings as well as that of the documents transmitted by Frontex.

**Article 11**

**Public access to documents**

1. Without prejudice to paragraph 2, the deliberations of the Management Board as well as the documents transmitted by Frontex to the Management Board shall be confidential, except in so far as the Management Board decides otherwise.

2. The access to the decisions of the Management Board, minutes of the meetings and any other related document shall be subject to the principles, conditions and limits laid down in Regulation (EC) 1049/2001 as well as to the rules set forth in a decision of the Management Board pursuant to Article 28 of the Frontex Regulation laying down practical arrangement regarding public access to documents of Frontex.
Article 12
Secretariat, Executive Bureau and Ad Hoc working Groups

1. The Frontex headquarters shall be responsible for providing the secretariat functions for the Management Board. All formal communications and contacts concerning the Management Board are to be addressed to Frontex Executive Director via Frontex Situation Centre.

2. The Management Board may create an Executive Bureau as stipulated in Article 20(7) of the Frontex Regulation.

3. For the purposes of its tasks as defined in the Frontex Regulation, in particular Article 20 thereof, the Management Board may also create ad hoc working groups at its discretion, the composition of which it shall determine. A meeting of the representatives of the Members of the Management Board contribute to the preparation of the annual Programme of Work for Frontex.

Article 13
Reimbursement of expenses

1. All travel and subsistence expenses incurred by the Members in connection with meetings relating to the Management Board business shall be reimbursed by Frontex on the basis of the scales laid down in the Annex VII to the Staff Regulations of Officials of the European Communities.

2. Expenses incurred by alternates relating to business of the Management Board shall be reimbursed by Frontex in accordance with paragraph 1, only in the case where the alternate replaces the Member for whom he/she has been appointed as an alternate.

3. Travel and subsistence expenses incurred by observers and experts invited by the Management Board in connection with its meetings business may be covered by Frontex if it deems appropriate in accordance with the rules referred to in paragraph 1.

Article 14
Forms of the decisions

The decisions taken by the Management Board shall be recorded in the minutes or take the form of a separate decision and follow the requirements laid down in Annex to this Decision.
ANNEX

Form of Decisions

1. Decisions adopted by the Management Board shall include:
   (a) in their title the words “MANAGEMENT BOARD DECISION”, followed by a serial number, the date of their adoption and an indication of their subject-matter;
   (b) a reference to the provisions of the Regulation under which is adopted, preceded by the words “Having regard to”;
   (c) a statement of the reasons on which the Decision is based, preceded by the word “Whereas”, the recitals being numbered;
   (d) the words “HAS DECIDED AS FOLLOWS”, followed by the enacting terms of the Decision.

2. Decisions shall be divided into Articles and, if appropriate, grouped into chapters and sections.

3. The final Article of a Decision shall fix the date of entry into force.

4. The final Article of a Decision shall be followed by the words “Done in”, followed by the place and full date on which the Decision was adopted.

5. The Decision contains also the signature of the Chairperson on behalf of the Management Board using the words “For the Management Board”. 