

Bucharest, 27 September 2012
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RULES OF PROCEDURE

(Document adopted by the Management Board)

¹ Corrigendum to Article 8 of 12 November 2012; Amendment of Annex 1 adopted by the Management Board on 20 March 2014

THE MANAGEMENT BOARD OF THE EUROPEAN CHEMICALS AGENCY

Having regard to Regulation (EC) N° 1907/2006 of the European Parliament and the Council of 18 December 2006 concerning the Registration, Evaluation, Authorisation and Restriction of Chemicals (REACH), establishing the European Chemicals Agency, amending Directive 1999/45/EC and repealing Council Regulation (EEC) N° 793/93 and Commission Regulation (EC) N° 1488/94 as well as Council Directive 76/769/EEC and Commission Directive 91/155/EEC, 93/67/EEC, 93/105/EC and 2000/21/EC; and in particular Article 78 thereof,

Having regard to the EEA/EFTA Joint Committee Decision 25/2008 of May 2008 on REACH and the establishment of a European Chemicals Agency

HAS ADOPTED THESE RULES OF PROCEDURE

Article 1 Composition

1. The Management Board consists of one voting member from each Member State appointed by the Council, two voting members appointed by the European Parliament as well as three voting members and three non-voting members from interested parties appointed by the Commission.
2. The duration of the term of office shall be four years. The term of office may be renewed once. However, for the first mandate, the Commission identified half of its appointees, and the Council identified 12 of its appointees, for which this period will be six years.
3. The Management Board may also include one observer of each EEA-EFTA Member State appointed by the corresponding authorities for a term of maximum four years which may be renewed once. The Management Board may also include observers from accession countries to the European Union during the period preceding the accession and after signature of a Treaty of Accession.

Article 2
Chair and Deputy-Chair

1. The Management Board shall elect a Chair and a Deputy-Chair from among the members with voting rights. The Deputy-Chair shall automatically take the place of the Chair if he/she is prevented from attending his duties.
2. The term of office of the Chair and the Deputy-Chair shall be two years and shall expire when they cease to be members of the Management Board. The term of office shall be renewable once.
3. Nominations for Chair and Deputy-Chair shall be submitted in writing either by the candidate themselves or by other members of the Management Board. Candidates shall submit a brief document in support of their candidature at the time of the nomination.
4. The election shall be by secret ballot.
5. Two tellers shall be designated amongst the members to assist in the counting of the vote.
6. At each round, the candidate with the lowest number of votes shall withdraw. Rounds will run until one candidate receives two-thirds majority of favourable votes of the Management Board members.
7. If both the Chair and the Deputy-Chair are unable to attend a meeting, the meeting shall be chaired by the longest serving member of the Board or, in the event of equal length of service, by the oldest of the longest serving members.
8. If the office of Chair or Deputy-Chair falls vacant before the end of the term of office, the Deputy-Chair or Chair 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 Chair or Deputy-Chair for a full term of office or until the end of his membership of the Management Board whichever is earlier.

Article 3
Meetings of the Management Board

1. Meetings are held at least twice per year. The meetings of the Management Board shall be convened by invitation of its Chair in consultation with the Executive Director or, alternatively, at the request of at least one third of the Board members.
2. Between any two meetings of the Board, urgent business may be submitted to the Board by convening an extraordinary Management Board meeting following the procedure set out in paragraph 1. In case of an extraordinary meeting the timelines related to provision of document to the members of the Management Board set by these Rules may be shortened.
3. The Executive Director shall take part in the meetings of the Management Board, without voting rights.
4. The Chairpersons of the Committees and the Chair of the Forum are entitled to attend the meeting of the Management Board without voting rights. Other staff of the Agency shall take part in the meetings at the discretion of the Executive Director.
5. When a member is prevented from attending a meeting, he/she may inform the

secretariat of the Management Board at least five days before the meeting of a person of trust attending the meeting on his or her behalf without voting rights (personne de confiance).

6. Any other person may attend the meeting on invitation by the Chair in consultation with the Executive Director.
7. The Board may restrict at any time the attendance at a meeting for specific points on the agenda to members and persons of trust.

*Article 4
Impossibility to convene meetings*

1. In case Management Board meetings cannot be convened due to circumstances outside the control of the Agency, the Chairman in consultation with the Executive Director shall initiate written procedures on matters where an absence of a decision would have harmful consequences to the functioning of the Agency.
2. These decisions shall be adopted in accordance with the procedure outlined in Article 8.
3. A full report on the outcome of the written procedure shall be made without undue delay.

*Article 5
Agenda*

1. A provisional agenda shall be drawn up by the Chair in consultation with the Executive Director. It shall be forwarded to the members and observers at least two weeks prior to each meeting, to the extent possible with part of the supporting documents. The relevant material for agenda points subject to decision-making shall be forwarded at least ten calendar days before the meeting. The agenda shall be adopted at the beginning of each meeting.
2. If the 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.

*Article 6
Voting of the Management Board*

1. All decisions of the Management Board shall be adopted by a two-thirds majority of all voting members.
2. In addition to his own vote, each voting member may cast a maximum of two votes that he/she has received by proxy. The proxy shall be notified to the Chair at the latest at the beginning of the meeting and shall be recorded in the minutes.
3. Unless a secret ballot is requested by at least one-third of the voting members present, votes shall be taken by show of hands.

Article 7
Quorum

The quorum necessary for the meeting to be valid shall be achieved when at least two thirds of all voting members are present or represented by a proxy.

Article 8
Decisions by written procedures

1. Between two meetings of the Board, urgent business may be submitted to the Board by written procedure when an agenda point with an imminent deadline could not be concluded at the previous meeting or if a decision cannot be postponed until the next meeting.
2. A written procedure shall be initiated by the Chairman in consultation with the Executive Director. Draft decisions shall be addressed to members and, for information, to observers after approval of the Chairman. 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.
3. Votes shall be cast by return email sent to the secretariat of the Management Board or by online voting, if available. The vote of any Board member with voting right who does not express his or her position will not be taken into account for determining the outcome of the procedure (no tacit agreement applies). Articles 6 and 7 apply mutatis mutandis.
4. Written objections shall be raised within seven calendar days unless otherwise specified depending on the urgency of the matter. In case of serious objections, the Chairman in consultation with the Executive Director decides whether the written procedure should be suspended and convene an extraordinary Board meeting or whether the draft decision, together with the serious objections, should be re-circulated to all Board members. In that case, the deadline for adoption shall be seven calendar days.
5. A full report on the outcome of the written procedure shall be made at the following meeting.

Article 9
Minutes

1. Minutes of each meeting shall as a general rule indicate in respect of each item:
 - (a) documents submitted to the Management Board;
 - (b) a summary record of the proceedings;
 - (c) the decision taken or the conclusions reached by the Management Board;
 - (d) the list of attendees
 - (e) the list of agreed follow-up actions.
2. The draft minutes shall be forwarded to members no later than four weeks after that meeting and at least ten calendar days prior to the next meeting.
3. The final text of the minutes shall be forwarded to the members after its approval.

Article 10
Preliminary Conclusions

Preliminary Conclusions shall be drawn up by the Executive Director within two working days after each meeting. They shall be approved by the Chair and submitted to the members. If no objections are received from Board members within two working days, the Chair will authorise to make the preliminary conclusions public.

The Preliminary Conclusions shall not constitute official records of the meetings.

Article 11
Subgroups of the Management Board

The Management Board may establish subgroups in order to prepare its decision making in specific areas of responsibility, such as planning and reporting, or provide advice on strategic areas within the Management Board's remit. The mandate, duration and composition of these subgroups shall be determined by the Management Board.

The subgroups shall select a Chairperson from among its members, if this is not decided by the Management Board.

Article 12
Independence and commitment

1. The members of the Management Board shall undertake to act independently in the public interest. They shall act impartially, avoiding any situation liable to give rise to potential conflicts of interest.
2. Members of the Management Board shall make a declaration of commitment to fulfil their duties and a declaration of interests which could be prejudicial to their independence. These declarations shall be made annually in writing and be entered in a register held by the Agency which is accessible to the public, on request, at the Agency's offices. In addition, the declarations of interests shall be published on the Agency's website.

These Declarations shall be made in accordance with the models contained in Annex 1 and Annex 2.

Before participating in a meeting, each participant shall ensure that his or her declaration of interest is valid and includes the latest relevant information.

The Chair shall review the declarations of interest from the other members and bring any issue of concern to the attention of the Management Board.

3. At each meeting, members shall declare any interest which could be considered to be prejudicial to their independence with respect to any point on the agenda. Anyone declaring such interests shall not participate in any voting on the relevant point.

*Article 13
Duty of confidentiality*

Members of the Management Board shall be required, even after their duties have been ceased, not to disclose information of the kind covered by the duty of professional secrecy. Other persons attending a meeting or supporting members in the preparations shall respect the same principle.

*Article 14
Secretariat of the Management Board*

The Executive Director shall be responsible for providing the secretariat for the Management Board.

*Article 15
General provisions*

These Rules of Procedure shall replace the previous version as adopted by the Management Board in June 2008 and most recently amended on 30 September 2011 (MB/02/2007 final).

The document shall be published on the ECHA website.

Done at Bucharest on 27 September 2012,

For the Management Board

signed

Thomas Jakl
Chairman of the Management Board

Annexes

ECHA DECLARATION OF INTERESTS

There is a conflict of interest where the impartiality and objectivity of a decision, opinion or recommendation of the Agency and/or its bodies, is or might in the public perception be compromised by an interest held by, or entrusted to, an individual working for the Agency.

Please note that having an interest does not necessarily mean having a conflict of interest. In particular, high quality of (scientific) expertise is by nature based on prior experience. Declaring an interest does therefore not automatically disqualify you or limit your participation in the activities of the European Chemicals Agency.

On the other hand it should be emphasised that this declaration of interest form does not contain an exhaustive list of potential interests and that all other elements that might jeopardise your independence when working with the Agency should thus also be indicated. Your answers will then be reviewed and dealt with in accordance with the ECHA Procedure for Prevention and Management of potential Conflicts of Interest.

First Name:

Last name:

Position in ECHA:

hereby declares to have the following interests:

² Annex 1 was amended on 20 March 2014 to align the template for the ECHA Declaration of Interest with the format used in the revised policy for managing potential conflicts of interests (MB/07/2014 final).

I. Employment, consultancy, legal representation or advice

Within the past 5 years, were you employed or have you had any other professional relationship with a commercial entity³ or other organisation⁴ with an interest in the regulatory field of activity of ECHA?

- No
 Yes, and more in particular:

Function/Activity	Time period (from...until month/year)	Name of organisation or commercial entity	Description

II. Membership of Governing Body, Scientific Advisory Body or equivalent structure

Within the past 5 years, have you participated in the internal decision-making of a commercial entity or other organisation with an interest in the regulatory field of activity of ECHA (e.g. board membership, directorship) or have you participated in the works of a Scientific Advisory Body with voting rights on the outputs of that entity?

- No
 Yes, and more in particular:

Function/Activity	Time period (from...until month/year)	Name of organisation or commercial entity	Description

³ This includes any commercial business, consultancy, research institution or other enterprise whose funding is significantly derived from commercial sources. It also includes independent own commercial businesses, law offices, consultancies or similar.

⁴ An 'organisation' includes governmental, international or non-profit organisations, as well as interest groups.

III. Other membership or affiliation

Within the past 5 years, have you had any membership or affiliation other than the above that can be perceived as creating a potential conflict of interest?

- No
 Yes, and more in particular:

Function/Activity	Time period (from...until month/year)	Name of organisation or commercial entity	Description

IV. Research funding

Within the past 5 years, have you or the research entity to which you belong received any support from a commercial entity or other organisation with an interest in the regulatory field of activity of ECHA, including grants, rents, sponsorships, fellowships, non-monetary support?

- No
 Yes, and more in particular:

Function/Activity	Time period (from...until month/year)	Name of organisation or commercial entity	Description

V. Investments

Do you have current investments in a commercial entity with an interest in the regulatory field of activity of ECHA, including holding of stocks and shares, stock options, equity, bonds, partnership interest in the capital of such undertaking, one of its subsidiaries or a company in the capital of which it has a holding and which amounts to more than 10,000 EUR per commercial entity or entitling you to a voting right of 5% or more in such commercial entity?⁵

- No
 Yes, and more in particular:

Investment	Name of organisation or commercial entity

VI. Intellectual Property

Do you have any intellectual property rights (e.g. patent, trademark, copyright or proprietary know-how) in the regulatory field of activity of ECHA that might create a potential conflict of interest?

- No
 Yes, and more in particular:

Intellectual Property	Name of organisation or commercial entity	Description

⁵ You may exclude financial interests held through an investment fund, pension fund and/or interests in non-nominal unit trusts or similar arrangements, provided that these investments are broadly diversified and you have no influence on their financial management.

VII. Public statements and positions

Within the past 5 years, have you provided any expert opinion or testimony in the regulatory field of activity of ECHA for a commercial entity or other organisation as part of a regulatory, legislative or judicial process? Have you held an office or other position, paid or unpaid, where you represented interests or defended an opinion in the regulatory field of activity of ECHA?

- No
 Yes, and more in particular:

Function/Activity	Time period (from...until month/year)	Name of organisation or commercial entity	Description

VIII. Other relevant information

Are there any other elements that could be seen as jeopardising your independence when working for the Agency?

IX. Interests held by close family members⁶

Does any of your close family members hold any current interests in the regulatory field of activity of the Agency (as specified above in the sections I.-VIII.)?

Function/Activity	Name of organisation or commercial entity	Description

I wish to have any reference to interests held by close family members removed if this declaration is to be made public on the ECHA website.⁷

I hereby declare that I have read both the ECHA Procedure on Prevention and Management of potential Conflicts of Interest and the related ECHA Guidance document and that the above Declaration of Interest is at my best knowledge complete. I understand that for all members of the ECHA bodies, the Executive Director and the other ECHA management staff (Directors and Heads of Unit), as well as for the chairpersons of the ECHA Committees this declaration will be published on the ECHA website.

Please note that the European Chemicals Agency will ensure on its part that your personal data hereby submitted is processed as required by [Regulation \(EC\) No 45/2001 on the protection of individuals with regard to the processing of personal data by the Community institutions and bodies and on the free movement of such data](#). You have the right to access and rectify that data. To exercise these rights, please contact the relevant secretariat.

Date:

Signature:

(If you need more sheets to declare your interests, do not hesitate to use blank ones, but please sign each one of them and attach them to this form.)

⁶ For this purpose 'close family members' are considered to be the persons forming a household with the person making this declaration (spouse, partner, and/or dependent children). For privacy reasons neither the relationship nor the name is to be included. Only current interests held by close family members are of relevance and not past interests.

⁷ As full transparency is one of the general principles of this Procedure, this option should only be used in case the consent of the individual concerned has not been obtained, when he/she has objected to the disclosure on compelling legitimate grounds or if there is reason to believe that the legitimate interests of the individual involved might be prejudiced by the disclosure (see also Regulation (EC) No 45/2001 on the protection of personal data).



DECLARATION OF COMMITMENT

I hereby declare that I shall make all reasonable efforts to fulfill my duties as a member of the Management Board of the European Chemicals Agency.

I understand that this Declaration will be entered in a register held by the European Chemicals Agency which is accessible to the public, on request, at the Agency's offices.

Done aton

Signature