

RULES OF PROCEDURE OF THE MANAGEMENT COMMITTEE OF THE BEREC OFFICE

The Management Committee of the Office of the Body of European Regulators for Electronic Communications has been established by Regulation (EC) 1211/2009 (hereinafter the “**Regulation**”) and its functioning shall be governed by the Regulation and these rules of procedure (hereinafter, the “**Rules of Procedure**”). In case of inconsistency between these Rules of Procedure and the Regulation, the Regulation shall prevail.

In accordance with Article 6 (3) of the Regulation, the Management Committee is part of the Office.

The Management Committee shall exercise the relevant tasks assigned by the Regulation, in accordance with the provisions of these Rules of Procedure. The tasks are listed in Annex 1.

Article 1 – Composition

Members

1. The Management Committee shall be composed of one member per Member State who shall be the head or nominated high level representative of the national regulatory authority established in each Member State with primary responsibility for overseeing the day-to-day operation of the markets for electronic communications networks and services (hereinafter NRA), and one member representing the Commission.
2. NRAs and the Commission shall nominate one alternate, whose names shall be communicated to the Office. When neither the Member nor the nominated alternate can attend a meeting of the Management Committee, a further alternate may attend and stand in for those representatives, provided that he/she is authorised to do so in writing and that the authorisation is communicated to the Chair and to the Administrative Manager of the Office in advance of the meeting concerned.
3. The Management Committee shall be assisted by a working group (Contact Network) composed of senior representatives of all members to prepare the decisions to be taken by the Management Committee.

Observers

Heads (or their representatives) of the independent national regulatory authorities from EEA States that are not members of the European Union and from those States that are

candidates for accession to the European Union shall have the right to participate in the Management Committee meetings as observers (“Observers”).

The EFTA Surveillance Authority shall attend as Observer and shall be represented at an appropriate level.

Article 2 – Appointment and Term of the Chair and Vice-Chairs

1. Before serving her/his term as Chair for one year, the Chair shall first serve one year as Vice-Chair. She/he shall also serve as Vice-Chair for the year following her/his term as Chair. Every year the Management Committee shall appoint the Chair for the year subsequent to the following year according to the selection procedure described in this Article.
2. The Management Committee shall elect the Vice-Chair who shall become Chair the following year from among the members with voting rights. Candidacies for Vice-Chair shall be submitted to the Office in writing either by the candidates themselves or by other members of the Management Committee at least 2 months before the election. The Chair will circulate the list of candidates to the Members within five working days of that date.
3. A candidacy must be supported by at least 4 Members. The candidate shall have a record of active personal participation in BEREC and shall ensure that she/he is able to devote a significant part of her/his time to her/his position in the BEREC Office;
4. The election shall be by a secret ballot. A candidate shall be elected by a 2/3 majority of the Members. The election shall take place at the last ordinary plenary meeting of the year. Two tellers shall be designated from among the members to assist in the vote.
5. The election shall take place in accordance with the following procedure :
 - a. If the Office only receives one candidacy, this candidate shall be elected provided that she/he receives the support of 2/3 majority of all members. Should the candidate not receive that support in the first round, the vote shall be repeated once. Should the candidate not receive that support in the second round, a new invitation for candidacies shall open.
 - b. If two or more candidacies are submitted and during the first vote no candidate obtains a 2/3 majority of the votes of all Members, the candidate with the least support shall be withdrawn from the selection process. Rounds will run until a candidate receives a 2/3 majority of votes of all members. Where there remains a sole candidacy that does not obtain the support of a 2/3 majority, a new invitation for candidacies shall open.

6. In addition to the support provided to the Chair by the two Vice-Chairs, the Management Committee may decide to elect other Members as additional Vice-Chairs for 1 year. The election of the additional Vice-Chairs will take place during the last ordinary Plenary meeting of the year for the following year, in accordance with the voting rules set out in paragraph 3,4 and 5.
7. The serving Chair shall inform the Management Committee of the voting results.
8. On an exceptional basis, the Chair and Vice-Chairs for 2010, will be elected during the first meeting of the Management Committee. Candidacies supported by 4 members will be received at the beginning of the meeting. The Chair and the Vice-Chair(s) will be elected in accordance with paragraphs 3, 4 and 5 of this Article. The election shall take place after the Management Committee has adopted its Rules of Procedure.

Article 3 – Duties of the Chair and the Vice-Chairs

1. The Chair shall be responsible for external relations on behalf of the BEREC Office. She/he shall inform all Members of any planned external contacts and report on their results.
2. The Management Committee may decide to grant the Chair a clearly defined mandate to speak and act on behalf of the BEREC Office.
3. A Vice-Chair shall assume the duties of the Chair if the latter is not in a position to perform her/his duties. The Vice-Chairs will assist the Chair, at her/his request, in the performance of her/his duties.

Article 4 – Meetings

1. Meetings of the Management Committee will be held at the same date and venue as the meetings of the Board of Regulators. The meetings of the Management Committee shall be convened by the Chair in consultation with the Administrative Manager of the Office, in writing not less than ten days prior to the proposed meeting date.
2. Extraordinary meetings may also be convened at the initiative of the Chair in consultation with the Administrative Manager, at the request of the Commission when specific financial and administrative obligations of the Commission are concerned or at the request of at least one third of the members. Extraordinary meetings shall be convened by the Chair in writing not less than three days before the date of the meeting.
3. Notices of the meetings shall indicate the date, time and place of the proposed meeting and shall contain the agenda and the working documents, the draft proposals and all relevant material which are needed for the meeting. The Office shall be responsible for distributing the agenda and relevant documents.

4. The Administrative Manager shall be entitled to take part, without having the right to vote, in meetings of the Management Committee.
5. Each member may be represented at the meeting by another member, provided that written authorisation from the absent member is submitted to the Chair. A member may represent a maximum of two other members.
6. Any other experts or persons whose opinions may be of interest may attend meetings at the invitation of the Chair in consultation with the Administrative Manager for the item or items for which their presence is required.

Article 5 – Agenda

1. A provisional agenda shall be drawn up by the Chair assisted by the Administrative Manager. 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 Administrative Manager.
2. Any request made by Members for including, deleting or substituting an item on the agenda shall state the reasons on which it is based. The Chair shall inform the other members of any such request.
3. The agenda shall be adopted at the beginning of each meeting.

Article 6 – Documents for meetings

1. The provisional agenda and draft proposals, documents, submission notes and other relevant material shall be prepared in accordance with the decisions of the Contact Network, together with any additional material considered necessary by the Administrative Manager. As the case may require, the material shall be prepared either by the Office or by a Working Group with the assistance of the Office. The material shall be distributed by the Office not less than 10 days before ordinary meetings and not less than 3 days before extraordinary meetings, so that members of the Management Committee have the opportunity to propose amendments prior to the vote.
2. Exceptionally, documents such as short statements or press releases may be prepared and agreed during meetings of the Management Committee.
3. Documents submitted to the Management Committee shall be accompanied by a covering submission note prepared either by the Office or by a Working Group with the assistance of the Office which outlines the key issues and the decision being sought by the Management Committee.

Article 7 – Minutes and follow-up

1. The Office shall prepare the draft minutes of the meetings of the Management Committee.
2. The minutes of each meeting shall as a general rule indicate in respect of each item
 - a. Documents submitted to the Management Committee
 - b. A summary record of the proceedings
 - c. A record of the decisions adopted or the conclusions reached by the Management Committee, summarising the main arguments, together with the reservations of a member at its request
 - d. The list of attendees.
3. The draft minutes shall be approved electronically by the Members no later than 15 working days after that meeting. The minutes of all meetings shall be kept by the Office in a register, which shall be accessible to any Member upon request.
4. The follow-up actions to be undertaken after the meeting will be summarised by the Chair in the end of the meeting and will be circulated electronically within 3 working days.
5. Until the Office is operational, the duties related to this article will be performed by the Chair of the Management Committee.

Article 8 – Quorum

The quorum necessary for meetings shall be achieved when at least two-thirds of all voting members are present or represented by proxy in accordance with Article 9 (2). In order to determine whether the quorum is met, an attendance list shall be drawn up by the Office at the beginning of each meeting.

Article 9 – Voting procedures for meetings

1. The Management Committee shall act by a two-thirds majority of all its members unless otherwise provided in the Regulation, in the Framework Directive or in the Specific Directives voting in accordance with the procedures in this article and Article 10.
2. In addition to his own vote, each voting member may cast a maximum of two votes received by written proxy. The proxy shall be submitted to the Chair at the beginning of the meeting and shall be recorded in the minutes.

3. Voting shall be by a show of hands or by secret ballot. A request for a secret ballot must be made by at least two voting members present and supported by a majority of members.
4. The Chair shall submit a proposal for a decision to the Members, who shall vote by “yes” if they are in favour of it, or “no”, or “abstention”.
5. If at least the requisite number of members has voted in favour of the proposal the Chair shall declare the proposal approved.
6. If the number of members who have either voted against the proposal or who have formally abstained results in the threshold for approval not having been met, the Chairman shall declare the proposal has not been approved.
7. The adopted documents or decisions shall include the reservations of an NRA at its request

Article 10 – Electronic voting procedure

1. The Chair may seek a decision of the Management Committee by means of an electronic voting procedure when a meeting is not possible or practicable and cannot wait until the next plenary meeting.
2. The Chair shall inform the Members as soon as possible of the need and justification for an electronic voting procedure. Where a future need can be foreseen, the Chair shall, if possible, inform Members at a meeting of its intended use.
3. The electronic voting may be initiated by the Chair in consultation with the Administrative Manager. Draft decisions together with the relevant documents shall be addressed to members and, for information, to observers, after approval of the Chair. The minimum period which must be given for comments to be submitted is 5 working days, except in case of justified extreme urgency where the time-limit is of one working day. All comments received within the deadline shall be distributed to the Members.
4. If significantly different opinions are expressed in the comments, the Chair with the support of the Administrative Manager, shall attempt to resolve the differences between the respective Members. The Chair shall prepare a final proposal and submit it to the vote. She/he shall send it to the members and shall lay down a time-limit which must not be less than 7 calendar days, except in cases of justified extreme urgency where the time-limit is of one working day.
5. Members may vote on the final proposal, by “yes” if they are in favour of it, or “no”, or “abstention”.

6. For any voting round to be valid, at least the majority of the Members must have cast their vote or formally abstained.
7. If the number of members who have either voted against the proposal or who have formally abstained prevent the required threshold for approval being met, the Chair shall declare the proposal not approved. In this case the Chair, in consultation with the Administrative Manager, shall inform the Members of the number of votes cast for and against the proposal, as well as the number of formal abstentions, in the first round and shall organise a second and last round of electronic voting.
8. In the second round the votes of members who have not cast their vote and the abstentions will be counted as representing support for the position taken by the majority of those who have voted. The proposal will be approved if the required majority of the votes are considered to be in favour of the proposal.
9. A full report on the outcome of the procedure will be made available to members. The report will indicate in particular:
 - a. The detailed results of the voting (i.e., number of votes cast – specifying the number of negative and positive votes and abstentions); and
 - b. The remarks and reservations of Members upon their request.
10. Members can make public use of their part of the voting report if they want.

Article 11 – Declarations

1. Members of the Management Committee shall make a declaration of commitment to fulfill 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 Office which is accessible to the public, on request, at the seat of the Office. In addition, declarations of interests shall be published on the website of BEREC. These Declarations shall be made in accordance with the models contained in annex 2 and 3.
2. 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 vote on the relevant point.

Article 12 – Duty of confidentiality

Members of the Management Committee shall be required, even after their duties have ceased, not to disclose information of the kind covered by the duty of professional secrecy.

Article 13 – Revision of the rules of procedure

1. The Chair of the Management Committee may propose, following a request from one of the Members or on her/his own initiative, amendments to these rules of procedure.
2. These amendments shall be adopted by the Management Committee, in accordance with article 9 above. They may include in particular further specific provisions with regard to the preparation and approval of the budget, the reimbursement of expenses and transparency requirements.

Article 14 - General provisions

These rules of procedure shall be published on the BEREC website.

Annex 1

TASKS OF THE MANAGEMENT COMMITTEE

The Management Committee in particular:

Administrative manager

- appoints the administrative manager (AM) (Art. 7(2) and Art. 8(2)), may extend the term of office of the AM (Art. 8(4)) and informs the EP of its intention to do so (Art. 8(4))
- supervises the AM's implementation of the budget (Art. 9(6) and Art. 13(1));
- provides guidance to the AM in execution of AM's tasks (Art. 7(3))

Staff

- is responsible for the appointment of staff (Art. 7(4));
- adopts implementing measures in accordance with the Staff Regulation (Art 10(2))
- adopts provisions to allow SNEs to be appointed on secondment to the Office (Art. 10(4));
- together with the Administrative Manager, proposes the number of staff of the Office and, if necessary, to increase the number of staff (Art. 6(5)).

Budget and financial issues

- is responsible for the preparation of a preliminary draft budget to be passed to the Commission (Art. 12(1)) and for drawing up the budget of the Office (Art. 12(5));
- gives an opinion on the final accounts of the Office (Art. 13(6));
- notifies the budgetary authority and informs the Commission of its intention to implement any project with significant financial implications for the funding of the budget, in particular any project relating to property such as the rental or purchase of buildings (Art 12 (6));
- submits to the EP at its request any information necessary for smooth application of the discharge procedure for the financial year in question (Art. 13(10));
- draw up further financial rules applicable to the Office after consultation with the Cion and prior agreement of the Cion (Art. 15);
- seeks agreement of the Cion should the financial rules applicable to the Office deviate from Regulation 2343/2002 (Art. 15);

Functioning of the Office

- assists in the work of the expert working groups (Art. 7(5));
- prepares the work programme of the Office (Art.9(3));
- supervises the AM's adoption of internal administrative instructions for the functioning of the office (Art. 9(5));
- draws an annual report on the activity of the Office together with a statement of assurance (Art. 13(2));

Other

- members are subjected to the requirement of confidentiality (Art. 20);
- members shall make an annual declaration of commitment and interests (Art. 21);
- adopts practical measures for applying Regulation 1049 on public access to the documents of the Office within 6 months after BEREC effective start of operations of the Office(Art. 22(2)).

Annex 2

ANNUAL DECLARATION OF COMMITMENT FOR MEMBERS OF THE MANAGEMENT COMMITTEE acc. to Art. 21 of the BEREC Regulation (1211/2009)

I, hereby declare that I shall make all reasonable efforts to fulfill my duties as a member of the MANAGEMENT COMMITTEE of the Office of BEREC.

More particularly, I undertake to exercise the functions entrusted to me by the MANAGEMENT COMMITTEE and not to seek or accept any instructions incompatible with my individual tasks or with the tasks of the MANAGEMENT COMMITTEE from any other party.

I understand that this Declaration will be entered in a register held by the BEREC Office which is accessible to the public, on request, at the seat of the Office.

Done at _____ on ____/____ 201__

Signature: _____

Position: _____

Annex 3

**ANNUAL DECLARATION OF INTERESTS OF THE MEMBERS OF THE MANAGEMENT
COMMITTEE acc. to Art. 21 of the BEREC Regulation (1211/2009)**

Title (Ms., Mr., Dr., Prof.):

First Name:

Surname:

Position:

hereby declares to have the following interests:

1. Work and activities in organisations relevant to the operating area of BEREC during the past 5 years¹: Name of organisation/Position/Period

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2. Financial interests in a company relevant to the operating area of BEREC² during the past 5 years and exceeding 50 000 € and/or voting rights of 5 % or more per company (Name of the company)

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3. Other interests or facts whether or not related to such organisations which you consider should be made known to BEREC, including matters relating to the members of your household:

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4. Work and activities, whether or not remunerated, for and/or on behalf of such a company or organisation and other links with the organisations relevant to BEREC.

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I,, hereby declare on my honor that, to the best of my knowledge, the only direct or indirect interests I have in organisations relevant to the operating area of BEREC related to my position referred to above are those listed above.

¹ Please include here any work/activities during the past 5 years you may have done in a public or private company operating within the electronic communications sector

² Please consider here any financial interests you may have had during the 5 past years in a public or private company operating in the electronic communications sector, exceeding the thresholds above-mentioned

I further declare that should any changes occur and should it appear that I have or acquire additional interests that should be made known to BEREK I shall forthwith declare them and complete a new declaration of interests detailing the changes.

I understand that this Declaration **will be published on BEREK website** and entered in a register held by the Office, which is accessible to the public, on request at the seat of the Office.

Signature:..... Date:.....