

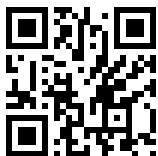
STUDY

Requested by the BUDG committee



The Management Boards of the Decentralised Agencies

Study



Policy Department for Budgetary Affairs
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EN

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Abstract

The Management Boards of the EU decentralised agencies have a key role in ensuring the agencies' good governance. This study examines the established practices of the Management Boards. In particular, it assesses how effective and efficient the Boards' working methods are and the main factors affecting their performance. The study investigates key governance issues including the size and composition of the Boards, the representation of different interests, the decision-making rules, the effectiveness of the Boards in fulfilling their tasks. Last but not least, the study provides recommendations on how to improve the functioning of the Management Boards.

This document was requested by the European Parliament's Committee on Budgets. It designated Mr Niclas Herbst to follow the study.

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LIST OF ABBREVIATIONS

Abbreviations of EU Decentralised Agencies

ACER	Agency for the Cooperation of Energy Regulators
BEREC Office	Agency for Support for BEREC
CdT	Translation Centre for the Bodies of the EU
Cedefop	European Centre for the Development of Vocational Training
CEPOL	European Union Agency for Law Enforcement Training
CPVO	Community Plant Variety Office
EASA	European Union Aviation Safety Agency
EASO	European Asylum Support Office
EBA	European Banking Authority
ECDC	European Centre for Disease Prevention and Control
ECHA	European Chemicals Agency
EEA	European Environment Agency
EFCA	European Fisheries Control Agency
EFSA	European Food Safety Authority
EIGE	European Institute for Gender Equality
ELA	European Labour Authority
EMA	European Medicines Agency
EMCDDA	European Monitoring Centre for Drugs and Drug Addiction
EMSA	European Maritime Safety Agency
ENISA	European Union Agency for Cybersecurity
ERA	European Union Agency for Railways
ESMA	European Securities and Markets Authority
ETF	European Training Foundation
EUIPO	European Union Intellectual Property Office
eu-LISA	European Union Agency for the Operational Management of Large-Scale IT Systems in the Area of Freedom, Security and Justice
EU-OSHA	European Agency for Safety and Health at Work
Eurofound	European Foundation for the Improvement of Living and Working Conditions
Eurojust	European Union Agency for Criminal Justice Cooperation
Europol	Europol

EUSPA	European Union Agency for the Space Programme
FRA	European Agency for Fundamental Rights
Frontex	European Border and Coast Guard Agency
SRB	Single Resolution Board

CoI	Conflict(s) of Interest(s)
DoI	Declaration of Interest(s)
EC	European Commission
ED	Executive Director
EP	European Parliament
EPPO	European Public Prosecutor's Office
EU	European Union
MB	Management Board
MS	Member States
TOR	Terms of reference

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EXECUTIVE SUMMARY

The EU's 35 decentralised agencies are established by decision of the Council, or decision of the Parliament and the Council, to meet specific needs and perform specific tasks. In July 2012, the Commission, the Council and the European Parliament agreed on a Joint Statement and "Common Approach" to the agencies designed to improve the agencies' governance and efficiency. Since then, and in light of EU budgetary constraints, there has been an increasing emphasis on the effective and efficient management of the EU agencies.

The Management Boards (MBs) have a key role in helping to ensure that the EU agencies achieve good governance and performance. They provide strategic direction to the agencies and oversee their activities. The MBs are responsible for appointing the agencies' Directors and overseeing the agencies' management. They provide representation for the different stakeholders to which the agencies are accountable and have a key role in decision-making. The composition, functions and modus operandi of the MBs are defined in quite prescriptive terms in the EU agencies' founding regulations, rules of procedures, internal policies and related documents. Within this overall framework, the MBs have evolved over time and developed varying structures, composition and working methods. The diversity of the agencies' governance arrangements is an expression of their differing mandates and functions.

The results of the research for this study confirmed that the Management Boards are effective and efficient in performing their role and that fundamental changes are not needed. However, there is nevertheless scope for improving working methods by sharing experience and good practices. This includes practices developed both by the EU agencies and MBs themselves as well as the wider experience of other international organisations. The table below summarises the positive and less positive aspects of the Management Boards, based on our research.

Positive	Less positive
<ul style="list-style-type: none"> • Ability to represent and integrate a diverse range of stakeholders in a coherent entity. • Gives Member States a say in running supranational agencies and contributes to the effective implementation of EU policies at the national level. • Promotes networking between senior Member State policymakers, and between them and the EC institutions. • Capacity to operate in an effective and efficient manner despite the large size of MBs • Provides good oversight of the work of EU agencies and helps to guide their strategies. • Ensures EU agency senior management – and the agencies themselves - are held accountable. 	<ul style="list-style-type: none"> • With a small number of meetings each year, MBs often have too much business to deal with. • There can be too much of a focus on administrative issues and not enough on strategic questions facing the agencies. • In some cases, the extent to which different stakeholders are represented on MBs is not considered appropriate. • There is scope to improve some MB working procedures and arrangements (e.g. induction for new members, preparation for meetings). • Linguistic regime poses challenges.

The study provides a number of recommendations on how to improve the functioning of the Management Boards. A summary of the proposed recommendations is provided below.

Proposed Recommendations

Management Board membership and representativeness

1. Rather than a 'one-size-fits-all' model, there needs to be a degree of flexibility with the structure and composition of the Management Boards reflecting the specific nature, mission and mandate of each agency.
2. Any pressure to increase the size of MBs further should be resisted. If an expansion of a MB is deemed appropriate, consideration might be given to alternative arrangements such as rotating memberships
3. The EU agencies founding regulations should provide a comprehensive role description for MB members and their alternates that sets out the expectations and responsibilities
4. The EU agencies could provide the Appointing Authority with non-binding guidelines on the MB members selection criteria, where appropriate and necessary
5. Where not available, consideration should be given to introducing formal induction session for new MBs' members to help them become acquainted with their role and responsibilities
6. To reduce the risk of MB meetings being overloaded, the filtering mechanisms of working groups should be used more extensively to deliberate on specific issues and prepare documents for the plenary sessions
7. Where not already present, consideration could be given to establishing a MB Secretariat or similar entity to provide support to the MB and enable members to take informed decisions
8. The European Parliament should ensure that it appoints appropriate Management Boards members and makes the best use of them.

Management Board working methods

9. The MBs should develop a Code of Good Governance as an overarching framework for their activities. The Code should define high-level principles that would guide and inspire the conduct of MB members and the MB as a whole
10. MBs should consider adopting the written procedure to make decisions (or other decision-making rules) on non-controversial, routine and administrative agenda items
11. The EU agencies should develop a Code of Conduct for their Management Boards setting out principles, procedures and specific mechanisms to deal with conflicts of interest of their members
12. Ideally, the approach of having combination of face-to-face and virtual MB meetings should be adopted in the future.

Towards better performance

13. MBs could periodically undertake a survey of their members to assess how effectively and efficiently they are performing their role
14. The EU Agencies Network should support the exchange of good practices between the MBs of the different EU agencies

Methodological note

The analytical study was carried out between January and July 2021. Desk research was carried out to analyse information about the EU agencies. In addition, we undertook an interview programme with 53 EU agency staff and MB members from on a sample of agencies and an online survey which all EU agencies were invited to participate in that elicited a response from 268 members and observers (a response rate of about 25%). Towards the end of the assignment, an online focus group was organised that was attended by 24 participants.

1 INTRODUCTION

This document contains the final report for the assignment ‘Analytical Study - The Management Boards of the Decentralised Agencies’. The study was carried out for the European Parliament by CSES (Centre for Strategy & Evaluation Services LLP) in the first half of 2021.

1.1 Resume of study objectives

To summarise, the objectives of this study were to:

- Examine the established practices in the EU agencies with regard to the Management Boards (MB), in particular how effective their working methods are.
- Identify whether there is room for improvement, what the ways are to more effectively anticipate, prevent and rectify the recurring shortcomings in the management of the agencies, and come up with recommendations to this effect.

As stipulated in the European Parliament (EP) terms of reference (TOR), the study sought to identify different types of decentralised agencies’ MBs, classify them, and shed light on their setting up, composition, competences and working methods. The study also analysed the tasks of the MBs and their performance.

The study considers whether the current provisions in the agencies’ regulations guarantee sufficient independence from political and national influence, and adequately prevent conflicts of interests. The study also examines how the EP is represented on Management Boards and assess whether the EP representation risks an actual or potential conflict of interest between EP representation on Management Boards and the budgetary discharge by the EP, according to general definitions of a conflict of interests and good practice.

The study was carried out over a six-month period in the first half of 2021. The research involved an interview programme with some 53 EU agency staff and MB members forming a sample of agencies, and an online survey which all EU agencies were invited to participate in that elicited a response from 268 members and observers (a response rate of about 25%). Towards the end of the assignment, an online workshop was organised that was attended by 24 participants. Appendix A provides a detailed description of the methodological approach to the assignment.

1.2 Background - Role of Management Boards

The background to this study is the decision, reflecting increasing constraints on the EU budget, to introduce changes to the way the EU agencies operate. In July 2012, representatives from the Commission, the Council of the EU and the European Parliament agreed on a Joint Statement and ‘Common Approach’ to the EU’s decentralised agencies designed to improve the agencies’ governance and efficiency. At the same time, EU budget constraints led to measures to reduce staff. Against this background, there has been increased emphasis on efficient and effective management of the EU agencies, and in this context their MBs have a key role to play. However, as the TOR explain, there have been numerous occasions when budgetary and financial management of some of the decentralised agencies have proved deficient.

A review of how efficiently and effectively the MBs are currently performing in fulfilling the role assigned to them by the EU agencies’ founding regulations is therefore opportune.

The Management Boards of the EU agencies (sometimes referred to as governing boards) have a key role in their governance. Their functions are to provide strategic direction to an agency and oversee its

activities. Other functions include: adopting the annual work programme and budget, and the consolidated annual activity report which is submitted to the European Parliament, the Council, European Commission and the European Court of Auditors; adopting financial rules, and key strategies (e.g. anti-fraud strategy, rules for the prevention and management of conflicts of interest, communication plans); and to appoint the Executive Director. The EU agencies' Management Boards typically meet 2-3 times a year.

As noted in the terms of reference, the composition of the Management Boards can be considered as an expression of a 'Member State oriented' institutional balance of powers principle. As such, the typical composition of the EU agencies' Management Boards is to have one representative per Member States (usually representing the line ministry with an interest in the particular agency's activities) and alternates. In addition, there are several representatives of the European Commission, and sometimes one member appointed to represent the European Parliament, and varying numbers of observers (e.g. representing partner countries and perhaps other EU agencies). Taken together, most agencies have Management Boards with 30-35 members, excluding alternates and observers.

Some of the EU agencies have Management Boards that are far larger than this. The EU's tripartite agencies have Management Boards with representatives of not only the EU-27 Member States' national authorities but also the two other social partners in each country. Three of the 35 agencies operate on this basis – CEDEFOP, Eurofound and EU-OSHA. Because of their relatively large size, a number of the EU agencies have established smaller executive committees or bureaus. These are smaller groups that consist of a number of Management Board members and have functions delegated to them. Although a small proportion of their overall operating expenses, the costs associated with the Management Boards are nevertheless significant and mainly related to travel expenses for members attending meetings.

1.3 Final Report

The final report is structured as follows:

- **Section 2: Role of the Management Boards** - this section focuses on the analysis of the regulatory provisions in the EU agencies' founding regulations for the MBs and a mapping exercise on their memberships, main functions and working practices.
- **Section 3: Assessment of Key Issues** - analyses the research feedback on the MB memberships and representativeness, EP representation, MB working methods, and the performance of the MBs compared with their remits and possible improvements. The analysis draws on a combination of the survey results and feedback from the interview programme.
- **Section 4: Conclusions and Recommendations** – presents the study's overall conclusions and sets out recommendations to improve the functioning of MBs.

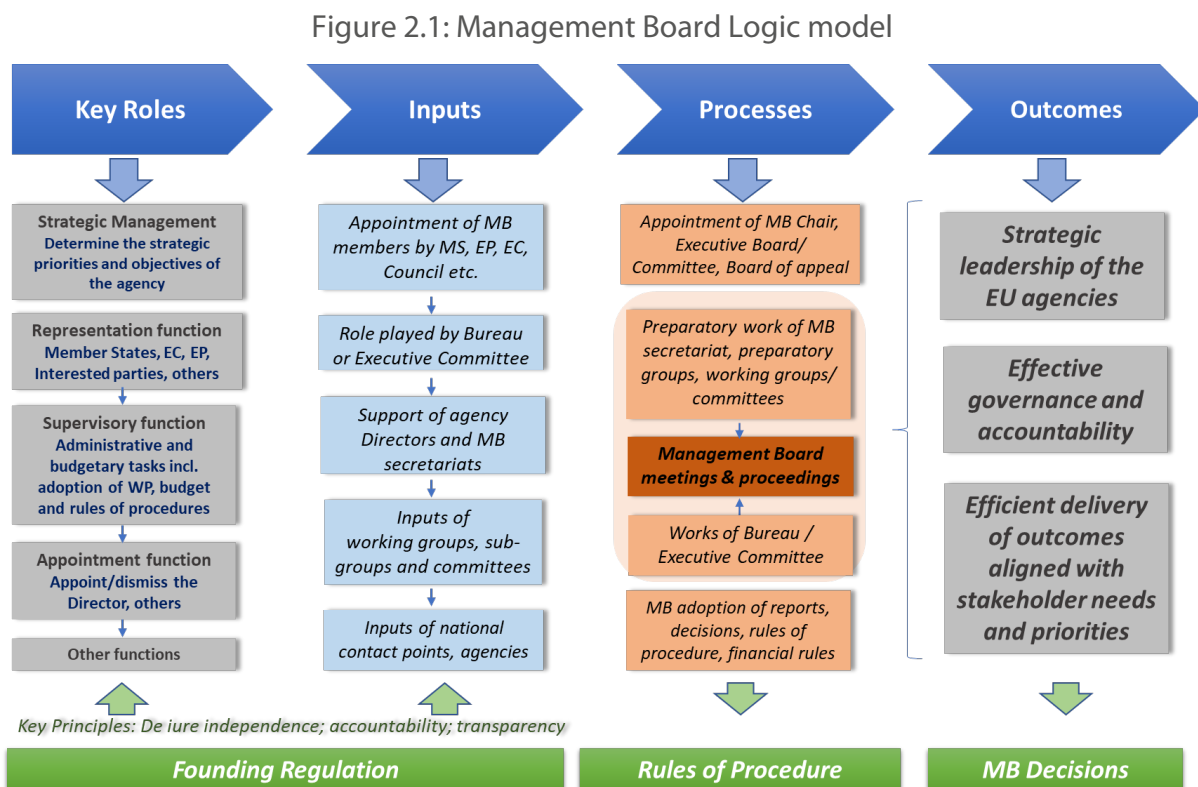
The final report is supported by several appendices including a description of the study methodology and two matrices that have been completed for the mapping exercise (one for EU agencies' founding regulations' provisions for MBs and the other mapping the main features and working practices of the MBs).

2 ROLE OF THE MANAGEMENT BOARDS

In this section we set out the analytical framework for the assessment. We first provide an overview of the functions of the Management Boards (Section 2.1) and then analyse the relevant provisions of the founding regulations for a sample of agencies (Section 2.2). The last subsection sets out metrics on how the Boards operate in practice.

2.1 Overview

As a framework for the assessment, we developed a logic model that summarises how the Management Boards should function and the critical factors in fulfilling their role. This model draws on some elements of the 2012 Common Approach (see Box 2.1) and other relevant reports and academic studies on the functioning on the MBs. The model is outlined in the chart below.



Reading across this chart, the left-hand column summarises the key roles of the EU agency MBs based on our understanding of the founding regulations, Common Approach and key documentation. As indicated in some agencies founding regulations, the MB determine the strategic aims and priorities of the agency.¹ These priorities are then implemented through the adoption of annual and multi-annual strategic programmes² but also, in practice, through the role played by the Director in the implementation of these programmes (the MB is also responsible for the appointment of the Director³). In recent years, the **strategic management role of the MBs** has become a key driver of better organisational performance in a complex and constantly evolving policy environment.

¹ Role and functioning of the Management Board. Analytical Fiche Nr° 6. p.2

² The adoption and transmission of strategic work programmes is regarded as a way to ensure ex-ante control of agencies in the Common Approach (Common Approach, para 28).

³ Role and functioning of the Management Board. Analytical Fiche Nr° 6. p.1.

In line with the institutional balance of powers principle, another key function of the MB is to provide **representation for the different stakeholders** to which the agencies are accountable, namely the Member States, European Commission, European Parliament, interested parties, and others (e.g. other agencies). Although the agencies respect the balance of representation principle, the composition of the MBs varies in practice. Three of the EU agencies (CEDEFOP, Eurofound and EU-OSHA) have a tripartite MB composition consisting of employers and employee representatives in addition to national authorities. This can mean that MBs have a very large number of members which, in turn, raises questions about the potential implications for the capacity to take decisions and to provide strategic leadership. Even agencies with smaller MBs still have many members and can face difficulties combining the representative role with their decision-making function.

The MBs also have an important **supervisory role**. The MB role in this respect is defined in the founding regulations which specify a number of administrative and other tasks such as approving the work programmes and the agencies' accounts, adopting the rules of procedures and financial rules applicable to the agency⁴. The MBs are also the **authorities responsible for appointing (and if necessary, dismissing) the agency Director**. Although not formally defined in the founding regulations, the EU agencies' MBs are expected to perform a number of **other roles** such as helping to promote networking between different stakeholder groups and other agencies as well as providing the agency with access to expertise and insights from Member State and even taking decisions in relation to the agency communication to the 'general public'⁵, not just key stakeholders.

As shown in the above chart, to function in the intended way, a number of inputs are needed. Above all, the Member States and other stakeholder groups have to appoint **MB members** who are capable of fulfilling the intended role.⁶ The 'Common Approach' (see Section 2.2) foresees that MB members should be selected in the light of their knowledge of the agency's areas of intervention.⁷ In the past there have been criticisms that MB members do not have the necessary seniority or knowledge of the agencies to take decisions on behalf of their stakeholders. From the review of the agencies' founding regulations, it is clear that the role of **MB secretariats** is important in this respect in providing members with the information that is needed for them to take decisions. The role of the **executive board/committees**, where they exist, is also an important factor in helping the MBs to function in an efficient and effective way.

Turning to the right-hand column in the above diagram, i.e. the outcomes, if MBs function in the way that is intended, they should be able to provide the EU agencies with **effective strategic leadership**, i.e. to help them to plan and execute their interventions in line with the strategic priorities, objectives set out in the programming documents. A leadership role in this context also means being able to adopt a flexible and forward-looking approach to anticipate future risks and opportunities. Where stakeholder interests and priorities diverge, the challenge for the MBs is to nevertheless forge a consensus on the most appropriate way forward for an agency. Likewise, a MB should, if they function in the intended way, help to ensure **effective governance and accountability of the EU agencies**. Ultimately, this means taking ultimate responsibility for the implementation of the agencies' strategies, budgets, etc. In reality, executive responsibility lies with the agency director but MBs have a role in

⁴ Role and functioning of the Management Board. Analytical Fiche Nr° 6. p.1.

⁵ The 2013 Communication Handbook for the EU Agencies (p.11) asks questions about the provision of information to the general public and specifically, whether the MB has adopted any decision on this.

⁶ Composition and designation of the Management Board. Analytical Fiche Nr° 5 p.1

⁷ Common Approach, para 10.

ensuring that they fulfil their responsibilities.⁸ The MBs also have an important role in ensuring accountability through their role in approving agency accounts.

Last but not least, if the MBs work well, they **should help ensure that the EU agencies deliver outcomes that are aligned with stakeholder needs and priorities**. For example, European Commission representatives on the MBs should help ensure that the agencies fulfil the intended role of providing information and other inputs that are needed for policymaking purposes. Likewise, the MBs have a key role in providing a link with Member States and other stakeholders both in relation to the input side of the relationship (outlined above) and the output side, i.e. dissemination of information and services to stakeholder groups (e.g. certification of products and services).

2.2 The 2012 Common Approach

In 2012 the European Parliament, the Commission and the Council jointly adopted a "Common Approach" consisting of a set of guiding principles in order to make the agencies more **coherent, effective and accountable** while recognising the diverse and specific nature of each agency. The Common Approach was introduced during a period of EU budgetary constraints that led to reductions in agency resourcing and the need to maximise the efficiency of their operations.

This approach was the result of a review of the governance, functioning and oversight of the agencies. Despite the non-binding legal nature of the 'Common Approach', the agencies were encouraged to implement key principles to streamline their activities and improve their performance. The approach covered the:

- Role and position of the agencies in the EU's institutional landscape;
- Structure and governance of the agencies;
- Efficient operations including communication/sharing of services between agencies;
- Programming of activities and resources (annual and multiannual work programmes, funding/management of budgetary and human resources);
- Accountability, controls and transparency and how to structure relations with stakeholders.

Overall, the 'Common Approach' stated that in order "to improve the performance of agencies' boards and reinforce their capacity to supervise administrative, operational and budgetary management of agencies, while guaranteeing full participation of the Member States and of the Commission"⁹, some principles should apply. A summary of these key provisions is provided in Box 2.1.

Box 2.1: Summary – 2012 Common Approach MB Provisions

- The board should consist of one representative from each MS, two representatives from the Commission, one representative from the EP and a 'fairly limited number of stakeholders' representatives, where appropriate.
- The Members of the Board should be appointed in the light of their knowledge of the agency's areas of intervention, taking into account relevant managerial, administrative and budgetary skills.
- The duration of the term of office should be four years (renewable) and a limited turnover of the MB members is encouraged to ensure continuity of the works of the MB.

⁸ Tasks, duties and responsibilities of the Director. Analytical Fiche Nr° 8.p1.

⁹ Joint Statement. [Annex Common Approach](#). p.5-6.

- To streamline the decision-making process in the agency and improve effectiveness and efficiency, a two-level governance structure (Board and a small-sized Executive Board) should be introduced, where appropriate.
- In order to improve the consistency, agencies' board were encouraged to adopt the same voting rules: absolute majority for current business matters and two-thirds majority for adoption of the annual budget and work programmes, appointment/dismissal of the Director and designation of the Chairperson (although some exceptions might apply in justified cases).
- A coherence policy on preventing and managing conflict of interests concerning members of the MB, whether or not they sit in their personal capacity, should be developed and applied.
- The MB should have the powers of the Appointing Authority, not only for the Director but also for the staff. These competences should be delegated to the Director.
- MS representatives sitting in the board should also serve, in principle, as contact points ensuring information flows between national authorities concerned with the agencies' activities and their adequacy should be regularly reviewed.

The Commission's main objectives for the implementation of the 'Common Approach' were to achieve **more balanced governance, improved efficiency and accountability and greater coherence**.¹⁰ Those objectives were of paramount importance to improve the functioning of the agencies and address the concerns for efficiency gains. The 'Common Approach' also outlined the role of the agency directors in ensuring effective management of the agencies and in maintaining relationships with the EU institutions. The Director is responsible for the implementation of the MB decisions and is accountable to the MB which can dismiss him / her for misconduct, unsatisfactory performance or recurring/serious irregularities - as well as to the EP and the Council (only with regard to financial management).

A 2018 study assessed the state of the implementation of the Common Approach in the EU agencies founding regulations.¹¹ A summary of the main findings is provided in Box 2.2.

Box 2.2: Summary - EPRS 2018 study on Common Approach and Parliamentary Scrutiny

- Member State representation on agencies' MBs is in line with a 'Member State-oriented' Institutional balance of powers principle as most of the agencies MBs have representatives from EU MS.
- Most agencies do not have EP involvement in the MB. For the agencies where the EP representation is appropriate, the EP appoints representatives, designates, members, or experts to the MBs.
- Based on the literature, there are several *informal mechanisms* used by the EP to scrutinize the agencies (e.g. through personal contacts between the committee rapporteurs and chairs/agency staff via delegation visits, hearings, requests for information, and own initiative reports), written questions to agencies, ex-ante control on multi-annual/annual work programmes. However, in practice the involvement of the EP by EU agencies is not consistent.
- The EU decentralised agencies are required to maintain contact with EU and national stakeholders. In practice, there are two formats of stakeholders' participation: 1) representation

¹⁰ EPRS (2018), EU Agencies, Common Approach and Parliamentary Scrutiny, p.8.

¹¹ Out of the 36 founding acts examined by the study, 16 were adopted prior to the Common Approach and can hence not be expected to comply with the guidelines established therein in relation to the issues scrutinised.

in the agency's MB and 2) participation in additional stakeholder boards, sub-groups or networks.

- The legal provisions for the agencies put strong focus on the independence of MB members, Chairpersons and Directors in line with the *de iure* independence principle.
- Supervisory agencies in the financial sector have particularly extensive independence from the EU institutions. Members of the MBs (as well as the Supervisory Boards) for these agencies are not composed of representatives of MS but of representatives and heads of national authorities in charge of supervision over financial institutions. This reflects the national level independence these authorities have from government.

The 2018 study on the 'Common Approach' stated that this approach "certainly helped to structure and rethink the EU agencies in the EU's institutional landscape".¹² However, the study's analysis of the agencies' **founding regulations revealed that the approach is not always followed in practice.** Possible reasons explaining the deviation from the 'Common Approach' included practical considerations relating to the specific agency, political interests and path dependencies that hindered amendments to the founding regulations to achieve a better alignment with the approach.

To conclude, the 'Common Approach' contributed to improving the operational framework for MBs by promoting more continuity in the mandate of its members, more attention to their profile in the selection procedure, accountability and coherent rules for conflict of interests that specifically apply to MB members. However, given the varying degree of compliance and diversity in the agencies MBs' *modi operandi*, it is difficult to draw conclusions on the impacts of the 'Common Approach' on MBs. As stated by Chamon¹³, one of the main obstacles to the full implementation of this approach and its recommendations is that it is not the fruit of a genuine common understanding shared between the institutions.

¹² EPRS (2018), *EU Agencies, Common Approach and Parliamentary Scrutiny*, p. 5.

¹³ Merijn Chamon (2016), *EU Agencies: Legal and Political Limits to the Transformation of the EU Administration*. Oxford: Oxford University Press, p. 52-101.

2.3 Regulatory Framework for MBs

The regulatory framework for the Management Boards is provided by the EU agencies' founding regulations, financial regulations, rules of procedure and, where applicable, rules and policies on conflict of interests. These documents contain provisions on the composition, functioning, responsibilities of the Boards and other key governance arrangements. As part of this research, we carried out an analysis of the main provisions of the founding regulations, rules of procedures and rules on conflicts of interest applying to the MBs of the following agencies: EU-OSHA, EASO, ECHA, EFSA, EMA, EUIPO, FRA and Frontex. Our analysis mainly focused on the provisions relating to: the qualifications of MB members, knowledge and relevant skills of the members (and alternates); functions, tasks and statutory responsibilities of the MBs; the role of the secretariats and the chairperson; working practices, decision-making procedures and voting rules; and rules the prevention of conflicts of interest. In the subsections below we provide an analysis while Appendix B presents a matrix with detailed information about the selected agencies.

2.3.1 Qualifications, knowledge and relevant skills of Management Boards members

Most of the agencies' founding regulations we have examined set specific requirements on the appropriate qualifications, experience and profile of the members (and alternates) of the MBs. In particular, in the selected agencies MB members should be appointed on the basis of their knowledge of the agency's policy areas and expertise in the area of the agency's core tasks.¹⁴ Furthermore, the agencies' founding regulations require MB members to also have managerial, administrative and budgetary skills. The founding regulations of four agencies' from our sample state that MB members should be appointed in the light of specific criteria in addition to the knowledge of the agency's policy areas, namely: expertise in general, financial and legal matters (ECHA), appropriate experience in the management of public / private sector organisations (FRA), highest standards of competence and the broadest range of relevant experience available (EFSA), a broad spectrum of relevant expertise and the broadest possible geographic spread of the members within the EU (EMA).

2.3.2 Management Boards' functions, tasks and responsibilities

In all the examined agencies, the MBs share the following administrative and budgetary tasks:

- Adopting the agency's annual and, where applicable, multiannual work programme.
- Adopting the agency's budget and financial rules including anti-fraud measures.
- Appointing/dismissing the Executive Director/Director and the Accounting Officer.
- Adopting an annual report on the activities of the agency for submission to the EP.
- Adopting the Implementing Rules for the Staff Regulation.

In some agencies, MBs are also expected to perform the following tasks:

- Providing strategic orientation to the agency by setting strategic priorities and adopting annual and multi-annual management (and verifying their implementation).
- Preparing annual estimates of revenue/expenditure for the following financial year.
- Adopting and regularly updating the communication and dissemination plans.
- Monitoring the internal or external audit reports and the implementation of evaluations, as well as any OLAF investigations.

¹⁴ Based on our analysis, EUIPO founding regulation does not contain provisions on the qualification and experience of MB members.

Table 2.1 provides an overview of the different tasks performed by the MBs of the agencies in our sample.

Table 2.1: Summary – Management Boards’ tasks and responsibilities

Key Tasks	EU-OSHA	FRA	EASO	ECHA	EFSA	EMA	EUIPO	Frontex
Providing strategic orientation for the agency	•			•		•	•	•
Adopting the agency's programming documents and work plans	•	•	•	•	•	•	•	•
Approving the agency's budget and financial rules including anti-fraud measures	•	•	•	•	•	•	•	•
Prepare annual estimates of expenditure and revenue	•	•		•	•	•		
Adopting an annual activity report for submission to the European Parliament	•	•	•	•	•	•	•	•
Adopting rules for the prevention and management of conflicts of members	•		•	•		•	•	•
Adopting and regularly update the communication and dissemination plans	•							•
Adopting appropriate Implementing Rules for the Staff Regulation	•	•	•	•		•	•	•
Appointing the Executive Director/Director and Accounting Officer or removing them from office	•	•	•	•	•	•	•	•
Adopting the rules of procedure of the Executive Board	•		•					
Monitor the internal or external audit reports	•		•	•		•	•	•
Monitoring the implementation of evaluations, as well as any OLAF investigations	•		•		•		•	•

Where established, the **Executive Boards** assist the MBs with regard to the preparation of decisions, work programmes and other activities and they may also take decisions on behalf of the MBs.¹⁵ As a

¹⁵ This is for instance the case of the Executive Boards of EU-OSHA, FRA, Frontex.

general rule, MBs' members can be replaced by alternates who are selected by the same appointing authority as for the MB members (e.g. Member States, EP, EC) and have the right to vote.

2.3.3 Term of office

The duration of the term of office of the MBs' members varies across the agencies, ranging from 1 to 4 years, in some cases renewable. While in EU-OSHA, ECHA, EFSA and Frontex, the MBs' members mandate is four years, in EASO and EMA their term is three years (renewable) and in FRA up to five years, not renewable (see Appendix B). In the EUIPO the term of office is four years, renewable (once) for the chairperson and deputy chairperson while no specific duration of the term is set for the MB's members.

2.3.4 Roles of the Secretariat and Chairperson

The roles of the MB secretariat and chairperson are generally outlined in the founding agencies' regulations. Most of the agencies' MBs in our sample are supported by a secretariat (or similar structure) but its tasks are not specified in prescriptive terms in the agencies' founding regulations. The responsibilities of the secretariat typically include assisting the MB and the Executive Board (where present) in preparing decisions for adoption in meetings or via written procedure and archive documents, minutes and decisions of the MB. The secretariats are also responsible for all organisational and logistical aspects of the MB meetings and for the preparation and timely transmission of the supporting documents (e.g. agenda, minutes) to the members.

In relation to the Chairperson, his/her mandate lasts from a minimum of one year up to four years across the agencies in our sample. No specific limit to the renewability of the mandate is set for the EFSA Chairperson. The founding regulations of the selected agencies outline the specific responsibilities of the Chair, namely:

- Facilitating the debate and summarising the conclusions of the debate;
- Expressing positions that have been agreed upon by the respective boards;
- Convening additional/extraordinary meetings, when needed;
- Directing the proceedings, decide that urgent matters / matters already discussed during the MB meeting shall be subject to voting by written procedure;
- Support for the preparation of the boards' meetings and the exercise of its functions.

2.3.5 Decision-making and voting rules

Efficient decision-making and voting rules/procedures are critical for the functioning of the agencies' MBs.

Pursuant to their founding regulations and rules of procedure, some agencies' MBs take decisions by a simple majority of their members (i.e. with vote of 50% + 1 of the MB's members) except for certain specific decisions where a two-third majority is required (e.g. such as the appointment and dismissal of the Executive Director and election of the MB Chair and Vice-Chairs). In practice, most MBs tend to take decisions by consensus and use qualified majority voting only when a consensus cannot be reached or when formally required in the founding regulation/rules of procedure. In some cases, MB members may authorise another member of the MB to cast their vote (vote by proxy). Finally, some MBs can decide at their discretion to adopt decisions by written procedure in case of urgency or when the

subject to be decided was discussed at a previous meeting. An overview of the voting rules applied by the MBs of the agencies in our sample is provided in Appendix B.

2.3.6 MB Working practices

The working practices of the Management Boards vary across the agencies. In the majority of cases, the MB members meet at least twice a year or more if suggested by the Chair. In other cases, the MB meet at least once per year. However, additional meetings may be convened by the Chair on his/her own initiative, or at the request of at least one third of the members or the Commission. In the case of EFSA, the rules of procedure of the Management Board foresee that the Board shall meet at the invitation of the Chair at least four times a year (or at the request of at least one third of its members). Observers can attend meetings of the MB in all agencies.

The adoption of the agenda follows similar rules in all the agencies. The agenda is usually adopted at the beginning of each meeting. One or more members of the MB may request the inclusion or deletion of a specific agenda item and the reason for this shall be communicated (in some cases in writing) to the Chairperson before the meeting. A provisional agenda is drawn up by the Chair and forwarded to the members and observers prior to each meeting. Minutes of the meeting are transmitted to the members of the MB in a timeframe that can vary from 4 to 10 weeks after the meeting. The draft minutes usually contain a summary of the interventions, the conclusions reached for each item of the agenda, the decisions taken, with the number of votes cast for each decision, as well as the list of participants. The MBs may also form working groups/subgroups to support their work on certain matters, prepare for decisions and assist in decision-making. Finally, MBs subgroups might provide advice on strategic areas within their remit to the board.

2.3.7 Rules on conflicts of interest

Rules on MB conflicts of interest (Col) are adopted by all agencies. Prior to every MB meeting, the Chairperson usually asks if any member is in a situation of a Col. In this case, the member should not participate in the discussions or take decisions on the topic. In most agencies, each member of the MB is required to sign a declaration of interests (Dols) upon nomination and to update it periodically and in case of changes of circumstances with regard to their interests. Dols should include information on all relevant interests that are (or could be perceived as) related to the agency's domain of activity. In some agencies, MBs are expected to declare all direct and indirect interests – including, among the others, economic/financial interests, relatives' interests, current employment or previous professional experience, business affiliations – that might create a Col in the performance of their duties. MBs' members Dols are usually published on the agencies' websites. The screening/assessment phase of the DOIs considerably differs among agencies.

For example, the EASO Secretariat undertakes a preliminary appraisal of compatibility of interests declared with general or specific discussions and/or votes to be taken. These appraisals are brought to the attention of the MB Chair who, if deemed necessary, can then take appropriate action.¹⁶ ECHA

¹⁶ In the case of a MB, the Chair of the MB shall ensure that the person concerned should either give up the conflicting personal interest (if possible e.g. at the stage of nomination of the member), or pull out/recuse himself/herself from relevant decisions and if appropriate debates for which such a conflict may arise. Depending on the determination of the level of exposure to a risk of conflict of interest of each expert, he or she may therefore as a result: not be appointed (e.g. as Chair, rapporteur); not work on a specific topic; not be involved in certain activities; not be selected to form part of the group/network; not participate in the decision/vote; if appropriate not participate in the deliberations leading to certain decision. In the latter case EASO will need to decide whether to benefit from the expert advice via other means (e.g. expert hearing/invitation on ad-hoc basis by a committee/panel).

instead, distinguishes different levels of competing interests declared by its MB members: (a) a situation where no competing interest declared or not relevant to the work of ECHA (in which case no mitigating action is required); (b) competing interests that may be relevant for ECHA under specific circumstances (ad hoc assessments are needed); and (c) competing interests for which specific restrictions and/or cooling off periods are necessary.

Under its Col policy, ECHA also provides the relevant appointing authorities with guidelines for exclusion of candidates for membership in the MB.¹⁷ For instance, candidates who are employed/hold an important position in a commercial entity with an interest in the regulatory field of activity of the agency, would not be eligible to become MB members.

The 2021 EP report on the budget discharge noted that not all EU agencies had published the CVs and Dols of their MB members, executive leadership and seconded experts on their websites.¹⁸ In some instances, agencies only published declarations of absence of Col and did not publish ‘positive’ declarations of their MB’s members’ actual interests. Thus, the EP called for a unified model of Dols to be implemented by all agencies. Table 2.3 shows current practices on declarations on conflicting interests in the selected agencies.

Table 2.2: Management Boards’ members declarations of interests

	EU-OSHA	FRA	EASO	ECHA	EFSA	EMA	EUIPO	Frontex
Declaration of absence of conflict of interest	•						•	
Declaration on direct or indirect interests	•	•	•	•	•	•		•

In the case of a suspected conflict of interest, the MB is responsible for taking prompt action and to adopt mitigating measures. Some agencies describe the specific mitigating measures associated to particular situations of conflicting interests. In case of breach of trust – i.e. when a Col is not declared/addressed on time or in case of a persistent Col not addressed by the individual upon request by the agency - the Chair, in collaboration with the Director, decides on the necessary mitigation measures.¹⁹ At EFSA, if a MB is not fulfilling his obligations in relation to independence, the Board, acting on a two-thirds majority, can ask for his replacement. At EMA, the MB Secretariat reviews individual Dols and can decide whether a breach of trust procedure is needed if the declarations of interests of Board members are incorrect or incomplete. At ECHA, the Appointing Authority²⁰ is responsible for adopting any formal decision on mitigation which may range from a letter of reprimand to a request to resign or the revocation of the nomination/ appointment. Finally, it should be noted that ECHA, EFSA and EMA have adopted a code of conduct that specifically applies to the MB members.

2.4 Main Features of the Management Boards

Whilst Section 2.2 provided an analysis of the provisions in the EU agency founding regulations for the MBs, this section highlights how they operate in practice. Appendix C contains a matrix that provides an overview of the main features of the MBs of 34 decentralised agencies.

¹⁷ Annex II to the ECHA Conflict of Interest Policy, page 25.

¹⁸ European Parliament (2021). Report on discharge. p. 10.

¹⁹ Measures may include: (i) verbal warning; (ii) letter of reprimand; (iii) revocation of nomination; (iv) duty to resign or request for resignation.

²⁰ For the Management Board the appointing authority is either the Council of the European Union (for the members nominated by the Member States), the Commission or the Parliament (Article 79 of the REACH Regulation).

For each agency, the table specifies:

- The agencies' founding regulations
- The MB's size and composition (number of members, alternates and observers)
- The stakeholders who are represented on the MB;
- Whether in addition to the MB, the agency has a Bureau or Executive Committee;
- The number of MB meetings each year
- Parliamentary scrutiny and discharge procedure.

The research is based on an analysis of multiple sources including the agencies' founding regulations, annual reports and information/reports published in the agencies' websites.

To summarise the results of the mapping exercise, the **average number of MB members** is 34 with a range from 6 (i.e. the Executive Session of the SRB Board) to 84-85 in the case of the tripartite agencies (i.e. Eurofound, EU-OSHA, Cedefop). Other agencies with relatively small MBs include the Agency for the Cooperation of Energy Regulators (9 members), the European Insurance and Occupational Pensions Authority (7 members). In addition to the tripartite agencies, the Translation Centre for the Bodies of the EU also has a MB with an above average number of members (71 members).

The **composition of the EU agency MBs** varies considerably. Most have a representative from each Member States' national authorities with a role that is relevant to the particular agency's mandate. However, there are some exceptions: the European Institute for Gender Equality (EIGE) only has 18 Member States represented on its MB; the European Insurance and Occupational Pensions Authority (EIOPA) has six national representatives. At the opposite end of the range, in addition to the 27 Member States, the three tripartite agencies also have an employer and employee group representative from each country on their MBs.

Box 2.3: Examples of different Management Board membership models

- **EIGE** – the MB consists of 18 Member State representatives which operate on a rotation basis “thus guaranteeing total representation combined with operational efficiency” (EIGE website). In addition, one member represents the Commission. The MB Member State members are appointed by the Council following the order of the rotating EU Presidencies.
- **ECHA** – the MB consists of 27 members from the EU Member States, six representatives appointed by the EC and two independent persons appointed by the EP. Among the EC appointees, three are appointed to represent interested parties for a renewable term of office of four years and without voting rights (Article 79 Reg 1907/2006). These representatives are senior experts representing respectively the chemical industry, environmental and consumer non-governmental organisations and trade unions. These members actively participate in the MB meetings bringing specific insights to the discussion. Their participation is regarded as beneficial as it enhances the externally perceived legitimacy, representativeness and robustness of the decisions adopted by the MB.
- **EBA** - has two governing bodies: a Board of Supervisors (BoS) composed (among others) of the EBA's Chairperson and the 27 national supervisory authorities; a Management Board composed of the EBA Chairperson, six representatives of the national supervisory authorities elected by the BoS and one EC representative. The BoS is the main decision-making body and performs 'typical' functions of the MB in other agencies, i.e. it has representatives of each of the EU27 Member States and adopt Technical Standards, Guidelines, Opinions and Reports. The Management Board has the power, inter alia, to propose the annual/multi-annual work programme, to exercise certain budgetary powers, to adopt the Authority's staff policy plan.

In addition to the MBs, 11 of the EU agencies also have a **Bureau or Executive Committee** typically consisting of the MB Chairperson, the Director of the agency and several other MB members. Examples include: the European Agency for Fundamental Rights (the Executive Board consists of the MB Chairperson and Vice-Chairperson, 2 MB members and 1 EC representative²¹); the European Monitoring Centre for Drugs and Drug Addition (the Executive Committee consists of 1 Chair of MB and 1 Vice-chair, 2 members of the MB representing the MS, 2 EC representatives); and the European Union Agency for Cybersecurity (the Executive Board is composed of 4 MB members, 1 EC). The three tripartite agencies are amongst the 11 agencies with these smaller steering groups. Conversely, the agencies with relatively small MBs (EBA, EIOPA, ESMA) do not have such entities.

To take an example of the roles of the Bureau or Executive Committees, in the case of the EMCDDA, the Executive Committee meets 5-6 weeks before each MB meeting to prepare for the latter in consultation with the Director. In accordance with Article 2 of the rules of procedure of the Board, the Executive Committee may also decide on behalf of the MB on the matters foreseen in the EMCDDA financial regulation which are not reserved to the Board by the EMCDDA founding regulation and make the necessary adjustments to the work programmes previously adopted by the Board.

The MBs of the agencies generally have between 2-4 **meetings a year**. Some agencies have more meetings than this. For example, the European Securities and Markets Authority had 7 MB meetings in 2019 and the European Medicines Authority had 4 in 2020. Frontex also has 5 MB meetings each year. All agencies can also call extraordinary MB meetings. The agencies that hold the most MB meetings tend to be the ones that do not have a Bureau or Executive Committee although this pattern is not clear-cut. Turning to the **MB costs**, direct comparisons are difficult because expenditure is not categorised in the same way and while some agencies have separate expenditure categories specifically for their MBs other do not and instead allocate some costs to other budgets. Otherwise, the cost of the MBs reflects the size of the MBs and the number of meetings they hold.

2.5 Conclusions – Role of the Management Boards

This section has examined how the ‘Common Approach’ has influenced the development of the MBs over the past few years and then provided an analysis of the provisions in founding regulations of a sample of agencies relating to the MBs’ membership, responsibilities and working methods. In Section 2.4 we have mapped the main features of the MBs and compared them. Overall, the assessment in this section suggests that although there are basic features in common, the MBs also exhibit quite varying characteristics reflecting the nature and mandate of the different agencies. In the next section we assess the research feedback on how different MB models work in practice.

²¹ The Management Board member appointed by the Council of Europe also participates in Executive Board meetings.

3 ASSESSMENT OF KEY ISSUES

In this section we draw on the feedback from the Management Board survey and interview programme to provide an assessment of key issues. The analysis is structured as follows:

- **Section 3.1: Management Board membership and representativeness** - we start by analysing Management Board membership and the extent to which different stakeholder groups have appropriate representation. The last subsection examines the link between size of MBs and their performance in fulfilling the role assigned to them.
- **Section 3.2: European Parliament representation** - one of this study's aims is to examine how the EP is represented on MBs and to assess whether the EP representation risks an actual or potential conflict of interest in relation to the budgetary discharge by the EP.
- **Section 3.3: Management Board working methods** - this section examines the MB working methods and the extent to which these make it possible for members to make a meaningful contribution to decision-making. We also examine the effect of COVID-19 in terms of the balance between face-to-face and virtual MB meetings, and issues relating to possible conflicts of interest.
- **Section 3.4: Management Board performance and possible improvements** – the final section of the assessment examines the effectiveness of MBs in fulfilling their roles, the survey feedback on MB strengths and weaknesses, and possible improvements that could be made.

The assessment in this section draws on the feedback from the interview programme and online survey. The survey feedback came from 268 MB members (61% being members, 27% alternates and the remaining 12% observers). Half the respondents were members of MBs with between 20 and 35 members with 43% being on MBs with more than this and the remaining 8% on relatively small MBs with less than 20 members. Respondents were not asked to provide their names or to say which agency MB they are a member of.

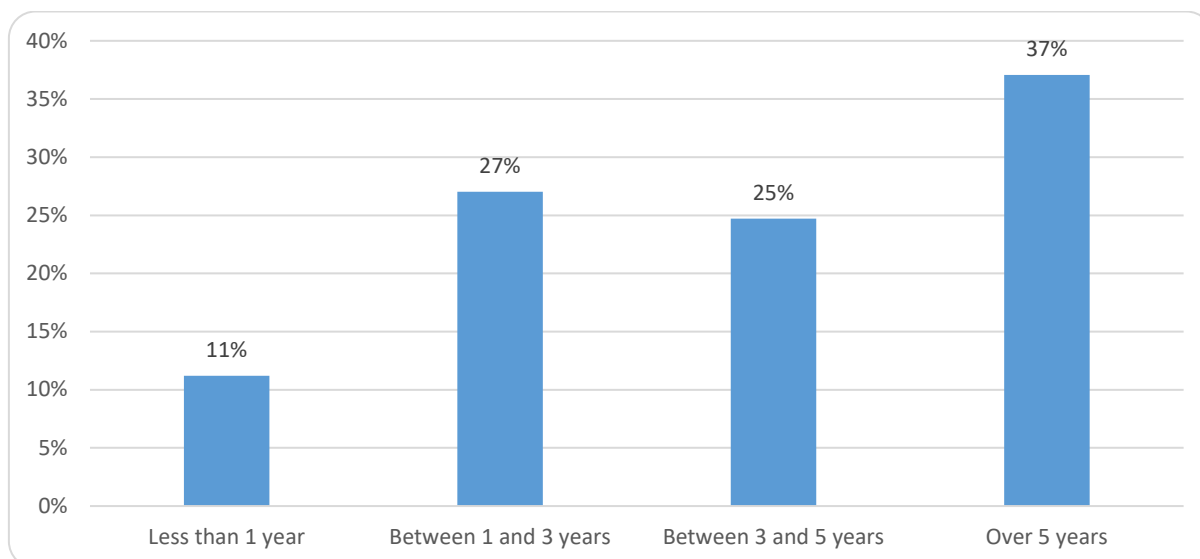
3.1 Management Board Membership and Representativeness

This section examines the Management Board membership and the extent to which different stakeholder groups (including the EU institutions and interested parties) have appropriate representation. The last subsection examines the potential link between the size of Management Boards and their performance in terms of decision-making and strategic leadership, and fulfilling the other roles and tasks assigned to them in the founding regulations.

3.1.1 Turnover of Management Board members

We start by examining the extent to which there is a turnover of MB members. This is an important question because a high turnover of members as well as a shorter term of office could make it more difficult for individuals to familiarise themselves with the activities of the agencies, thereby, posing a challenge to the continuity of the MBs' work and the implementation of its strategic priorities.

Figure 3.1: How long have you been a member, alternate or observer of the Management Board?



Source: analysis of survey responses

Overall, the survey responses suggest that there is a quite high degree of continuity in the membership of the MBs with approaching two-thirds of individuals having held their positions for more than three years. One interviewee argued that while continuity is important, it is also essential to have a regular turnover of MB members and renewal of views within the MB. A balance needs to be struck between the need for continuity and regular renewal to ensure that MBs function well.

There were somewhat mixed views on the extent to which Member States, EU institutions and/or other stakeholders nominate Management Board members and alternates with the **expertise needed for the role**. As can be seen, just over half the respondents felt that appropriate nominations are generally made with a further 27% only partially agreeing. However, overall, there is clearly a positive view.

Table 3.1: To what extent do Member States, EU institutions and/or other stakeholders nominate MB members and alternates with the expertise needed for the role?

Number of Management Board members	Responses	%
To a great extent	145	54.1
To some extent	73	27.2
Not at all	3	1.2
Not applicable/don't know	19	7.1
Skipped	28	10.4
Total	268	100.0

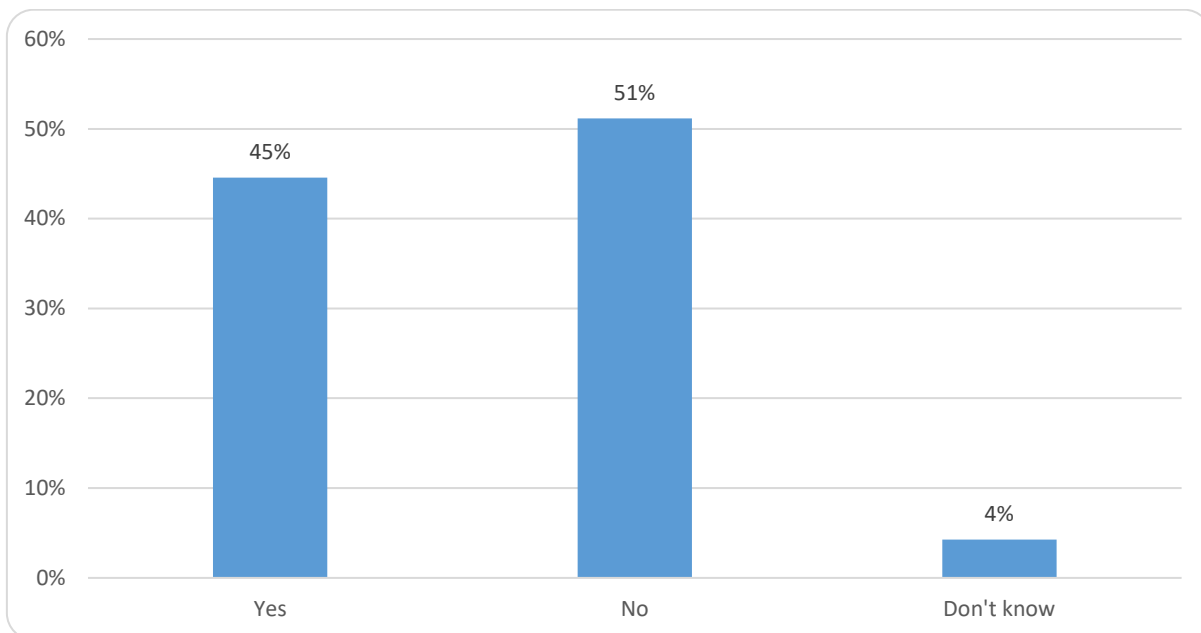
Source: analysis of survey responses

There are multiple factors that might potentially explain this shortcoming. Several interviewees argued that **the current MB members selection procedures do not allow to identify candidates with the right knowledge, skills and expertise to be able to perform their role effectively**. Some interviewees stressed that it is essential for MB members to clearly understand and be familiar with the agency's mission. Other interviewees added that MB members should be knowledgeable about EU policies and have the sort of managerial experience and skills needed to sit on a board. In some cases, Member State representatives also face linguistic challenges that hinder their participation in MB

discussions. Another important consideration is that some members do not prepare enough for meetings and therefore cannot easily participate.

When asked about possible solutions some interviewees commented that the **agencies should provide Member States with further guidance on the requirements**, experience and expectations of MB members together with a clearer role description. Indeed, there is general agreement on the need to avoid any formal interference by the agencies in the selection procedures as only the appointing authority identified in the founding regulations should be responsible for appointing MB members.

Figure 3.2: When you joined the Management Board, did you receive any sort of induction/training to help understand the role as a member?



Source: analysis of survey responses

A formal **induction process** for new MB members is provided by a minority of agencies (45% of the survey respondents said they had participated in a formal induction course). For example, one respondent stated that he “received a warm welcome and a half day introduction (training) about the role of Management Board” and this seems to be typical of the approach adopted more widely. **The induction training is usually provided by MB Secretariats.** In other cases, there is no formal training course, but new members are provided with briefing papers on the role of the MBs together with advice from agency staff on an informal basis as and when required. One respondent, for example, stated that “I have received documents as an introduction and unlimited support by the Management Board Secretariat”.

Many interviewees also confirmed the **importance of an induction process and training/coaching** to help MB members to understand their role. In most cases, the interviewees confirmed the key role of the MB secretariat in organising these induction sessions. New members also rely on outgoing members to familiarise themselves with the MB functions.

MB members were not in favour of being subject to a **periodic assessment of MB members’ roles** (62% opposed the idea, 12% were in favour and the remainder had no opinion). That said, one person argued that “any person, without sufficient knowledge can be a member of the Board, there is a total

lack of screening. Also, there are pensioners who no longer have affinity with the issues involved but are sent by their organisation and are installed as board members.”

Box 3.1: Examples of Management Board induction and training programmes

- **The EFSA Secretariat provides induction sessions to new Management Board members in order to facilitate their onboarding process.** Induction sessions cover issues to do with governance by introducing the different bodies of the agency to the new members, including their roles and responsibilities. In addition, the induction sessions also contain a presentation of the various ethical standards MB members will be expected adhere to, namely: independence, confidentiality, relations with the public, i.e. the ‘ambassador’ function of the Board members that entails the promotion of EFSA to its stakeholders and the general public and preparedness to be accountable for the board decisions - the receiving of gifts and hospitality as well as additional sources on ethical guidance. Lastly, in light of the upcoming changes to the composition of EFSA’s MB, additional content was added in the induction material to help new MB members understand the nature of the upcoming changes.
- **Upon joining the ECHA Management Board, new Members are provided with a set of induction materials** as well as with the Code of Governance comprising the Rules of Procedure, Members’ Code of Conduct, the Terms of Reference of the MB Subgroups and the MB’s Operating Framework.²² In addition, a mentoring system is in place with experienced Board member being available to support the integration of new members.

Box 3.2: Insights from World Food Programme

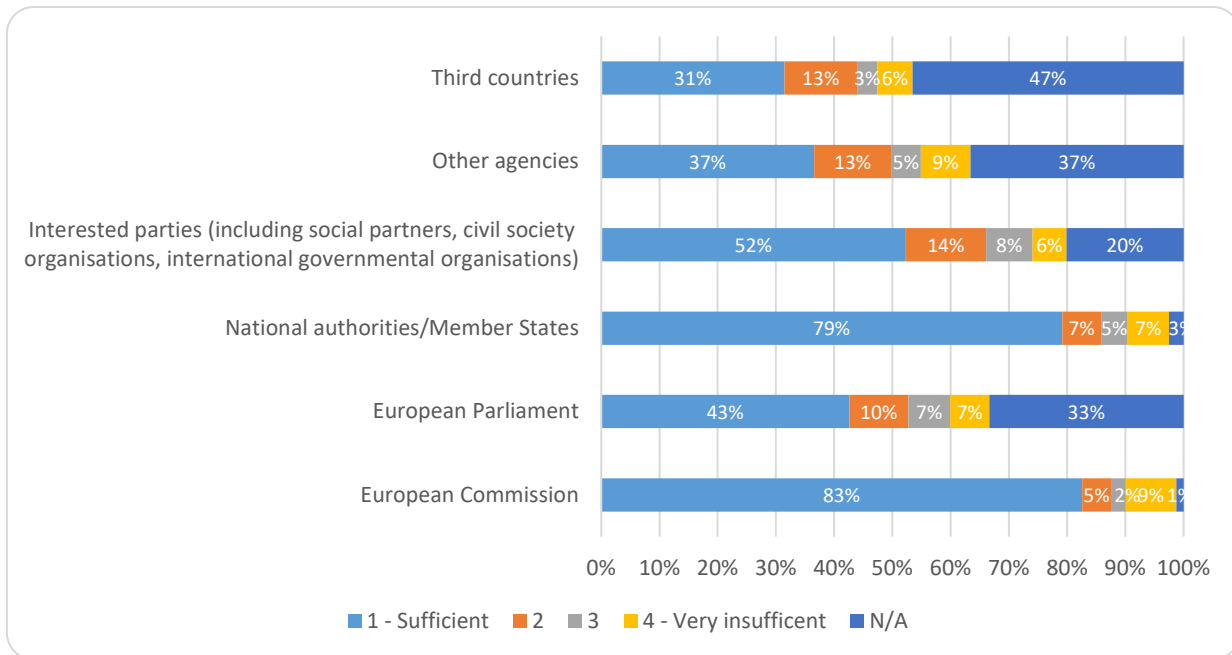
The World Food Programme (WFP) conducts an induction session for new members and observers of the WFP executive board. The objectives of the induction are to provide an overview of the agency (its mission, structure, policies and operations around the world), explain the governance model and functioning of the Board and enhance the knowledge of WFP tools to support vulnerable people. The induction session also provides insights on corporate finance, planning and performance, enterprise risk management and ethics.

3.1.2 Representativeness of Management Boards

The survey responses suggest that, overall, Member States and the European Commission are felt to be sufficiently represented but that this is less so with other stakeholders, notably third countries, other agencies, social partners and the European Parliament.

²² Operating framework of the Management Board of the European Chemicals Agency ([MB/52/2019 final REV2](#)), p. 3.

Figure 3.3: In your opinion, to what extent does the Management Board provide different types of members with sufficient representation?



Source: analysis of survey responses

As can be seen from the chart, the **European Commission** is seen as being especially well-represented on the MBs with 83% of the survey respondents saying that its representation is 'sufficient'. However, not everyone who participated in the survey agreed with this. Thus, one survey respondent argued that with the tripartite agencies, because of the large number of MB members, "the representation of the Commission is rather limited in relative terms (3 members, compared to 27 each for governments, employers and employees)". Linked to this point, another person argued that the Commission's representation is insufficient as "the EC is providing more than 70% of the budget but represents not even 5% of the legal voices". Another respondent argued that "If the Commission has more than one representative, they should come from different DGs like budget and so on"; one person pointed out that in their case, the Commission was not voting member.

There were also some counter arguments regarding the EC representation. Looking at MB representation in relative terms, it was argued that the presence of multiple representatives for the Commission is "odd while Member States only have one" representative. The same respondent suggested that the Commission does not usually participate with so many experts in meetings but rather uses "the manpower only in the cases of voting". It is surprising that in the survey feedback, so much emphasis was placed on the Commission's representation on MBs.

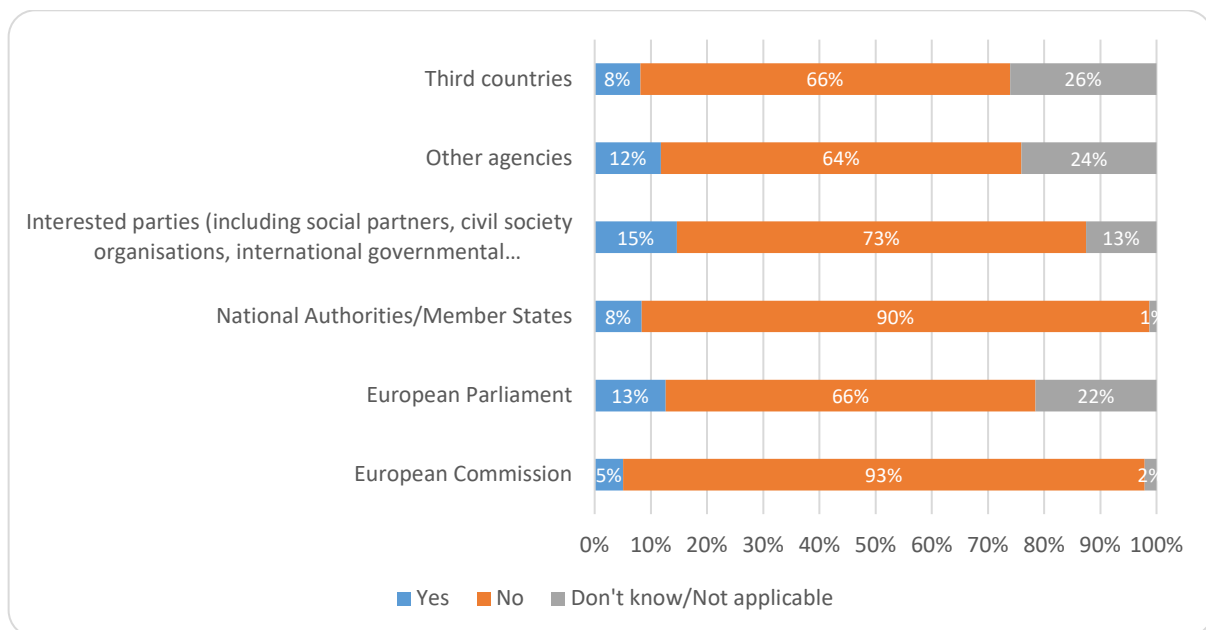
The survey suggests that the **European Parliament** is amongst those stakeholders whose representation on the MBs is seen as being towards the lower end of the scale. Indeed, one survey respondent indicated that the EP was not represented even as an observer on the agency's MB. Another respondent further stressed that "the EP does not have the same standing as the Commission, as it is limited to an advisory capacity. There was also some criticism of the practice of appointing experts to represent the EP – most thought that this role should be played by an MEP. However, in the interviews, it was pointed out that in addition to MB membership, there are many other ways the agencies can interact with the EP, for example by attending committee meetings.

Turning to the Member States on the MBs, as can be seen the survey feedback suggests that their

representation is sufficient. In the interviews several interviewees argued that **there is an over-representation of Member State representatives**, not in relation to individual countries but taken as a group. In contrast with the principle of a ‘Member State-oriented’ institutional balance of powers principle enshrined in the ‘Common Approach’, they suggested that a membership rotation system as practiced by some UN agencies – and also several EU agencies (see Section 2) - with a reduced number of Member States participating to the MB meetings and with an opting out mechanism, would be preferable.

There were relatively few comments on the MB representation of **other stakeholders**. One respondent, in particular, suggested that “SMEs and vulnerable workers could be better represented” on the MB of the agency; in another case, it was argued that some key stakeholders, while not represented on the MB, were members of the agency’s Advisory Board. On the contrary, one respondent stressed that there are not so many representatives from other countries taking part in the MB. As part of the survey, we asked whether there is a need to strengthen the representation of any particular stakeholders on the Management Board. The responses are summarised below.

Figure 3.4: Is there a need to strengthen the representation of any stakeholders on the Management Board?



Source: analysis of survey responses

The above chart broadly mirrors the findings shown earlier but highlights the stakeholders that are seen to be under-represented on the MBs, namely **interested parties (social partners, civil society, etc), the European Parliament and other agencies**. In relation to third countries, it was argued that they should not be voting members, but rather observers, unless in specific areas and in case they contribute financially to the agency. Similarly, it was suggested that other **agencies with competence in relevant areas should participate as observers** – via one representative or the Director - and invited to MB meetings, where appropriated and needed. For instance, according to one respondent, it might be interesting to have more exchanges of experiences with other agencies regarding training, management of challenging situation (e.g. shortages or lack of experts) and invite them for short presentations. Other interested parties can also be invited as observers to MB meetings, but in cases where there are too many interested parties it might be challenging to involve them all. Furthermore, there might be alternative and more adequate *fora* for them (e.g. advisory boards).

Box 3.3: Example - Gender equality in UN agencies

In the United Nations system organizations, some governing bodies have shown great interest in gender-related issues. The governing bodies have an increasing role in promoting gender equality and the empowerment of women within the agencies. For instance, the ILO governing body requested the ILO to align its gender action plan closely with the six strategic areas of the System-wide Action Plan on Gender Equality²³ (accountability, results-based management, oversight, human and financial resources, capacity, and coherence, knowledge and information management) while the Executive Board of UNESCO encouraged the Director-General to continue efforts in implementation of this Action Plan. According to UN-Women, most organisations have a gender policy in place that is in line with the Plan and is regularly reviewed by the governing bodies.²⁴

Overall, most MB members participating in the consultations confirmed that **the current composition of their boards is balanced and provides stakeholders with sufficient representation.** In their view there is no need for significant changes in the composition of the MBs. There is a high degree of heterogeneity between the agencies as regards the size of the boards, the type of stakeholders represented and the appointment procedures of their members. This diversity reflects the differing mandates, mission and areas of competences of the agencies.

One stakeholder raised the issue of **gender balance within the MBs.** A recent EP report on the budget discharge noted that in 2019 “there was no agency with an even gender balance” in its MB.²⁵ While seven agencies MBs had a good balance, 14 others had no gender balance. In the report, the Parliament asked the appointing authorities, including Member States, to take into account the importance of ensuring gender balance when nominating agencies’ MBs members.

3.1.3 Link between size of Management Boards and performance

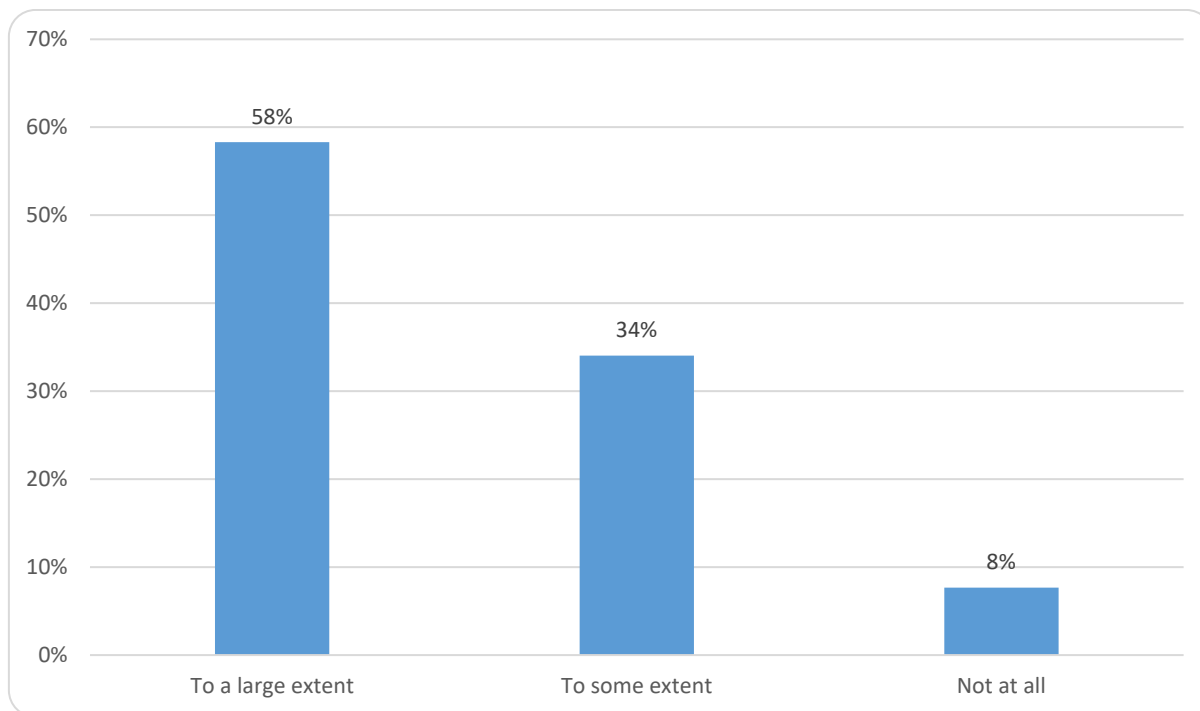
As noted earlier, the EU agencies’ MBs have a relatively large number of members, generally well in excess of 30 per MB. An important question we examined is whether there is a link between the size and composition of the MBs and the way they perform their duties as well as their capacity to provide strategic leadership. As can be seen from the analysis of survey responses below, **the majority of MB members consider that there is a link.**

²³ UN System-Wide Action Plan on Gender Equality and the Empowerment of Women (SWAP) [[link](#)].

²⁴ Joint Inspection Unit (2019). Review of the United Nations system-wide action plan on gender equality and the empowerment of women ([JIU/REP/2019/2](#)), p. 15.

²⁵ European Parliament (2021). Report on discharge in respect of the implementation of the budget. p. 7.

Figure 3.5: To what extent is there a link between the size and composition of the Management Board and the way the Management Board performs its duties and its ability to provide strategic leadership?



Source: analysis of survey responses

Reflecting the responses above, a selection of the qualitative feedback on this question is provided below. There are several points that stand out: the view that although the MBs are very large, it is only a minority of members who actively participate in discussions; and the need for MB agendas and proceedings to focus on more strategic issues with other types of sessions being used to deal with the less important matters.

Box 3.4: Examples of survey feedback on the link between MB size and composition and the way they perform their duties

- A lot of the members do not actively participate during Board meetings. Also, there are board members who only come to these meeting to have some amusement and fun.
- The more participants, the less open participants will speak out. Already some Member States do not say much (especially from the Eastern European countries). For this reason, I would not be very enthusiastic to increase the number of participants too much.
- The board is obviously too big to be able to operate efficiently. The discussion topics should be better selected and divided to those to discuss with all members and for those for smaller work groups. Hence, the board should be managed in a better way.
- Few members (the EC and a few Member States) are active and provide strategic leadership. Most members are silent/do not intervene.
- I think that MB's formal meetings in plenum has limitations and needs to be supplemented by discussions in outbreak sessions, work in smaller groups/committees and so on. The MB members should contribute to the agency in many ways beyond formal meetings.

- Agendas are overpacked with topics which are not of strategic importance.
- In my experience never all members can participate perfect for several reasons. Video Conferences do not support more input. Leadership is performed by few members but supported hopefully by almost all members.
- The members are rarely experts in strategic thinking but more are nominated based on their knowledge and experience from the substance of the policy area, which is somewhat questionable.
- The size of the Board is a consequence of the representation of each country. A smaller Board would be able to work more efficiently but it would not be acceptable at all from a democratic point of view. Any decision by a smaller Board without the possibility of each country to be heard and to vote would have to be considered illegitimate.
- Main responsibility and decisions by the Bureau, just one meeting of Management Board, which is too big to discuss the relevant topics and draft decisions

A high proportion of the MB members (74%) consider that the **Management Board Secretariats have sufficient resources to effectively and efficiently** support the MBs in performing its duties. This was reflected one particular comment that “by and large yes, even though the workload is quite heavy in relation to the small size of the agency. It might be worthwhile to consider a “de-minimis” rule for some obligations for small-size agencies”. As another respondent explained, pressure on the agencies’ budgets limits the capacity of the secretariat and agency staff generally to provide support: “The resources of the agency are under pressure as the amount of staff is frozen by the EC although the workload is increasing. All the time that is spend on preparations of reports for the Management Board is lost from the other activities.”

In line with the survey feedback, MB members commented that **there is a link between the size of the MBs and their performance:** the larger the size of the MB, the harder it is to have all the members involved in all decisions. One MB member suggested that a reduced number of members could be involved in the MB decisions that deal with administrative aspects of an agency’s activities so that meetings involving all members are limited to strategic issues.

3.2 European Parliament Representation

One of this study’s aims is to examines how the European Parliament is represented on Management Boards and to assess whether the EP representation risks an actual or potential conflict of interest (COI) in relation to the budgetary discharge by the EP.

3.2.1 European Parliament membership

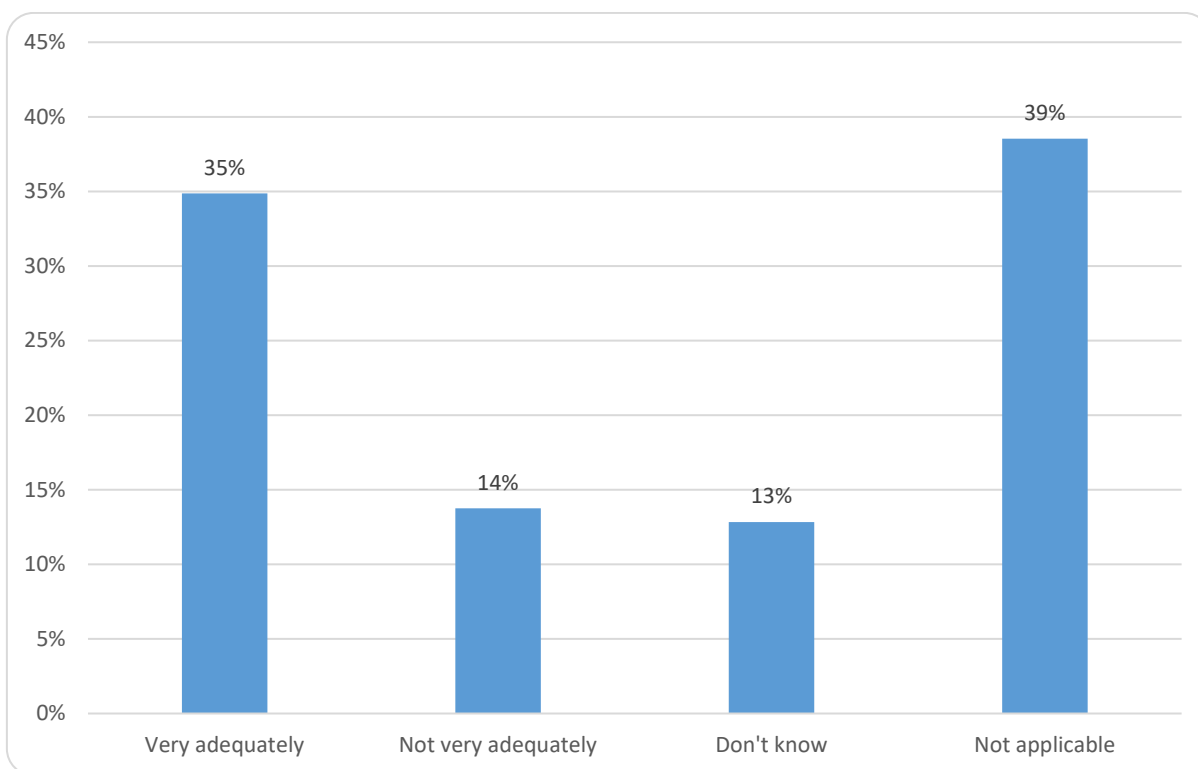
Taking the first part of this question, the views of MB members on how adequately the EP is represented on the Management Boards is summarised below. As can be seen, a significant proportion of respondents consider that the EP is adequately represented (35% or 50% if the ‘not applicable’ responses are excluded). As several survey respondents pointed out, the **EP is not represented at all on the MBs of some agencies** and this is reflected in the relatively high proportion of ‘not applicable’ responses shown in the chart. Another person argued that the EP did not need to be represented on the MB of any of the agencies because it already has sufficient scope to influence decision-making through other contacts (e.g. EP committees that agencies regularly attend).

It seems, judging by the survey feedback, that the situation on the agencies’ MBs varies. In one case it was explained that the EP representative has an observer role, without voting right, thereby avoiding

any possible conflict of interests; in other cases, however, there are examples of MEPs who sit on the MB who have a say in adopting the report on the agency’s budgetary discharge and in voting in the EP. A further argument, highlighted by a survey respondent, is that it should be possible to distinguish between a role in overseeing the operations of the agencies generally and being specifically involved in the budgetary discharge.

Several interviewees stressed the importance of EP representatives on the MBs having a **clear understanding of their role, a strong interest in the agency’s work and a commitment** to their responsibilities and tasks within the MB. This was supported by the argument that it is important for the EP to know more about the work of the agencies and, vice versa, for the MBs to be aware of the broader policy context in which the agencies operate and major developments that could affect their mandate and priorities. The main challenge for EP representatives/ delegates on the MBs is the limited available time to dedicate to the meetings given other commitments. From this perspective, one proposed solution to ensure higher attendance rates might be to allow EP representatives, especially MEPs, to attend MB meetings virtually.

Figure 3.6: How adequately is the European Parliament represented on the Management Boards?



Source: analysis of survey responses

There were very few suggestions on what, if anything, should be done to strengthen the EP’s role in relation to the Management Board. One person mentioned that consideration had been given to increasing the size of the MB to allow EP representation another idea was to avoid altering the MB composition and to simply hold meetings with the relevant parliamentary committee(s) to allow for greater EP oversight. Another survey respondent stated that the “EP’s authority in the discharge procedure should not impede its involvement in accessing the managerial operation of the agencies. After all, this capacity may help prevent problems instead of detecting them later, during the discharge procedure”. **Most, however, argued that it was not appropriate for the EP, as a political body, to become closely involved in managing the agencies.**

Several interviewees stressed the importance of **EP representatives on the MBs having a clear understanding of their role, a strong interest in the agency's work** and a commitment to their responsibilities and tasks within the MB. This was supported by the argument that it is important for the EP to know more about the work of the agencies and, vice versa, for the MBs to be aware of the broader policy context in which the agencies operate and major developments that could affect their mandate and priorities.

Box 3.5: Example - European Parliament representation on the Management Boards

- **There are two representatives of the EP on the board of the EMA.** In order to ensure close cooperation with the EU institutions, the EMA has a European Union Institutional Liaison Office that is responsible for managing relations with the EP, the EC, Council and other EU agencies. This office regularly liaises with the EC and EP representatives and ensures a fruitful exchange of information at EU level. Moreover, preparatory meetings between the agency and the EC together with the Chair of MB are organised ahead of every agency board meeting.
- **Two members of ACER, EMCDDA, ECDC, ECHA, EEA and EMA Management Boards and three members (non-voting experts) in ETF Governing Board are directly designated by the EP.**²⁶

There were more divided views amongst MB survey respondents on whether or not there is a (possible) **conflict of interest** between the EP role on the Management Board and its role in the annual budgetary discharge for EU agencies. While just under a quarter (20%) thought that there is a (potential) conflict of interests, well over a third (39%) expressed the opposite view whilst the remainder (41%) did not offer an opinion (in some cases the 'don't knows' could have been accounted for my MB members associated with agencies that do not have an EP representative on their MBs).

The interviews confirmed this position. Most of those we spoke to stated that **there is no actual or potential risk of a conflict of interests for those agencies that have EP representatives on their MBs and are subject to the discharge procedure by the EP.** One possible explanation for the limited probably of a conflict of interests is that, in most cases, the representatives of the EP are appointed as technical experts and for their knowledge of the policy fields and scientific issues dealt with by the agency concerned, and hence they are 'non-tied' representatives.

Some interviewees highlighted the fact that there is currently no **formal reporting mechanism** that the EP representatives can use to share information about the MB proceedings with the EP. One interviewee argued that the EP representatives are selected simply because they can commit sufficient time to the meetings and the work of the MBs and are not necessarily the best qualified for the role in terms of their knowledge of the subject matter. Others argued that in the absence of a conflict of interests, the EP should be represented by an MEP rather than an expert. It was also pointed out that there are many opportunities for agencies to discuss issues with the EP (e.g. in committee meetings) and the role of the EP representative on the MBs is therefore less critical.

3.3 Management Board Working Methods

This section examines the MB working methods and the extent to which these make it possible for members to make a meaningful contribution to decision-making. We also examine the effect of COVID-19 in terms of the balance between face-to-face and virtual MB meetings, and issues relating to possible conflicts of interest.

²⁶ [Analytical Fiche Nr° 20 \(europa.eu\)](https://ec.europa.eu/euipo/analytical-fiche-20).

3.3.1 Preparation for Management Board meetings

Almost all of the survey respondents (95%) felt that they are provided with sufficient information ahead of Management Board meetings. Flavour of the feedback is provided below. Many comments concerned the amount of information provided to members rather than the absence thereof.

Box 3.6: Examples of survey feedback on information provided to MB members before meetings

- The reporting is very detailed. This could rather be less than more, also to bring down the capacity needed to produce all the documents. In my opinion translations (e.g. in French) of the meeting documents are superfluous and English is sufficient.
- The agenda is already substantial - there is a lot of reading required.
- The documents could be sent earlier ... the information should be provided in time before the meeting and not the day before.
- Background material is too heavy to be read before meetings.
- The information and documents should be sent early enough in order to be well prepared.
- The meetings are overloaded with document-based information ... the documents should be made more concise and decision-making oriented.
- Downsize the information provided - more discussions on strategy.
- Actually, too much information. It is usually not possible to go through all the documentation.
- There is a late transmission of the documents. Delays in delivering the documents make it impossible for the MB to fulfil its tasks and responsibilities properly.
- There are usually some agenda items without any pre-information. Also, the material of all presentations are not available beforehand nor after the meetings.

MB members participating in the interview programme confirmed the survey feedback in relation to the preparation for MB meetings. Several interviewees argued that the **documentation provided ahead of the MB meetings is too detailed to analyse in full in the available time**. It was also argued that the documents for MB meetings were sometimes not sent to members long enough in advance for them to prepare properly. From this perspective, the role of the MB Secretariat in supporting the MB is particularly valued by interviewees.

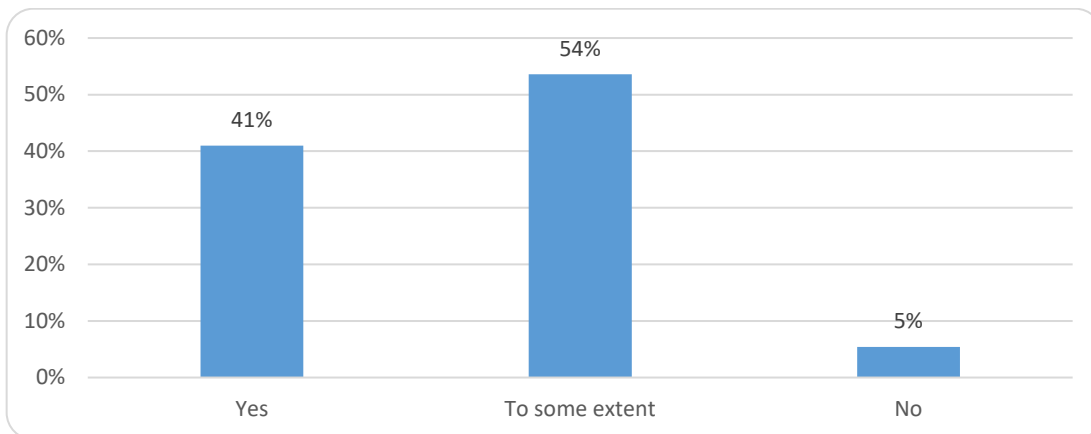
In many agencies, the **Secretariat** is responsible for organising the MB meetings, preparing the agenda and for making sure that members receive appropriate supporting documentation in time for the meeting. As noted above, several interviewees argued that there is a need to reduce the amount of information provided to the MB. To achieve this, some **agencies have established preparatory groups or thematic sub-groups / working groups** consisting of a small number of MB members who are responsible for reviewing topics ahead of the MB plenary sessions. These groups act as a 'filter' and usually provide the MB with a summary of the background to an issue that the MB is being asked to consider, the agency's position and the options that the MB could vote for. One interviewee emphasised that this type of summary is useful to prepare ahead of MB meetings but does not necessarily influence the MB decisions because positions are decided by national authorities and other stakeholders before MB meetings.

3.3.2 Participation in decision-making

A high proportion of the survey respondents (92%) felt that they are able to fully participate in the proceedings of the Management Board and to make their views known. There was some less positive feedback. For instance, one person argued that “the questions to be discussed are often about administrative issues that should not be a matter to be discussed at the board”; another commented that there were “too many topics to discuss, but too little time to do that”. Moreover, the possibility to submit written remarks in drafting stage would enhance the level and depth of participation.” An interesting point was made by one person who argued that “too many Member States cooperate in advance of the MB meeting, so that very often decisions seem that have been taken already”. Another suggested that MB meetings tended to be dominated by a few of the Member State representatives.

Most survey respondents stated that they are able to influence key MB decisions (e.g. in relation to the Single Programming Document or agency budget) albeit with just over half (54%) saying that this was only ‘to some extent’ the case. A breakdown of the responses is shown below.

Figure 3.7: Do you feel that as a Management Board member you can influence key decisions?



Source: analysis of survey responses

To the extent that there were less positive responses, one person argued that “The problem is that only a very small group is capable and involved in the matters to be discussed. So only a small group of people make the decisions.”

Another respondent suggested that there was a strong tendency to accept the proposals put forward by the agency on any particular issue because “the agency uses all its very competent staff to convince everyone that the way chosen by the Agency is the best one”. In one case a distinction was made between decisions on programming and strategic documents, where it was argued that MB members can fully influence decisions and agency finances and budgets were this was seen as being less so. Linked to this, it was argued that the explanation for having less of a say on the budget and the internal organization of the agencies is that these matters are subject to many legal and procedural constraints beyond the influence of the MBs.

Based on the interview feedback, **ensuring effective and inclusive participation of all members in MB meetings is a key challenge.** In many cases, interviewees confirmed that a relatively small number of members are more active than others in taking the floor in MB discussions and, consequently, some voices are rarely heard in the plenary sessions. There are several factors that might explain this situation. Several MB members representing interested parties argued that they felt that they did not have the power to influence the MB decisions. In their view, the lack of voting rights for some members might hinder their effective participation.

Another MB member stated that the plenary sessions are structured around presentations and do not provide enough time for discussion. Hence the main reason for this situation is the way MB meetings are organised and the insufficient time allocated to them. Another interviewee stressed that some members do not prepare enough for meetings and therefore cannot easily participate. Altogether, the tendency for MB discussion to focus on a few members might result in minority views not being reflected in the decisions and reports adopted by the MB. In turn, this might reduce the legitimacy of the MB decisions.

When asked about possible mitigating factors, some MB members stressed **the importance of the role of the Chairperson in enabling all members to participate in discussions and ensuring that the principle of collective decision-making is respected**. Furthermore, increasing the individual commitment by the MB members to the agency's mission and goals by inviting them to act in the "institutional interest" of the agency (rather than other interests) might encourage a more active participation and increase the quality of individual contributions to the discussions. One MB member made clear that "members should understand that they are not appointed to perform an honorary role. They have the responsibility to substantially contribute to the works of the board and be prepared to fulfil different tasks."

Box 3.7: Examples from EU Agencies on stakeholder engagement in MB's decision-making

- The EUIPO actively engages and consults with stakeholders during the preparation of MB strategic documents and during discussions.** EUIPO's Founding Regulation has provisions for several mechanisms to ensure that stakeholders are involved. For instance, the programme documents must be consulted with the EC as well as with the JURI committee of the EP before they are adopted by the MB. Furthermore, the Commission has a statutory consultation right to see new documents before being discussed by the MB.²⁷ The following stakeholders can participate in the EUIPO MB meetings as observers: (i) four representatives respectively of the World Intellectual Property Organization (WIPO), the Benelux Office for Intellectual Property (BOIP), the European Patent Office (EPO), the Community Plant Variety Office (CPVO); (ii) five users associations with permanent representation, namely the International Trademark Association (INTA), BUSINESSEUROPE, MARQUES, the European Communities Trade Mark Association (ECTA) and the European Brands Association (AIM); and (iii) two user associations with rotational representation.²⁸
- EU-OSHA's MB established three Advisory Groups to provide strategic advice and feedback to the agency on key areas of its operational work.** The Advisory Groups include representatives appointed by the MB interest groups (governments, workers and employers) and the Commission. They provide advice on the projects and activities included (or suggested to be included) in the work programme as well as feedback on agency's activities within the topic area of the Advisory Group. These groups are: the Tools and Awareness Raising Advisory Group (TARAG) providing advice on the agency's communication work, including the Healthy

²⁷ Art. 152 and 153 of Regulation (EU) 2017/1001 of the European Parliament and of the Council of 14 June 2017 on the European Union trademark (EUTMR).

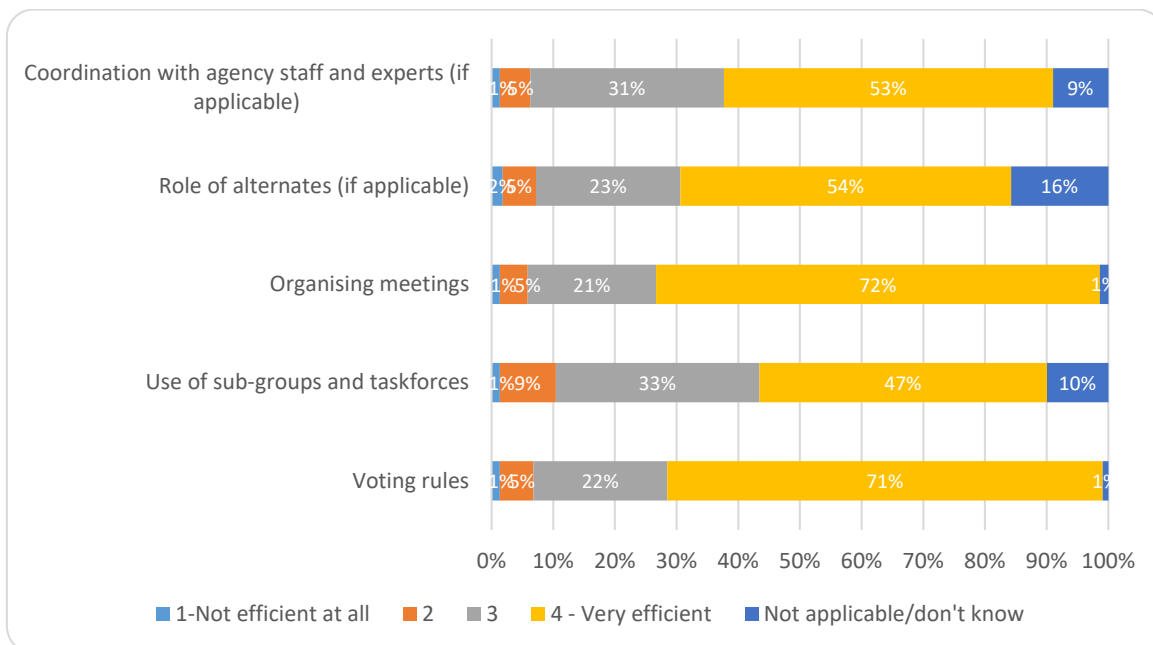
²⁸ In particular, for the 2020-2025 period the following user associations were granted the opportunity to attend MB meetings on a rotational basis: in 2020 the International Association for the Protection of Intellectual Property (AIPPI) and the Association of Trade Mark and Design Law Practitioners (APRAM); in 2021 the Chartered Institute of Trade Mark Attorneys (CITMA) and the Committee of National Institutes of Intellectual Property Attorneys (CNIPA); in 2022 the International Federation of Intellectual Property Attorneys (FICPI) and the German Association for the Protection of Intellectual Property (GRUR); in 2023 the International Chamber of Commerce (ICC) and the AIPPI; in 2024 the APRAM and the CITMA; and in 2025 the CNIPA and the FICPI.

Workplaces Campaigns and the online interactive risk assessment tool project; the OSH Knowledge Advisory Group (OKAG) focusing on the agency’s research and knowledge development projects; the Workers’ Exposure Survey Advisory Group (WESAG) providing advice on the development of the Workers’ Exposure Survey.²⁹

3.3.3 Management Board working methods

Overall, MB working methods are seen as being efficient, especially in relation to meetings and voting rules. The feedback was less positive on some other aspects of MB working methods although the differences are not marked.

Figure 3.8: How efficient are the Management Board working methods?



Source: analysis of survey responses

With regard to the MB procedures and structures, **the role of MB subgroups is widely seen as helping to maximize efficient decision-making**, especially in relation to specific issues that only concern some stakeholders. As one person argued, “setting up an Advisory Group of the MB helped increasing the efficiency of the oversight and also allowed a closer relationship with the staff gaining insights of the needs of the agency as well as being able to pinpoint measures for improving the efficiency of working arrangements of the agency”. As can be seen from the chart, the survey feedback from MB members suggests that there is scope to make better use of sub-groups with over 40% of respondents arguing this to be the case.

A further comment related to the **relationship between members and alternates**. As one MB member argued: “If the full member decides to ignore the alternate, and to ignore his/her obligations as a full member by attending the Board meetings there is no corrective action available to the Board to give the alternate the ability to make good”. Also, one respondent suggested that the problem is that there are “too many people around the table who are not really involved and not really interested.” **Several respondents felt that there were too many MB meetings** (77% argued that there were too many MB meetings).

²⁹ EU-OSHA Governance paper, January 2021.

Most interviewees confirmed that MB working methods are transparent and efficient. However, there is scope for improvement. One interviewee argued that not all MB members have the opportunity to appoint an alternate and thus, their representation at some MB meetings is affected. Another interviewee suggested that it would be a good idea to allow alternates to participate in MB meetings virtually. In relation to decision-making, many interviewees said that their MBs try to adopt a consensus-based approach to decision-making and formal voting only takes place when specifically required by the founding regulation and rules of procedure. One interviewee underlined that the MBs should always feel empowered to flexibly change their working methods and rules of procedure to respond to their evolving needs and priorities in the future.

There were quite mixed views on whether the greater use of virtual methods to conduct MB meetings during the COVID-19 pandemic should become a permanent feature of their working methods. The chart below summarises the survey responses.

Box 3.8: Examples from the EU Agencies on MB supporting structures and groups

- **ECHA’s MB can establish subgroups as needed to prepare decision making and facilitate its work.** The MB designates the MB members participating in the working groups. Currently, there are seven subgroups focusing respectively on: (1) finance, audit, risks; (2) strategy, planning and implementation; (3) board of appeal; (4) reporting officers for the Executive Director; (5) reporting officers for the board of appeal; (6) ad hoc subgroup on strategy review; (7) ad hoc preparatory group for the selection and appointment of the Executive Director.³⁰ These subgroups provide advice to the MB, help prepare MB decisions and report any issue arising from their work to the MB.
- **EU-OSHA’s Executive Board works as a MB steering group, overseeing the preparation and implementation of MB decisions.** The Executive Board consists of eight members from the MB and meets minimum three times a year.³¹ It is responsible for preparing the meetings of the MB and supporting its decision-making and monitoring processes.³² Where necessary and for reasons of urgency, the Executive Board may take certain provisional decisions on behalf of the MB. Feedback from our research suggests that this smaller board helps MB to be more efficient and operative as decisions are well prepared, discussed and negotiated prior to the MB plenary meeting.
- **The FRA Executive Board assists the MB in all matters such as preparing decisions and also assists and advises the Director.** The Executive Board is composed of the Chairperson and Vice-Chairperson of the MB, two other members of the MB (elected by the MB), one of the representatives of the European Commission in the MB. The person appointed by the Council of Europe to the MB participates in the Executive Board meetings.³³ The Executive Board adopts measures for the preparation of the upcoming MB decisions as well as decisions under delegated responsibilities.³⁴ Furthermore, FRA MB is supported by two working groups: the budget committee and the annual report editorial committee. The MB may form other working groups to support its work on certain specific matters³⁵, when needed. As stated during the interviews, these groups can be assisted by FRA staff experts in certain topic-related discussions. To work effectively and efficiently, these groups should maintain a lean organizational structure and avoid adding an extra layer of bureaucracy to the board.

³⁰ The terms of reference for these MB subgroups are available on the ECHA MB webpage [\[link\]](#).

³¹ Further information is available on the EU-OSHA webpage [\[link\]](#).

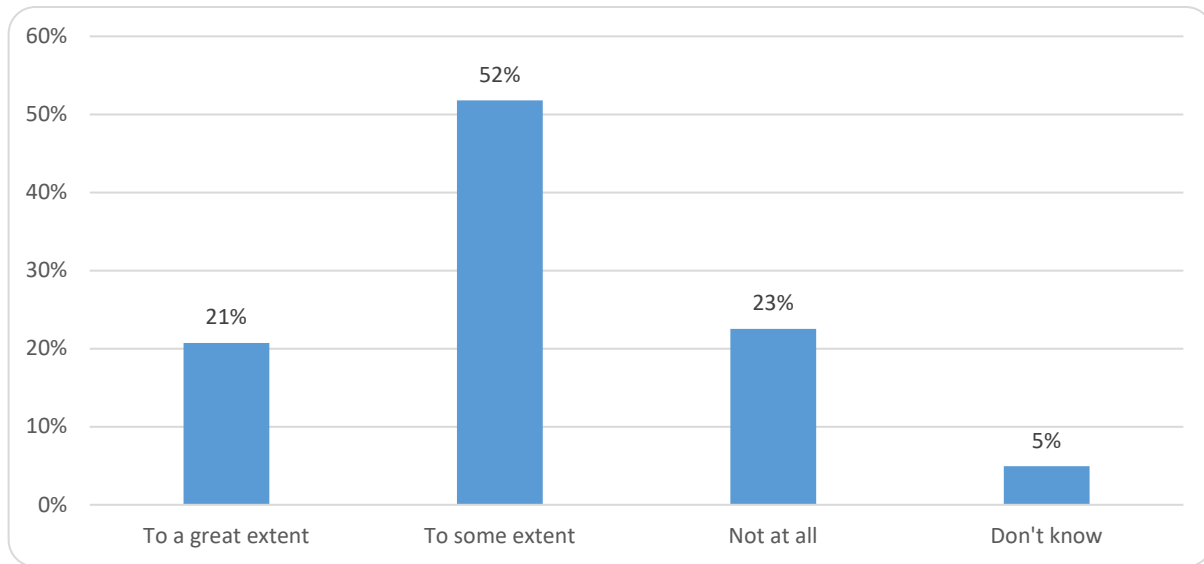
³² EU-OSHA Founding Regulation, p.2.

³³ Further information is available on the FRA webpage [\[link\]](#).

³⁴ Art. 16 FRA Rules of procedure.

³⁵ Art. 7 FRA Rules of procedure.

Figure 3.9: To what extent does the greater use of virtual meetings/communication technologies improve the Management Board's ways of working?



Source: analysis of survey responses

Some of those who responded to the survey were quite cynical about the reasons for any resumption of face-to-face MB meetings. One person argued that “Sadly, those who are less involved wants to go back as soon as possible to real meetings, to enjoy the city and food.” The qualitative survey feedback included comments regarding the geographical location of the EU agencies which several argued was a reason for more virtual meetings. One MB member said that “the meetings normally take place physically in the city of Angers (France) which requires a lot of travelling for many participants. Meetings in Brussels or online could be more efficient”.

The alternative argument put forward is that physical meetings allow for a more productive interaction between participants with informal contacts outside meetings often being as important as the formal proceedings. As one person argued “A virtual meeting is better than none. However, I used to really value the opportunity to exchange good practices with colleagues from other states during the breaks. I actually sometimes value it more than anything else. This is completely missing in virtual meetings”. This was a widely shared view. There was also a feeling that purely virtual sessions could mean losing contact with agency staff.

Many interviewees think that face-to-face meetings are essential for the effective work of the MB. In line with the survey feedback, informal discussions that take place between MB members on the margins of the plenary sessions (e.g. during coffee breaks) are regarded as very important in developing a common understanding of the topics, to overcome impasses and to build consensus. At the same time, several interviewees argued that the virtual meetings held during the COVID-19 pandemic have led to efficiency gains due to the reduced cost of the meetings (especially avoiding travelling expenses) and higher attendance rates given the possibility for members and observers to participate remotely. However, some MB members argued that the quality of individual contributions and the participation rate during MB discussions was lower.

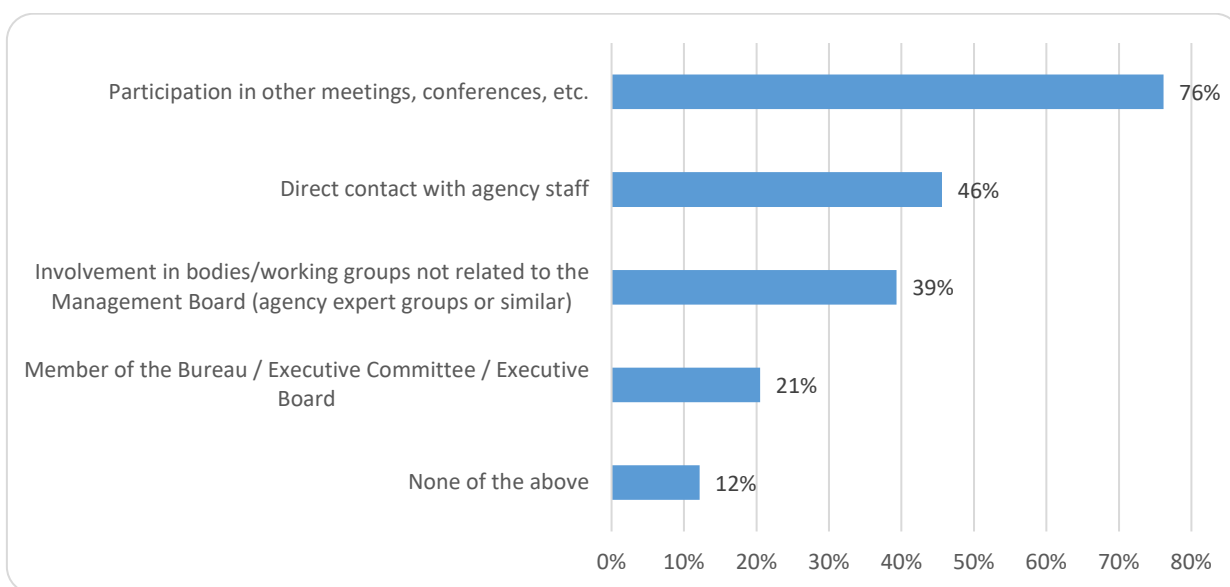
All interviewees agreed that a balance between face-to-face and virtual meetings should be maintained in the future. Opinions on how to achieve this balance vary. For instance, one MB member suggested that meetings on administrative issues could be held virtually while meetings to discuss more important and strategic issues could be held in-person. This topic-based distinction would allow

the MB to meet once or twice a year face-to-face but for longer (e.g. having -day meetings), thus allocating time for informal discussions between MB members. A number of respondents suggested holding Executive Committee/Bureau meetings and/or working groups virtually and organising MB plenary sessions in person. Finally, the use of electronic voting systems (e.g. CIVICITI platform³⁶ for virtual voting, WEBVOTE³⁷ voting) proved beneficial and might replace the written procedures also in future face-to-face meetings.

3.3.4 Other ways for Management Board members to engage with agencies

The survey responses make it clear that there are many other ways for MB members to get involved in the activities of the agencies, apart from participating in MB meetings. As the chart below shows, other meetings, seminars, conferences contact directly with agency staff were most frequently mentioned. Participation in MB subgroups and advisory groups is significant in this respect.

Figure 3.10: Apart from being a member, alternate or observer of the Management Board, are there other ways you are involved in the work of the agency?



Source: analysis of survey responses

3.3.5 Conflicts of interest

Most survey respondents (80%) argued that the **current provisions in the agencies’ founding regulation and rules of procedure help to prevent a possible conflict of interest**. As one person mentioned, because of the nature of the agencies’ activities, few MB members are likely to be in a situation where there is a (potential or actual) conflict of interests. Some agencies require their MB members to periodically sign a declaration consisting of a number of questions to the effect that they do not have any conflicts of interest. In other cases, MB members have to declare any possible conflicts of interests at the outset of each MB meetings. The Rules of Procedure generally contain effective provisions in this regard.

³⁶ [Electronic Voting | Secure Online Voting Platform | Civiciti.](#)

³⁷ [WEBVOTE: polls, recording of audience opinions - DigSee Mobile Solutions.](#)

Box 3.9: Examples from the EU Agencies on rules and policies on conflicts of interest

- **EFSA Code of Conduct contains fundamental ethical principles** that MB will be required to abide by while sitting on the board. The first principle relates to the independence, integrity, and discretion of the MB members. The second principle establishes the collegial nature of the decision-making process of the board. Last, the third principle relates to issues not covered by the Code, where MB members are expected to follow their best judgement in line with the other ethical principles found in the Code. It is also worth noting that the Code is introduced to new MB members during their induction process.
- **EMA has developed a COI policy to prevent and handle cases of competing interests of MB members³⁸, alternates and observers³⁹ who are involved in MB activities and adopted a Code of Conduct⁴⁰.** According to the policy, MB members should provide at least on an annual basis an annual Declarations of Interests (Dols) and CVs which are published on the agency's website.

The Dols should cover the financial interests and other direct/indirect interests of the members in the pharmaceutical industry. Furthermore, the Col policy foresees a pre-screening by the agency of the declared interests of proposed MB members prior to any formal nomination by the Nominating Authority. The agency will provide feedback on the outcome of the pre-screening to the Nominating Authority for subsequent consideration when launching the formal nomination process. Finally, at the start of each meeting, the MB will be informed of the competing interests declared by MB members, as checked by the MB secretariat prior to the meeting and the resulting restrictions identified for the meeting by the MB secretariat (for instance, in case of direct interests in the pharmaceutical industry).

At the start of each meeting the MB Chair will also ask MB members to declare any additional competing interests not yet declared in the Dol in relation to the items on the agenda.⁴¹ A Breach of Trust procedure is also available in case the declarations of interests of Board members are incorrect or incomplete.

3.4 Performance of the Management Boards and possible improvements

The final section of the assessment examines the effectiveness of Management Boards in fulfilling their roles, the survey feedback on MB strengths and weaknesses, and possible improvements that could be made.

3.4.1 Effectiveness of Management Boards in fulfilling their roles

As can be seen from the following chart, **a high proportion of survey respondents consider that the MBs are either 'very effective' or 'quite effective' in fulfilling their role and responsibilities** as set out in the agency's founding regulations. This was a key question in our research and the survey responses are favourable.

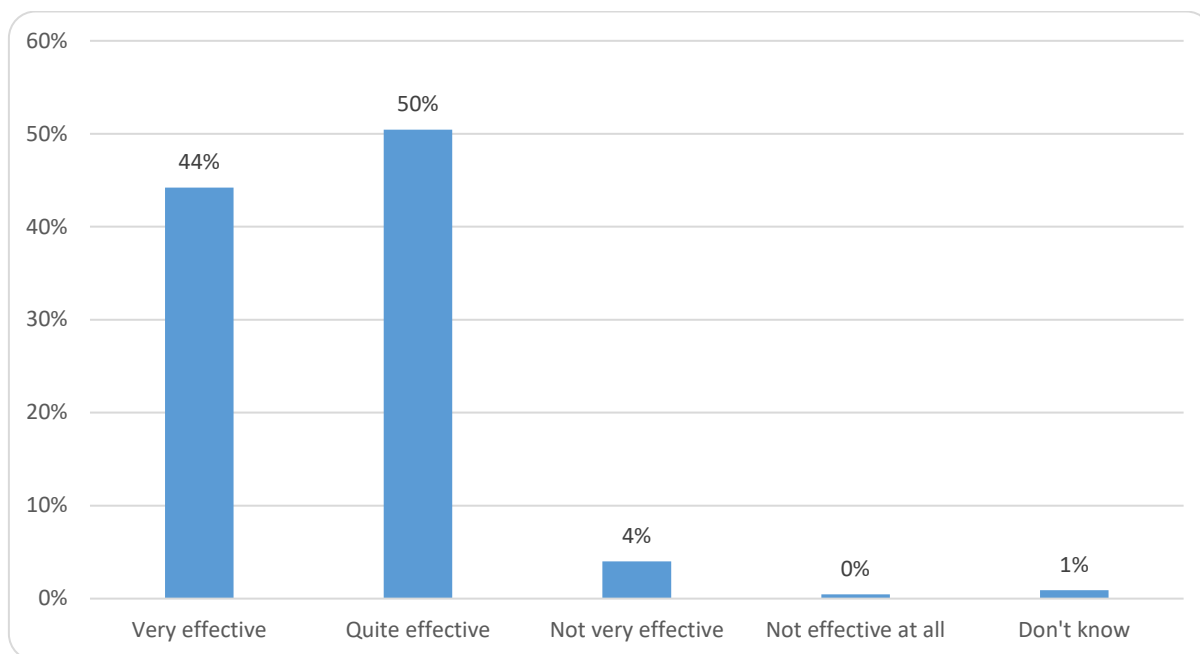
³⁸ The policy also applies to members of the MB sub-committees.

³⁹ Observers are representatives from Iceland, Liechtenstein and Norway.

⁴⁰ EMA/385894/2012 Rev.1 [The European Medicines Agency code of conduct \(europa.eu\)](https://european-council.europa.eu/media/en/press-communications/infographic/infographic_ema_code_of_conduct.pdf)

⁴¹ European Medicines Agency policy on the handling of competing interests of Management Board members EMA/89374/2020, p.5.

Figure 3.11: Based on your experience, how effective is the Management Board in fulfilling its role and responsibilities as set out in the agency’s founding regulation?



Source: analysis of survey responses

The following table provides a more detailed insight to MB members’ views on how well different tasks are performed.

Table 3.2: How effective is the Management Board in executing the following specific tasks? (1 to 4, where 1= not effective at all, 4= very effective)

Management Board tasks	1	2	3	4	n/a
Providing strategic direction and setting priorities for the agency	1	9	43	47	0
Monitoring the performance of the agency (assessing its relevance and tasks, achievement of key objectives)	2	9	42	46	1
Governance role (adoption of the Annual Work Programme/Single Programming Document)	0	5	38	57	0
Oversight role (signing off the agency’s accounts and exercising budgetary control)	2	8	46	40	3
Supervisory role (scrutiny and control of the management of the agency)	3	12	48	35	2
Corporate culture-setting role (help create a culture that will deliver sustainable good performance)	3	19	45	27	6
Supervising the Executive Director/Director (appointment/dismissal and oversight)	1	11	40	44	4

Source: analysis of survey responses

Although the performance of the MBs is generally regarded as strong across the different tasks, this is less so with the three last functions in the above table – exercising a supervisory role (scrutiny and control of the management of the agencies), the corporate culture-setting role, and supervising the agency’s director (appointment, dismissal and oversight). However, the differences are marginal. Several interesting comments were made: one respondent commented that “the European Commission seems to provide the strategic direction and priorities and the MB members can comment

on it but there is an imbalance of roles between the three [stakeholder] groups and the Commission". Another person criticised the procedure for appointing the agency's director, arguing that "the Management board got to know only two names of applicants to the post of executive director, out of dozens of applicants. The lack of transparency is worrying. The Commission has too big a role in steering the election process". A further point made is that "a good balance needs to be struck by fulfilling the supervisory role without entering into the "day-to-day" operational activities that should be managed by the Director of the agency".

In the survey we asked MB members to list the **strengths and weaknesses of the MBs**. This was not a pre-coded question and respondents were able to write their own replies. The table below provides a summary.

Table 3.3: Feedback from members on Management Board strengths and weaknesses

Strengths	Weaknesses
<ul style="list-style-type: none"> • Integration of different interests in the Board • Inclusiveness and transparency of the Board • Targeted validation of the agency's work results • Efficient and effective decision-making • Effective execution of its tasks • Open discussions and sharing of best practices • Wide representation, effective scrutiny of proposals in individual tripartite groups • Cooperation among the members to strengthen the mission of the agency • Many board members are experienced professionals who can contribute effectively • Great coordination from administration • Transparent and effective communication between agency and MB 	<ul style="list-style-type: none"> • Lack of interest by too many MB members, it is not known what is done in the MS with the information coming from the agency • Need for better representation of SMEs and vulnerable group of workers • Size of MB, just one meeting per year, limited time and packed agenda • Members should participate more actively in the meetings • Delays in decision-making due to disagreements between members • In urgent and sensitive cases / questions, it takes too much time to define a MB conclusion/decision • Too much work which is mostly not strategic • The MB on several occasions relied on the EC's point of view instead of developing its own approach

Source: analysis of survey responses

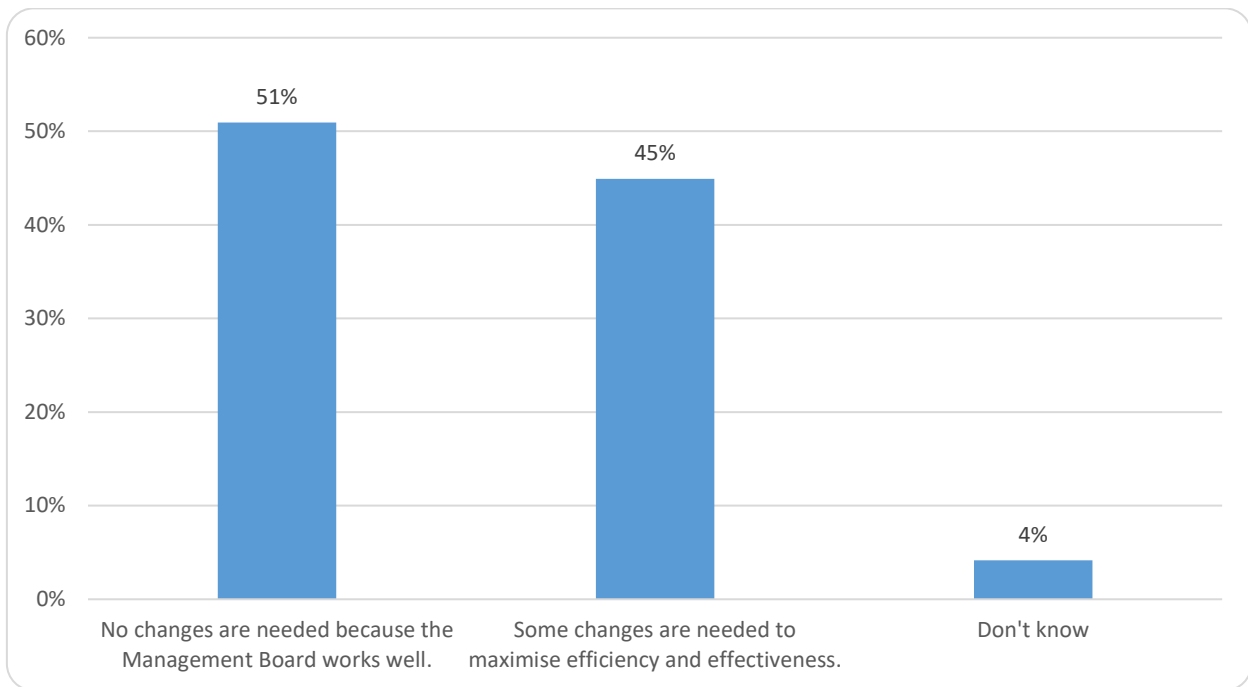
MB members identified a wide range of challenges facing the EU agencies. To mention some of the challenges: dealing with new ways of working; investigating and discussing newly-emerging topics; the an increasing workload; budgetary related challenges; a greater volume of tasks and expanded oversight role due to the forthcoming new legal base; more virtual meetings instead of face-to-face meetings and a physical presence; the MBs will have to improve its prioritization of the tasks that the agency is asked to fulfil; and strengthening the relationship with stakeholders; dealing with a growing workload and a growing bureaucratic burden at the same time.

Some of these challenges were extensively discussed during the interviews. The role and mandate of the EU agencies has evolved and increased over time across the different policy areas. In some cases, the founding regulations have been amended to reflect these changes. In other cases, the agencies have been asked to support the implementation of new and complex legislation in their areas of intervention. Many interviewees argued that such **trends have led to an increase in the responsibilities, tasks and expectations of their MBs but have not resulted in proportionate budget increases for the agencies**. In their view, the MBs operate under budgetary constraints that hinder their capacity to focus on the long-term strategic priorities of the agencies. One interviewee stated that most of the budget is spent on performing the formal tasks and there are limited resources available to perform more strategic tasks.

3.4.2 Possible improvements

Looking ahead, there are divided views amongst the MB members who participated in the survey on the question of whether changes are needed to the way in which the MB functions.

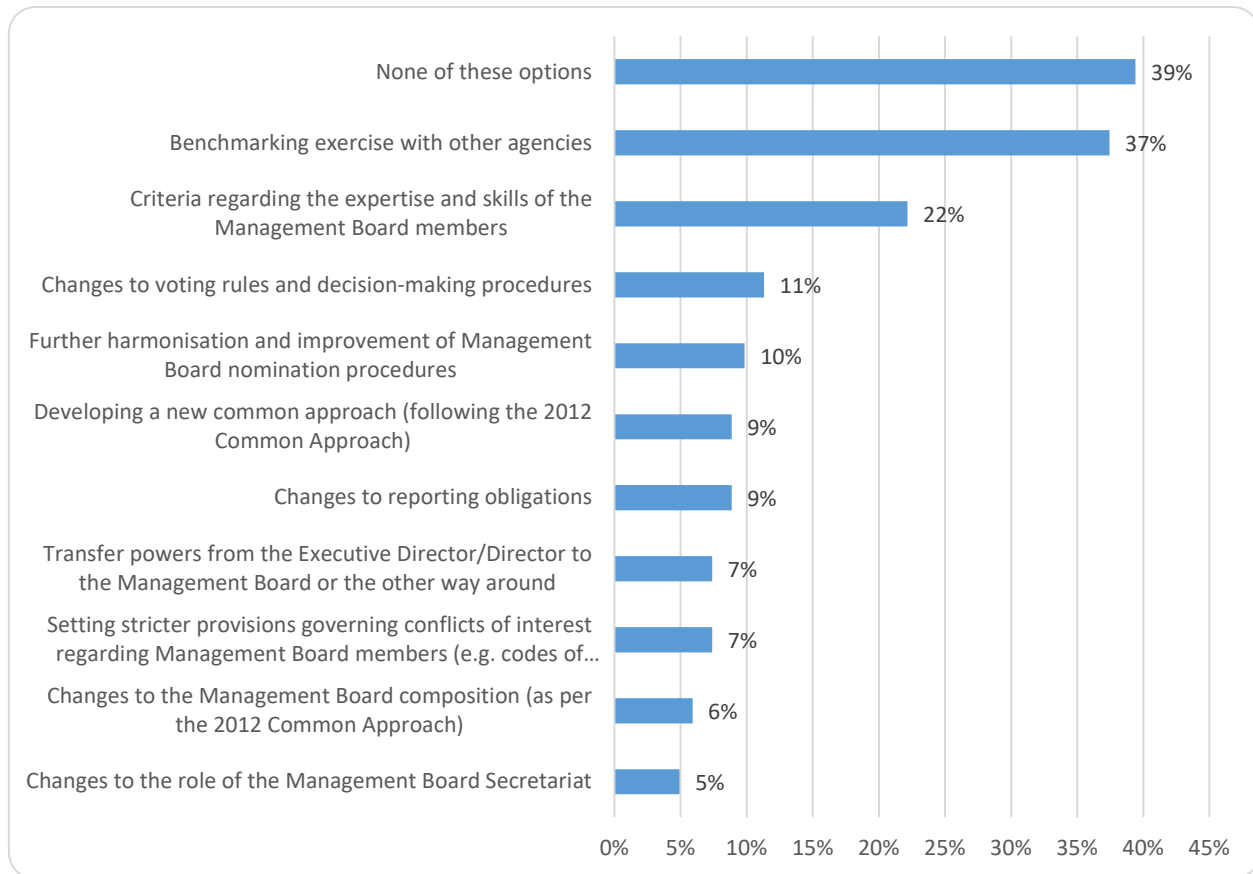
Figure 3.12: To what extent do you consider that changes are needed to the way in which the Management Board functions?



Source: analysis of survey responses

In the survey we asked MB members to comment on a number of possible changes that we suggested might be needed. As can be seen from the following analysis, there was quite a strong feeling that no changes are necessary (51% of responses) but beyond this, the two most popular ideas were to develop benchmarking with other agencies and to introduce criteria for the selection of MB members in the light of the expertise needed to fulfil the role. An analysis is provided below.

Figure 3.13: Would you support any of the following measures to improve Management Board effectiveness and efficiency in the future?



Source: analysis of survey responses

Box 3.10: Survey feedback on how to improve the effectiveness of the Management Boards

- Make the Board compact. Work with representatives from North-South-East and West Europe and rotate every 4 years. Less costs, more effective, more involved people with a specific task.
- The Board could report to the Member States' Governments on the attendance of the full members and alternates of the Board's meetings.
- Schedule the MB meeting in periods where there are not many meetings of other EU institutions or agencies.
- Provide for more opportunities to discuss in depth strategic questions; provide for more space to involve all the MB members into deliberations.
- It should be the aim that most or all Member States assign persons from the senior management of the respective ministries or agencies to the Management Board.
- Sometimes the decisions to be taken are very theoretically and formal.
- Downscale the size of the MB.
- Clear division of topics to decision-making, discussion and info points.
- Increase the number of MB meetings and recover face-to-face meetings as soon as the COVID19 situation allows it.

- Use the modern methods of management and control of efficiency.
- Use more subgroups, steering committees and other small compositions where member states are represented by fewer persons. That way the members could develop as specialists in certain parts of tasks.
- Every year have a work plan for members - clear plan for whole year showing plan of meetings documents and others that we will be working on and when so we can prepare soon enough.
- Training about the EU procedures (staff regulation, budget, tendering procedures, etc.) addressed to the members of the cabinet of the Management Board representatives would further help to monitor and influence such decisions.
- Less bureaucratic - administrative burdens imposed on them by the EU institutions (mainly the European Commission) would improve the efficiency and effectiveness.
- More frequent use of voting and simple majority rules instead of sometimes very extensive discussions with only vague decisions.
- Increase the regular meetings of the MB in order to motivate its membership to become more involved in the daily operation of the agency.
- Discussing how to keep the good experience of virtual meetings combined with physical meetings.

In general, it was felt that most suggested improvements would not need changes to the EU agencies' founding regulations (60% of the MB survey respondents argued this with 20% expressing the opposite opinion and 20% saying they did not know). During the interview programme, some MB members argued that performing a periodic evaluation of the MBs could help to improve their performance. In addition, conducting self-assessment exercises might help individual members to review their individual performance and identify areas where the agencies can help strengthen know-how. At present, several agencies run post-meeting satisfaction surveys of their MB members that help improve the quality of the meetings and of the MB documents. These surveys are only one element of a more comprehensive evaluation framework that could be designed to guide the MBs towards a better performance.

Box 3.11: Examples from the EU Agencies on satisfaction surveys and evaluation tools

- **EUIPO's MB secretariat conducts a satisfaction survey every year.** The survey gathers feedback from attendees on the organisational aspects of the meetings. Feedback from EUIPO stakeholders suggests that the survey allows the MB not only to gauge the level of satisfaction from MB members and observers, but also to reflect on critical feedback to improve the working methods of the board. Examples of questions put to the MB members include: the level of satisfaction regarding the event organisation, the quality of the translation/interpretation services provided, the level of satisfaction with regard to the organisation of online meetings and supporting documents provided for the meeting.
- **EU-OSHA runs a satisfaction survey of the participants at the MB meeting.** The survey questionnaire assesses the participants' (MB members, alternates, observers, others) level of satisfaction with meeting organisation, the quality of the meeting documentation, the meeting format as well as their views on more specific issues (e.g. the quality of the interpretation services, use of virtual meetings, areas for improvement). The outcome of the survey is usually discussed internally at the Agency and when relevant during the following EB/MB meeting. In addition, the agency conducts an annual survey of MB members in order to obtain their views on the agency's overall performance.

Feedback from this research suggests that this survey is an important tool for the agency to assess the MB's involvement in the planning, monitoring and evaluation of the agency's work. EU-OSHA has recently undertaken a project aiming to promote the MB members' engagement with the national focal points to strengthen the link between the strategic and operational levels. The annual survey for 2020 included questions regarding on the MB members' involvement in focal point network meetings, national events and activities and on the basis of the survey, the MB adopted a number of recommendations on the relations between MB members and national focal points.

Box 3.12: Insights from non-EU agencies on approaches to strategic management

The International Civil Aviation Organization (ICAO), a UN agency, has adopted a risk register and statements of internal control, which are prepared and contained within its annual financial statements and reports of the External Auditor. This in line with the UN agency's strategy to implement Enterprise Risk Management (ERM), i.e. the process of structured, integrated and systematic identification, analysis, evaluation, treatment and monitoring of risks towards the achievement of organizational objectives. ERM represents an important element of strategic management and as such the corporate management and reporting tool of this UN agency have benefited from the implementation of this approach. The reporting tool is managed by the newly established Strategic Planning, Coordination and Partnership Office, in cooperation with the heads of bureaus and offices.

Eighteen UN organizations report that ERM is a regular agenda item in their governing body meetings. Senior management is responsible for managing risks and achieving strategic goals while the governing bodies provide oversight to ensure that senior management is managing risks properly and are setting the appropriate "tone at the top".⁴²

3.5 Summary – Key Issues

The matrix below summarises the major issues with implications for the functioning of the MBs that have been identified in our analysis and suggested improvements from the interviewees.

Key issues	Possible actions proposed by the interviewees
<ul style="list-style-type: none"> • MB is too large to work effectively and efficiently 	<ul style="list-style-type: none"> • Create smaller MBs (e.g. MS representation on a rotation basis) and rely more on sub-groups
<ul style="list-style-type: none"> • MB composition is balanced in terms of stakeholder groups represented. However, the degree of participation in meetings is not satisfactory and few voices tend to prevail during the discussions 	<ul style="list-style-type: none"> • Grant voting rights and possibility to nominate alternates to all MB members to ensure attendance. • Ask MB members to submit their comments / opinions on the agenda topics prior to the plenary.
<ul style="list-style-type: none"> • MB members do not have the right skills/profile 	<ul style="list-style-type: none"> • Provide guidance on the MB selection criteria/skills
<ul style="list-style-type: none"> • EP representatives do not communicate with EP 	<ul style="list-style-type: none"> • Need for reporting mechanism and clarity on the role
<ul style="list-style-type: none"> • Insufficient representation of some stakeholders on the MBs 	<ul style="list-style-type: none"> • All stakeholders should be able to join MB meetings as observers even if not members

⁴² [JIU/REP/2020/5 \(unjiu.org\)](https://www.unjiu.org/). p 6.

<ul style="list-style-type: none"> • Political/national interests affect decision-making 	<ul style="list-style-type: none"> • MB members should act only in the interest of the agency
<ul style="list-style-type: none"> • The Chair does not provide strategic leadership to the MB and guidance to overcome decisions' impasse 	<ul style="list-style-type: none"> • The Chair should have a strategic vision, clear understanding of the MB/agency and be a consensus builder. The mandate should be of at least 3 years.
<ul style="list-style-type: none"> • Weak governance and risk management functions 	<ul style="list-style-type: none"> • Increase attention to governance/risk/audit issues
<ul style="list-style-type: none"> • MB is not held accountable for its performance 	<ul style="list-style-type: none"> • Introduce performance self-assessment tools
<ul style="list-style-type: none"> • Insufficient oversight of the agency's Director 	<ul style="list-style-type: none"> • The Chair should collaborate closely with the Director

4 CONCLUSIONS AND RECOMMENDATIONS

4.1 Overall Conclusions

The EU agency MBs have a challenging role to fulfil that seeks to combine a representative function with a supervisory function. MBs contribute to ensuring effective governance and accountability of the agencies, through efficient decision-making and strategic leadership and planning. In this respect, their role is considerably more complex than an equivalent entity in the private sector.

The composition, functions and modus operandi of the MBs are defined in quite prescriptive and precise terms in the EU agencies’ founding regulations, rules of procedures, internal policies and related documents. Within this overall framework, the MBs have evolved over time – more than four decades in some cases – and developed varying structures and working methods. The diversity of the agencies’ governance arrangements is an expression of their differing histories, mandates and functions. For these and other reasons, a top-down **‘one-size-fits-all’ approach to the MB set-ups and working practices is not appropriate.**

The feedback from our research suggests that most stakeholders, whether MB members or agency staff, consider that **the MBs are effective and efficient in performing their role and that fundamental changes are not needed. That does not mean, however, that there is no room for improvement by sharing experience and good practices.** This includes practices developed both by the EU agencies and MBs themselves as well as learning from the wider experience of other international organisations. The table below summarises the positive and less positive aspects of the MBs, based on the results of our research.

Table 4.1: Summary – Positive and less positive aspects of Management Boards

Positive	Less positive
<ul style="list-style-type: none"> • Ability to represent and integrate a diverse range of stakeholders in a coherent entity. • Gives Member States a say in running supranational agencies and contributes to the effective implementation of EU policies at the national level. • Promotes networking between senior Member State policymakers, and between them and the EC institutions. • Capacity to operate in an effective and efficient manner despite the large size of MBs • Provides good oversight of the work of EU agencies and helps guide their strategies. • Ensures EU agency senior management – and the agencies themselves - are held accountable. 	<ul style="list-style-type: none"> • With a small number of meetings each year, MBs often have too much business to deal with. • There can be too much of a focus on administrative issues and not enough on strategic questions facing the agencies. • In some cases, the extent to which different stakeholders are represented on MBs is not considered appropriate. • There is scope to improve some MB working procedures and arrangements (e.g. induction for new members, preparation for meetings). • Linguistic regime poses challenges.

4.2 Specific Conclusions and Recommendations

The following sub-sections present our specific conclusions on the key governance issues at the heart of this research and our proposed recommendations to further improve the functioning of the Management Boards.

4.2.1 Management Board membership and representativeness

Diversity of Management Boards

The size, structure and composition of the MBs vary considerably across the EU agencies. This reflects the specific mission and characteristic of each agency and is a strength of the MBs and agency governance more generally. With regard to the MB composition, the 'Common Approach' established that each Member State and the Commission should be represented on the MBs. While some agencies have relatively small MBs, the majority of them have quite large MBs composed of representatives of Member States, the European Commission, the Parliament and other stakeholder groups. Some MBs also include members (with or without limited voting rights) and observers from EU candidate countries, non-EU countries and other institutions (e.g. international agencies). The tripartite agencies also have representatives from national employer and employee organisations, and this means they have the largest MBs with typically over 80 members.

With regard to the MB structure, there is no single model recognised as appropriate for all the EU agencies. In many agencies, the MB is a collegiate body that works as a single entity and there is only a very limited support structure (e.g. only a small MB secretariat). Other agencies have established a two-level governance model (a MB and an Executive Committee) and/or multiple MB committees/working groups with a small number of members to support the work of the board and to allow more in-depth consideration of specific issues.

Recommendation 1: Rather than a 'one-size-fits-all' model, there needs to be a degree of flexibility with the structure and composition of the MBs reflecting the specific nature, mission and mandate of each agency. If necessary, EU agencies should make adjustments to their MBs' size and composition to better address their needs, meet the expectations of their key stakeholders and fulfil their mandates. The MBs' governance structure (e.g. the MB working as a single unit, a MB and an Executive Committee, a MB and multiple MB working groups) should be tailored to MBs' tasks, and ways of maximising effectiveness and efficiency.

Size of the Management Boards and efficiency

The composition of the MBs and their size is defined differently by different agencies' individual founding regulations. Feedback from the research suggests that the current agencies' MBs memberships generally provide the EU agencies' stakeholders with appropriate representation. However, in some specific cases, MB members highlighted the need to ensure a better representation of specific stakeholder groups (i.e. interested parties, civil society, social partners). At the same time, MB members generally agree that there is a link between the size of the MBs and their performance. In particular, the larger the size of the MB, the harder it is to have all the members involved in all decisions and decide in a timely manner.

Recommendation 2: Any pressure to increase the size of MBs further should be resisted. If an expansion of a MB is deemed appropriate, consideration might be given to alternative arrangements such as rotating memberships. The accession of new EU Member States could, for

example, mean expanding the MBs. In this case, considering alternative arrangements might also imply looking at the models adopted by other EU and/or non-EU agencies (e.g. Board and thematic committees/ other sub-groups).

Defining the Management Board Member/Alternate role

The role and responsibilities of the Management Board members (and their alternates) is not always clearly defined. Clear roles are, however, needed to help maximise the effectiveness of MB members. The research found out that it is important for MBs members to have a clear understanding of the responsibilities work required to fulfil their role before being appointed. Furthermore, the research has highlighted the importance of MB members being strongly committed to their work, actively participating in the proceedings of the board and acting in interest of the agency they oversee. MB members contributing to this study expressed concerns about the low participation of some of their colleagues in meetings and in some cases, the recurrent absences of some members. In their view, it should be made clear that MB members are expected to attend all MB meetings, dedicate the appropriate amount of time to preparing for meetings and effectively and actively contribute to the MB proceedings.

Recommendation 3: The EU agencies founding regulations should provide a comprehensive role description for MB members and their alternates that sets out the expectations and responsibilities. The role profile should specify the objectives and responsibilities of the MB member/alternate, the guiding MB principles and rules of procedure as applying to individual members, the relevant knowledge, skills and expertise that a member should have and/or acquire during his/her mandate, the gender balance target to achieve within the board, the functions and tasks to be performed as a MB member and vis-à-vis the agency and the wider public, the expected level of commitment and the results that should be achieved (i.e. capacity to contribute to the mission of the agency and provide strategic leadership).

Improving the Management Board member selection procedures

At present, there is no common approach to appointing MB members with different stakeholder groups often adopting different criteria and procedures. Appointing Authorities are solely responsible for nominating the MB members and nobody we consulted disagrees with this principle. The agencies' founding regulation usually set out the basic requirements for MB members. Our research shows, however, that there are diverging opinions on the extent to which the current selection procedures and criteria allow, in practice, to designate candidates with the right experience, knowledge and expertise. In some cases, MB members do not cover all the policy areas in the remit of the agency, especially when the mandate of the agency is relatively broad. In other cases, designated members do not have sufficient seniority to take decisions on behalf of the stakeholder group they represent.

Recommendation 4: The EU agencies could provide the Appointing Authority with non-binding guidelines on the MB members selection criteria, where appropriate and necessary. These guidelines should specify the knowledge, expertise, seniority and skills that candidates for the role of MB members should possess to successfully fulfil their role.

Providing induction and training sessions to members

EU agencies have adopted different ways of helping new members to familiarise themselves with the role they are expected to fulfil. Some agencies already run induction programmes for new MB members, but this is not a common practice across the agencies. Support is of course provided to new members on an ad hoc basis by the agencies and, more specifically, by MB secretariats. New members also rely on outgoing colleagues to brief them on their role. Based on our research, it is clear that MBs members are expected to have a good knowledge of the agencies, of their policy field as well as other managerial, budgetary and governance skills. However, it is also clear that new members often do not have this know-how. For example, the research suggests that there is a need to enhance the MB members understanding of governance and audit issues.

Recommendation 5: Where not available, consideration should be given to introducing formal induction session for new MB members. The induction session should present and explain to the new member the role and responsibilities of the board, its guiding principles as well as the different bodies of the agency and their functioning. The MB Secretariats could organise these induction sessions and related materials with the support of the agencies. In some cases, the Chairperson and other current members might be involved in mentoring activities and help new members become acquainted with their role and the board rules of procedure.

In addition, periodic training/information sessions should be provided, where appropriate, to improve MB members understanding of the wider context in which the agency operates, as well as specific insights on operational and governance and budgetary issues. Experts from the agencies might also be invited to support these training sessions.

Management Board support structures

The research underlines the importance of MBs having supportive structures to successfully fulfil their role. Such structures include advisory and scientific committees, and various types of working groups (e.g. to discuss issues concerning audit, governance, internal control and other specific themes prior to the MB plenary). Most agencies have scientific committees and other sub-groups but few have entities of this type that focus specifically on the MB role and responsibilities. The agencies that have already established these working groups regard them as very effective and beneficial for the effectiveness of the MB. Where they exist, preparatory bodies are also helpful in preparing the documents that should be discussed and adopted during MB plenary meetings board. Preparatory groups conduct a preliminary screening of the relevant information for the MB meetings and provide it with the appropriate level of detail in documents to make informed decisions.

Recommendation 6: To reduce the risk of MB meetings being overloaded, the filtering mechanisms of working groups should be used more extensively to deliberate on specific issues and prepare documents for the plenary sessions. These working groups should be competent in different areas that relate to the MB role such internal audit, risk and governance themes. Consideration might also be given to setting up preparatory bodies to help prepare for MB meetings. The working methods of both the working groups and preparatory bodies should be flexible and include virtual methods of communication in the run-up to MB meetings as a way of facilitating meetings.

Role of the Management Board Secretariats

The MB Secretariats (MBS) and/or similar agency supporting structures play a key role in enabling the MBs to carry out their work. The MBS are responsible for providing administrative support to allow the MBs to work effectively and efficiently. They also have a key role in preparing the materials for the MB meetings (documents, presentations, reports, etc) and in making sure that the information provided to the MBs is presented in a way that enables members to make informed decisions. Our research suggests that MBS generally have sufficient resources to fulfil this role. However, extensions of the agencies' mandates and budgetary constraints in the future, might increase the pressure on the Secretariats and their workload.

Recommendation 7: Where not already present, consideration could be given to establishing a MB Secretariat or similar entity to provide support to the MB. The Secretariats should be responsible for providing the MBs with an appropriate level of information that enables members to take informed decisions. The agencies should also ensure that the Secretariat has the appropriate capacity to perform its role effectively and efficiently.

European Parliament representation on the Management Boards

The research suggests that the representation of the European Parliament on the MBs is not perceived as controversial, nor does it lead to actual or potential conflicts of interests. Most agencies are subject to the budgetary discharge by the European Parliament. Only six agencies have MBs that include two members appointed by the Parliament with voting rights. The research assessed whether the presence of MB members appointed by the Parliament to sit on boards of agencies subject to parliamentary discharge would be grounds for conflicts of interest. This does not appear to be the case. On the contrary, the participation of a designate (or 'representative') of the Parliament in the discussions of the boards is valued for purposes of promoting cooperation and an exchange of views/information between the MBs and the Parliament. From this perspective, some EP representatives have expressed concerns about the lack of a structured reporting mechanism or joint working sessions that would facilitate the exchange of information with the Parliament.

Recommendation 8: The European Parliament should ensure that it appoints appropriate Management Boards members and makes the best use of them. Given the absence of any conflict of interests according at least to our research, this could include serving MEPs rather than nominated experts (as often is currently the case). Effective reporting mechanisms and procedures would result in a more structured dialogue and periodic exchange of feedback between the MB and the Parliament.

4.2.2 Management Board working methods

The study highlights the fact that there is currently no single, overarching MB operating framework that applies across all EU agencies. MBs have a supervisory role with responsibility for the administrative and budgetary oversight of the agencies. MBs also have a representation function in relation to a diverse range of stakeholder groups. Above all, the MBs should provide strategic guidance to the agencies and encourage good governance and sustained good performance. Good governance is not just about doing things well, but also doing the right thing. The founding regulations of agencies, rules of procedure and other documentation help to define the role and working methods of MBs but there would be an advantage in adopting a more coherent framework.

Recommendation 9: the Management Boards should develop a Code of Good Governance as an overarching framework for their activities. The Code should define, as a minimum, the high-level principles that should guide and inspire the conduct of MB members and the MB as a whole. The Code should clearly define the key principles that should inspire the conduct of the MB members and alternates, for instance: independence (Art. 17 TEU), transparency (Art. 298 TFEU), impartiality as a facet of good administration (Art. 41 EU Charter), ethical conduct, collective and individual accountability, effective leadership, collective decision-making and social dialogue. The Code should be adopted by inter-institutional agreement and apply to all agencies MBs but allow for customisation.

Decision making

EU Agencies Management Boards tend to take decisions by consensus and use qualified majority voting only when a consensus cannot be reached or when formally required in the founding regulation/rules of procedure. However, this procedure can necessitate a lot of discussion and therefore be very time-consuming. By using consensus decision-making, MBs demonstrate that they are committed to finding solutions that all members support or accepts and that all views will be equally taken into account during meetings. Our research found that this decision-making rule is regarded as an effective instrument to enhance mutual trust among members and in the role of the MB as an entity. Members are aware that they need to work on finding ‘win-win’ solutions that meet the needs and expectations of all. For the individual member, this sometimes means accepting a certain level of compromise on issues. However, consensus decision-making can be very time-consuming when used as a rule for all the agenda items, including on non-controversial and administrative items. The probability of efficiency losses is even higher in very large boards.

Recommendation 10: MBs should consider adopting the written procedure to make decisions (or other decision-making rules) on non-controversial, routine and administrative agenda item. This would allow consensus decision-making to focus more on strategic and technical issues that are likely to impact the agency and where inclusive discussions and decisions are needed. The prioritisation of agenda items should involve all MB members and might be coordinated by the MB Secretariat.

More effective conflicts of interest rules

The study has highlighted the importance of managing actual and potential conflicts of interest and the importance of this to the EU agencies’ accountability, transparency and good governance. EU agencies have developed internal policies and mechanisms to prevent and manage conflicts of interest that apply to their staff and MB members, alternate members and observers. MB members are generally required to publish declarations of interests (DOIs) upon nomination and to update them regularly as set out in the agencies founding regulations. Some agencies have developed more sophisticated policies on conflicts of interest that distinguish between different types of interest, identify responsibilities for screening of DOIs and provide guidance on how to follow-up when a conflict arises.

Recommendation 11: The EU agencies should develop a Code of Conduct for their Management Boards setting out principles, procedures and specific mechanisms to deal with conflicts of interest of their members. The Code should specify the concept of independence in relation to the role of the board, distinguish different interest levels (absence, concerns, potential and actual conflict of interests), define mechanisms for monitoring and corresponding mitigation measures when a conflict arises (suspension, withdrawal, full resignation of the member). The Code could be tailored to each agency and include measures and/or mechanisms that reflect the specific circumstances of its MB members. It should also require the periodic update of the DOIs by MB members and prompt action in case of suspicion of conflicting interests. The Code will help strengthen a culture of responsibility within the MBs.

Face-to-face and virtual Management Board meetings

The COVID-19 pandemic has necessitated virtual MB meetings and tools and there are lessons to be learnt from this experience for the longer-term. Virtual meetings have demonstrated various advantages including the possibility to set up ad hoc meetings at short notice, efficiency gains due to the reduced cost of meetings (especially avoiding travelling expenses) and higher attendance rates. However, the research confirms that agencies are reluctant to abandon face-to-face MB meetings because of the advantages, especially in terms of personal contacts and networking. These informal exchanges are highly valued by MB members.

Recommendation 12: Ideally, the approach of having combination of face-to-face and virtual MB meetings should be adopted in the future. One possibility would be to alternate between face-to-face and virtual meetings; another would be to allow for greater virtual participation in face-to-face MB sessions; or in-person meetings could focus on discussing strategic and key operational topics while virtual meetings are used to discuss administrative and non-strategic topics with a view to simplifying the agenda of the face-to-face plenary sessions. The precise modality should be decided by each agency in light of the preference of MB members.

4.2.3 Towards better performance

Management Boards self-assessment framework

The study suggests that there is scope to develop MB self-assessment tools. Several agencies currently run MB satisfaction surveys every year for MB members, alternates and observers. Such surveys typically examine the efficiency and effectiveness of MB meetings (time invested in meetings and topics on the agenda), the quality of the support provided by the MB Secretariat to the members, the quality of discussion at MB Board meetings, and other aspects relating to MB working methods.

A comprehensive (self) assessment framework to assess the performance of MBs and of members is currently missing. Self-assessment tools and key performance indicators (KPIs) could help to stimulate learning and continuous improvement. In addition to satisfaction surveys, the MBs encourage their members to undertake a self-assessment focusing on their individual roles as MB members vis-à-vis their responsibilities, duties and expected results. Such self-assessment tools could be used for benchmarking and self-improvement purposes by the MB members and adjusted to the needs of each agency.

Recommendation 13: MBs could periodically undertake a survey of their members to assess how effectively and efficiently they are performing their role. Individual MB members should be encouraged to undertake a structured self-assessment exercise. In addition to identifying strengths and weaknesses in MB working methods and members' roles, such self-assessment tools could be useful in identifying key issues and priorities relating to the agencies that the MBs should consider. This evaluation framework should also consider the link between the performance of agencies as a whole and the performance of their MBs.

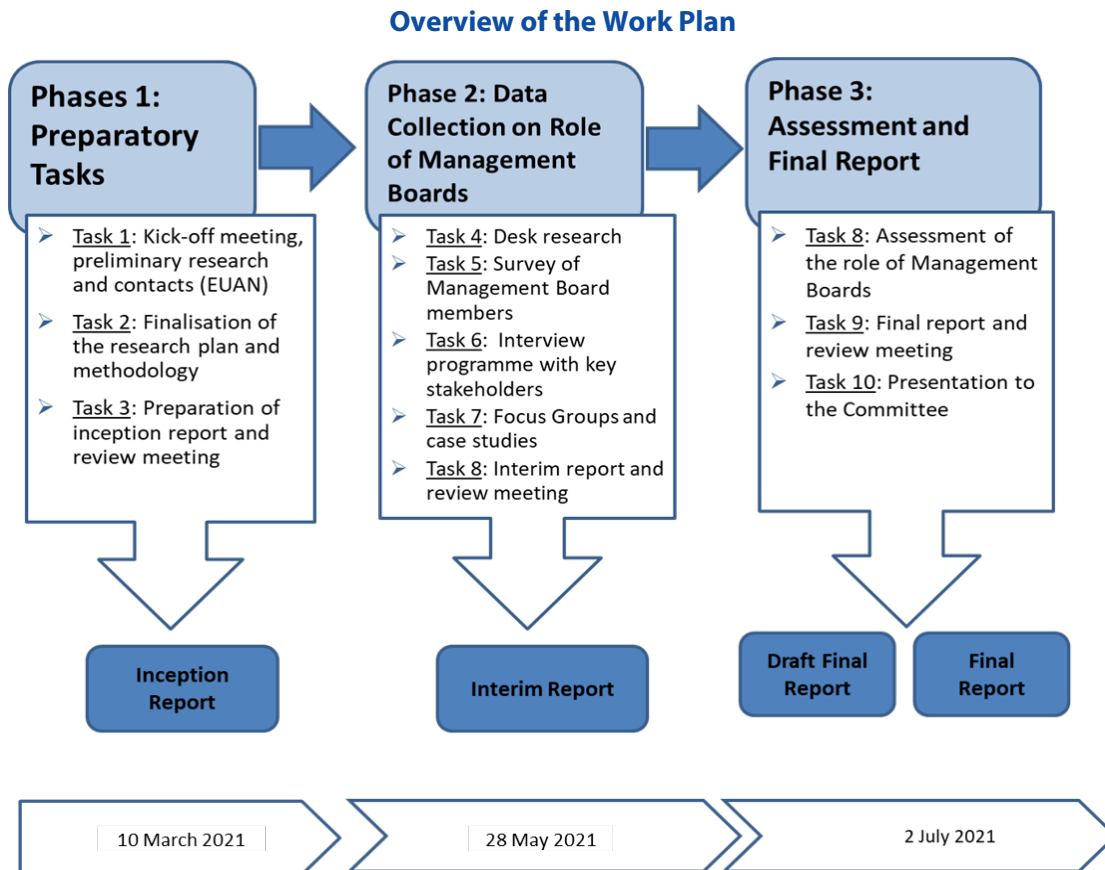
Sharing of good practices

The MBs have developed different practices and working methods to fulfil their role. The research suggests that exchanging good practices could be beneficial. At the same time, the study suggests that there is no formal structure to facilitate this. This process could involve clusters of agencies operating in related policy areas and facing similar challenges or, alternatively, be broadened out to engage with all agencies. The focus could be on themes that are broadly relevant to all the MBs (e.g. good governance, conflicts of interest, strategic control and risk management). The EU Agencies Network could play a key role in supporting the exchange of good practices and ensuring smooth communication between the boards.

Recommendation 14: The EU Agencies Network should support the exchange of good practices between the MBs of the different EU agencies. EUAN could invite MBs to identify key issues, common challenges and possible good practice examples that could be shared with other agencies' MBs and secretariats. These examples could cover, for instance: current functioning and working methods, mechanisms for good governance, specific policies developed to deal with challenging situations, governance structures and others. Such an exchange would encourage mutual learning and further improve MB performance.

APPENDIX A: STUDY METHODOLOGY

The research plan as originally outlined in CSES tender is summarised below. It should be noted that to allow for more survey responses to be obtained, the deadline for submission of the interim report was extended from 14 to 28 May 2021.



Following signature of the contract, a kick-off meeting with the Committee on Budgets took place via a conference call on 21 January 2021. Although this focused mainly on another study, it was agreed that there was no need for a separate kick-off meeting for this assignment.

Phase 1 – Preliminary tasks

Following the kick-off meeting, we conducted a literature review to gather relevant information on the role and functioning of the MBs of the EU decentralised agencies (a list of references is provided in Appendix A) and undertook a preliminary mapping exercise to collect data on the MBs' composition and main budgetary and financial features to help ensure that the sample of 8 EU agencies for the more in-depth research was representative.

During Phase 1, CSES also established contact with the EU Agencies Network (EUAN) which supported the research team in the identification of key contact persons for 29 EU agencies (for instance MB Secretariats). An inception report was submitted to the EP on 11 March 2021. This report further developed the study methodology and provided details of the sampling frame and research tools.

Phase 2 – Data Collection on the Role of Management Boards

The first step in this study has been to carry out desk research to collect and analyse information on the selected EU agencies. The main sources include: the founding regulations of the agencies; details of the Management Board memberships and functions; minutes of Board meetings, annual reports and accounts; European Parliament reports, and publications and other studies undertaken by EU bodies (e.g. the European Court of Auditors). The desk research has been used to examine what is already known about the role of EU Agencies’ MBs and to undertake a mapping of their membership, their roles and the ways in which they operate and take decisions.

An **interview programme** has also been undertaken. CSES has also established a fruitful collaboration with the EUAN which has supported the interview programme by identifying key contact persons for all EU agencies such as members of the MB Secretariats. The interviews have focused on the sample of EU agencies, in particular senior staff in MB Secretariats and other departments with a role in supporting the MBs, as well as MB members and alternates. A total of **53 interviews** were undertaken, broken down as follows:

Table A.1: Breakdown of Interviews (2 Jul 2021)

Key Stakeholders	Performed
(1) European Parliament, European Commission	4
(2) EU Agency Management Board Chairs/Vice-Chairs	10
(3) MB members representing MS/national authorities	8
(4) MB members representing interested parties/ social partners	5
(5) Agency Senior Management (Executive Director/Deputy, Board of Appeal)	4
(6) Alternates	3
(7) Management Board Secretariat/ Institutional Cooperation Unit	19
Total	53

The third component of the Phase 2 research is a **survey of MB members**. Taking the 35 EU Agencies together, for the purposes of the tender we estimated that there were some 1,250 members of the MBs (excluding alternates and observers). At the time when this report was written, 23 EU agencies agreed to participate in the survey and after a pilot with selected respondents, the survey was launched on 5 May 2021. Overall, we received 268 survey responses. The following table provides a breakdown of the respondents.

Table A.4.2: Survey Responses – Types of Members (2 July 2021)

Management Board membership	Responses	%
(1) Members	162	60.4
(2) Alternates	71	26.5
(3) Observers	32	11.9
(4) Skipped (no information)	3	1.2
Total	268	100

Source: Analysis of survey responses

The survey responses provide good coverage of the various categories of MB members and also different MBs, at least in terms of their size.

Table A.4.3: Survey Responses – Types of Management Boards (18 May 2021)

Number of Management Board members	Responses	%
(1) Less than 20 members	21	7.8
(2) Between 21 and 35 members	127	47.3
(3) More than 35 members	112	41.7
(4) Skipped	8	3.2
Total	268	100

Source: Analysis of survey responses

The survey was carried out on an anonymous basis and for this reason we did not ask for information that could have been used to identify respondents. This means that we do not have details relating to the agency or stakeholder group (Member States, European Parliament, etc) that respondents are associated with.

APPENDIX B: REGULATORY FRAMEWORK MATRIX

EU Agencies	EU-OSHA	FRA	EASO	ECHA	EFSA	EMA	EUIPO	Frontex
1. Does the regulation specify the basic requirements for MB members:								
- Knowledge of the agency's policy areas	yes	yes	yes	yes	yes	yes	Not specified	yes
- Relevant skills such as managerial, administrative and budgetary skills	yes	yes	no	yes (general, financial, and legal)	yes	yes	Not specified	yes
- Expertise in the area of the agency's core tasks	yes	Not specified	yes	yes	yes	yes	Not specified	yes
- Other (explain)	Gender balance	Responsibilities in independent national human rights institutions or other Public and Private sector experience	N/A	N/A	Highest standards of competence, a broad range of relevant expertise and, consistent with these, the broadest possible geographical distribution within the Union	Broadest possible geographic spread within the EU	N/A	N/A
2. Does the regulation limit the term of office of MB members? If yes, what is the limit (years)? Is the term renewable?	4 years renewable for members and alternates.	5 years not renewable for members and alternates.	3 years, renewable.	4 years, renewable once (exception for 1 st mandate at time of establishment: 6	4 years, renewable once (exception for 1st mandate: 6 years). As of the 1 of July 2022, only members representing the	3 years renewable.	4 years, renewable (once) for chairperson and deputy chairperson. There is no specific mention on the term of	4 years renewable.

EU Agencies	EU-OSHA	FRA	EASO	ECHA	EFSA	EMA	EUIPO	Frontex
				years for ca. half of the members).	civil society and the food chain interests will be eligible for a 2 nd term only. All others could see their mandate renewed without limits.		Office for members.	
3. Does the regulation specify the MB functions?								
- Providing strategic orientation for the agency	yes	no	no	yes	no	yes	yes	yes
- Adopting the agency's programming documents and work plans	yes	yes	yes	yes	yes	yes	yes	yes
- Approving the agency's budget and financial rules including anti-fraud measures	yes	yes	yes	yes	yes	yes	yes	yes
- Prepare annual estimate of expenditure and revenue	yes	yes	no	yes	yes	yes	no ⁴³	no
- Adopting an annual activity report for submission to the European Parliament	yes	yes	yes	yes	yes	yes	yes	yes

⁴³ Article 157(4)(m) EUTMR establishes these as functions of the Executive Director, not as functions of the Management Board.

EU Agencies	EU-OSHA	FRA	EASO	ECHA	EFSA	EMA	EUIPO	Frontex
- Adopting rules for the prevention and management of conflicts of members	yes	no	yes	yes	no ⁴⁴	yes	yes	yes
- Adopting and regularly update the communication and dissemination plans	yes	no	no	no	no	no	no	yes
- Adopting appropriate implementing rules to give effect to the Staff Regulations	yes	yes	yes	yes	no ⁴⁵	yes	yes	yes
- Appointing the Executive Director and Accounting Officer or removing them from office	yes	yes	yes	yes	yes	yes	yes	yes
- Adopting the rules of procedure of the Executive Board (if applicable) ⁴⁶	yes	no	yes	no	no	no (N/A)	no	no
- Monitor the internal or external audit reports	yes	no	yes	yes	no ⁴⁷	yes	yes	yes
- Monitoring the implementation of evaluations, as well as any OLAF investigations	yes	no	yes	no	yes (external evaluations) ⁴⁸	no	yes	yes

⁴⁴ Although the EFSA Founding Regulation does not foresee this, the MB adopted its own Code of Conduct, where specific independence rules for the MB are foreseen.

⁴⁵ Although the EFSA Founding Regulation does not foresee this, it is a requirement of the Staff Regulations that the MB shall adopt the Implementing Rules of the Staff Regulations.

⁴⁶ When 'no' is indicated, this does not exclude that the MB may establish an Executive Board.

⁴⁷ However, this is in practice carried out by the MB Audit Committee which monitors and follows up on internal and external audit reports. The Audit Committee regularly reports to the MB.

⁴⁸ According to Article 61 Reg. 178/2002EC, the external evaluations of the Authority are carried out by the Commission, which shall report, *inter alia*, to the MB.

EU Agencies	EU-OSHA	FRA	EASO	ECHA	EFSA	EMA	EUIPO	Frontex
- Authorising cooperation arrangements with third countries and international agencies	yes	yes	yes	no	no	no	no	yes
- Establish that a member or an alternate member of MB no longer meets the criteria of independence ⁴⁹	no	yes	yes	no	yes	yes	no	no
- Arrangements on transparency and access to documents	no	yes	yes	yes ⁵⁰	yes ⁵¹	yes	yes ⁵²	no
4. Does the regulation specify the role and functions of the Management Board Secretariat? Do these functions differ between the agencies?	yes: assists the MB and EB in preparing decisions for adoption in the meetings or via written procedure.	no	no	no	no: MB Secretariat functions are outlined in the MB rules of procedures.	no	yes: drafts the minutes of the MB meetings, be responsible for all organisational aspects and advises the chairperson on organisational matters.	no. The role and functions of MB secretariat are not specified in the regulation but in the MB rules of procedure. These include: a) ensuring logistical aspects of meetings b) preparation of executive summaries of documents

⁴⁹ When 'no' is indicated, this does not exclude that the MB adopts the rules on the prevention of conflict of interest.

⁵⁰ Article 109 REACH states the MB shall adopt rules to ensure the availability to the public of regulatory, scientific or technical information concerning the safety of substances on their own, in preparations or in articles which is not of a confidential nature.

⁵¹ Regulation 2019/3181, which amended EFSA Founding Regulation, foresees that the MB adopts the practical arrangements on public access to documents. These were adopted in March 2020.

⁵² Article 149 EUTMR on Transparency establishes that Regulation (EC) No 1049/2001 of the European Parliament and of the Council shall apply to documents held by the Office.

EU Agencies	EU-OSHA	FRA	EASO	ECHA	EFSA	EMA	EUIPO	Frontex
								<p>c) ensuring timely transmission of documents</p> <p>d) attending the meetings of the MB the Executive Board and MB Working Groups, taking the minutes etc.</p>
5. Does the regulation specify how Management Board decisions should be taken? If yes, what are the voting rules?	Absolute majority, two thirds of members for certain decisions, absolute majority plus majority of government for certain decisions.	Simple majority except for electing chair and other matters (two-thirds majority), unanimity for adoption language regime	Absolute majority, unless provided otherwise.	Two-thirds of members with voting rights. MB to adopt rules of procedure for voting.	Majority, two thirds for certain decisions.	Two-thirds majority.	Absolute majority, two thirds for certain decisions.	Absolute majority, two thirds for certain decisions.
6. Does the regulation stipulate how the Management Board chairperson and deputies should be elected? If yes, what are the rules?	1 year term	2 & ½ year, renewable once.	3 years, renewable once.	2 years, renewable once, only for members with voting rights.	2 years, renewable.	3 years, renewable once.	4 years, renewable once.	4 years, renewable once.
7. Does the regulation or the rules of procedure define the role and responsibilities of the Management Board chairperson? If	yes: - shall facilitate the debate and ensure that all groups and members have an equal	no specific rules (e.g. shall convene the Board twice a year etc.) in the regulation.	no specific rules (e.g. shall convene the meetings of MB also on his initiative etc.)	no specific rules in regulation or rules of procedure. Code of Conduct (adopted by MB) specifies that they are	yes: -shall be the spokesperson of the Board -shall direct the proceedings	no	yes: shall be responsible for the work of the Board and the exercise of its functions. When necessary, may hold meetings, or	no specific rules (e.g. shall convene meetings etc.)

EU Agencies	EU-OSHA	FRA	EASO	ECHA	EFSA	EMA	EUIPO	Frontex
yes, what are these responsibilities?	<p>opportunity to express views</p> <ul style="list-style-type: none"> - shall faithfully summarise the debate conclusions -shall express positions agreed by the Boards - shall convene additional meetings on his or her own initiative 	<p>The rules of procedures:</p> <ul style="list-style-type: none"> - chairperson convenes the meetings - notify the members about meetings -chairperson directs the MB and EB proceedings -can chose the appropriate method during voting procedures -proposes to adopt decisions by written procedure -chairs the elections of the 2 Executive Board members other than the Vice-Chair and the members appointed ex officio -informs the MB of the measures and decisions 		<p>responsible that the Board fulfils its main role, i.e. to supervise an effective and efficient functioning of the Agency and they endeavour to ensure that the Board is properly managed, addressing its key tasks and devoting sufficient time to address each of them properly.</p>	<ul style="list-style-type: none"> -may move the closure of the debate -Urgent matters may be subject to voting by written procedure at his discretion etc. 		<p>video or telephone conferences, in order to prepare the Board's meetings or otherwise support the exercise of its functions.⁵³</p>	

⁵³ Article 2 Regulation No MB-1-16 of The Management Board of the European Union Intellectual Property Office of 31 May 2016.

EU Agencies	EU-OSHA	FRA	EASO	ECHA	EFSA	EMA	EUIPO	Frontex
		adopted by the EB.						
8. Does the regulation stipulate how many Management Board meetings should take place each year? If yes, how many and what are the rules for deciding to hold more meetings?	1 per year + more if Chair, the Commission or one third of the members decide so.	2 per year + more if Chair decides so.	At least two ordinary meetings a year + on the initiative of its Chair or at the request of one third of its members.	At least twice per year by invitation of its Chairman or at the request of at least one third of the Board members.	No. The Founding Regulation does not identify any minimum number of meetings per year. The MB rules of procedure foresee at least 4 times a year or at the request of at least one third of its members.	No. Regulation 726/2004 does not explicitly mention the number of meetings. The rules of procedure state that general meetings are held twice a year.	At least once a year and on the initiative of its chairperson or at the request of the Commission or of one-third of the Member States.	At least twice per year + at the initiative of the chairperson, at the request of the Commission, or at the request of at least one third of the members of the MB.
9. Does the regulation specify the MB's powers to appoint an (a) executive committee / bureau; (b) scientific committee; (iii) other	(a) yes (b) no (c) no	a) yes b) yes c) yes	a) yes b) no c) no	a) no b) yes ⁵⁴ c) no ⁵⁵	a) no b) yes c) no	a) no b) no (appointing power as such, but the MB is consulted) c) no	a) no b) no c) yes	a) yes b) no c) no
10. Does the regulation specify if Management Board's members can appoint an alternate?⁵⁶	Each MB member has an alternate appointed by Council	no	yes (Article 25(2))	N/A: no reference to alternates in the MB	N/A: MB members do not have alternates. As of 1 of July 2022, MB members will have alternates	yes. Alternates are appointed by the MS and the Commission (not by Board members themselves)	yes (Article 154 EUTMR)	no

⁵⁴ The MB cannot decide whether to establish a scientific committee. However, the MB appoints the members of some of the ECHA scientific committees.

⁵⁵ The MB appoints the members of the Board of Appeal. As in the case of the scientific committee, it does not decide whether to establish a BoA.

⁵⁶ Although 'no' is indicated, in some agencies, authorities (e.g. European Parliament and Commission, Member States etc.) appointing MB members may appoint alternates.

EU Agencies	EU-OSHA	FRA	EASO	ECHA	EFSA	EMA	EUIPO	Frontex
					(not nominated by the MB members).			
11. Rules on conflict of interest	<ul style="list-style-type: none"> - Declarations: at the beginning of each meeting, at the time of taking office. -Updates of declarations in the case of a change of circumstances. -Statements and updates published on Agency website. 	<ul style="list-style-type: none"> - Declarations upon nomination. - Annual declarations. - Declaration of prejudicial interests at each meeting. -Updates of declarations in the case of a change of circumstances. -Annual Declarations are published on FRA website. 	<ul style="list-style-type: none"> - Declarations upon nomination and during meetings. - Updated bi-annually <p>Measures: -MB Chair, if deemed necessary, shall take action⁵⁷ [...]</p> <p>In case of breach of trust, the Chair of the MB, in collaboration with the Executive Director, shall take action.⁵⁸</p>	<ul style="list-style-type: none"> -Declarations at each meeting. -Annual written declarations of interest entered in a register published on ECHA website. <p>The respective Chair of the ECHA body can decide on remedial actions.⁵⁹</p>	<ul style="list-style-type: none"> - Declarations each year and at each meeting, to be updated if need be. - If no solution found, two thirds of the MB can require the Council to replace the MB member. 	<ul style="list-style-type: none"> -Annual declaration of their financial interests and other direct/indirect interests, and at each meeting. -Declaration are entered in a register of the Board and discussed with the Chair of the Board. -From 2012 Procedure of breach of trust: will be the responsibility of the MB to review individual cases 	<ul style="list-style-type: none"> - Rules are defined in specific guidance documents adopted by the MB. - Declarations are requested only when a situation of an actual or potential conflict arises. 	<ul style="list-style-type: none"> - Declarations upon nomination. - The member shall immediately inform the chairperson and/or shall abstain from taking part in that decision-making

⁵⁷ In the case of a MB, the Chair of the MB shall ensure that the person concerned should either give up the conflicting personal interest (if possible e.g. at the stage of nomination of the member), or pull out/recuse himself/herself from relevant decisions and if appropriate debates for which such a conflict may arise. Depending on the determination of the level of exposure to a risk of conflict of interest of each expert, he or she may therefore as a result not be appointed (e.g. as Chair, rapporteur); not work on a specific topic; not be involved in certain activities; not be selected to form part of the group/network; not participate in the decision/vote; if appropriate not participate in the deliberations leading to certain decision. In the latter case EASO will need to decide whether to benefit from the expert advice via other means (e.g. expert hearing/invitation on ad-hoc basis by a committee/panel).

⁵⁸ Actions may include: (i) verbal warning; (ii) letter of reprimand; (iii) revocation of nomination; (iv) duty to resign or request for resignation.

⁵⁹ See also eligibility criteria in Annex II of our ECHA CoI policy, also available on: https://echa.europa.eu/documents/10162/13608/pro_0067_04_coi_management_en.pdf/c4082b12-5830-4647-abf7-47c4a0879c86.

EU Agencies	EU-OSHA	FRA	EASO	ECHA	EFSA	EMA	EUIPO	Frontex
						and to decide whether a breach of trust took place (e.g. incorrect or incomplete declarations of interests of Board members).		
12. Codes of conduct specific to MB	no	no	no	yes	yes	yes	no	no
13. Delegation of powers	yes: to the Executive Director.	yes: to the Executive Board except for certain matters.	yes: when necessary, because of urgency, the executive board may take certain provisional decisions on behalf of the MB.	no	no ⁶⁰	no	yes ⁶¹	yes: to the executive board.

⁶⁰ EFSA MB has delegated the ED to negotiate on its behalf with the Commission the Implementing Rules of the Staff Regulations. However, these rules are then formally adopted by the MB.

⁶¹ The MB has been entrusted with the powers of the appointing authority and the authority authorised to conclude contracts of employment (AA) for the staff of the Office in accordance with Article 153(1)(h) and 153(2) EUTMR. The MB adopted Decision No. MB-17-01 delegating the relevant AA powers to the Executive Director, whilst reserving the exercise of some of these powers.

APPENDIX C: MAIN MANAGEMENT BOARD FEATURES MATRIX

	EU Agencies	Founding Regulation	(a) Number of MB members (ex alternates)	(b) Number of observers + others	Key stakeholders represented on the MB (a+b)	Bureau or Executive Committee?	Number of meetings per year	Sources of financing	Parliamentary Scrutiny ⁶²
1	ACER	Regulation (EU) 2019/942	9	The Chair of the Board of Regulators, or the nominee of the Board of Regulators, and the Director shall participate, as observers unless decides otherwise	AB: 2 EC, 2 EP, 5 Council	No	At least 2 per year	EU budget, small EFTA contribution	Formally
2	BEREC Office	Regulation (EU) 2018/1971	28 (members of the Board of Regulators appointed by national regulatory authorities, NRAs)	NRAs of third countries with whom working arrangements have been established under Article 35 (2) of the BEREC Regulation ⁶³	27 MS + 9 NRAs of third countries, 1 EC	No	At least 2 per year	EU budget, third countries contributions (including EFTA and other countries with whom working arrangements have been established)	Formally
3	CdT	Council Regulation (EC) 1645/2003 amending Regulation (EC) 2965/94	71	No observers	27 MS, 2 EC, 1 EP, 8 representatives from other EU institutions and 35 representatives from agencies (including executive agencies)	No	2	Payments from its clients; Interinstitutional cooperation, surplus/reserves from other years	Discharge procedure
4	Cedefop	Regulation (EU) 2019/128	85	4: 1 Government, 1 Employers and 1 Employees' representative from Norway and 1 Government	27 MS, 27 employer and 27 employee bodies (one per MS), 3 EC, 1 independent expert appointed by EP	Yes, 1 Chairperson, 3 Deputy Chairpersons (including the Commission Deputy Chairperson), 3	Management Board 1 per year Ex Board: at least 4 per year	EU Budget, contributions from third countries (Norway and Iceland)	Discharge procedure

⁶² Formally, by means of budgetary discharge, involvement in the appointment of the Executive Director, annual reports, and membership of Management Boards as well as informally through the linking up of an MEP to an agency. EP involvement in Management Boards should therefore preferably be in the capacity of observer. Further information available in Annex 3 of the 2018 EPRS Study "EU Agencies, Common Approach and Parliamentary Scrutiny" [[EPRS_STU\(2018\)627131_EN.pdf \(europa.eu\)](#)].

⁶³ Participants without voting rights - National Regulatory Authorities of Albania, Bosnia and Herzegovina, Kosovo, Montenegro, North Macedonia, Serbia, Iceland, Liechtenstein and Norway.

	EU Agencies	Founding Regulation	(a) Number of MB members (ex alternates)	(b) Number of observers + others	Key stakeholders represented on the MB (a+b)	Bureau or Executive Committee?	Number of meetings per year	Sources of financing	Parliamentary Scrutiny ⁶²
				representative from Iceland	2 representatives of the respective European organisations for the employees (ETUC) and the employers (BusinessEurope) 1 Government representative Iceland, 1 Government, Employers and Employees representative from Norway (observers)	coordinators (1 MS, 1 employers from Business Europe, 1 employees - ETUC), 1 EC			
5	CEPOL	Regulation (EU) 2015/2219	27		26 MS ⁶⁴ , 1 EC	No	At least 2 per year	EU budget	Discharge procedure
6	CPVO	Regulation (EC) No 2100/94	28	Possibility to invite observers to the meetings ⁶⁵	27 MS, 1 EC	No	At least 2 per year	Self-financed: fees/payments for services	No
7	EASA	Regulation (EU) 2018/1139	33 (EFTA countries are non-voting members)	7 3 rd countries (Albania, B&H, Georgia, Moldova, Montenegro, North Macedonia, Serbia) + 1 EASA Advisory Board	27 MS, 2 EC + 4 EFTA + observers	No	At least 2 per year	EU budget, MS voluntary contributions, Fees/charges; and contributions from third countries	Discharge procedure
8	EASO	Regulation (EU) No 439/2010	30 (UNHCR is non-voting member of the MB)	5 (1 DK, EFTA countries and 1 UNHCR is non-voting member of the	26 MS, 2 EC + EASO ED UNHCR (non-voting member)	No ⁶⁶	At least 2 per year (on average 4 per year)	EU budget, Associated countries contributions, fees for services,	Discharge procedure

⁶⁴ Denmark is not a member.

⁶⁵ The Administrative Council may invite the International Union for the Protection of New Varieties of Plants, other intergovernmental organisations responsible for related activities, non-governmental organisations operating in the sphere of plant variety protection under the Community plant variety protection system, to send an observer to its meetings.

⁶⁶ Preparatory Group (to assist the Chairperson and Executive Director in preparing and facilitating discussions at the MB meetings).

	EU Agencies	Founding Regulation	(a) Number of MB members (ex alternates)	(b) Number of observers + others	Key stakeholders represented on the MB (a+b)	Bureau or Executive Committee?	Number of meetings per year	Sources of financing	Parliamentary Scrutiny ⁶²
				Management Board – Article 25(4))	DK, EFTA countries (observers)			voluntary contribution from MS	
9	EBA	Regulation (EU) No 1093/2010	27 ⁶⁷	EBA’s Chairperson + observer (Single Resolution Board, SRB) + other non-voting members ⁶⁸	EBA’s Chairperson, 27 national supervisory authorities, where applicable accompanied by a representative of the national central bank + observers from the SRB + other non-voting members such as representatives of the ESRB, EC, ECB/SSM, ESMA, EIOPA, the EFTA Surveillance Authority and EEA countries.	No	6per year	EU national competent authorities, EU budget, EEA/EFTA contributions	Formally
10	ECDC	Regulation (EC) No 851/2004	32	3 EFTA countries (Norway, Iceland and Liechtenstein)	27 MS, 2 EP, 3 EC 3 EFTA countries (observers)	No	At least 2 per year	EU budget, voluntary contributions from MS, fees	Formally
11	ECHA	Regulation (EC) No 1907/2006	35	3 EEA/EFTA	27 MS, maximum 6 EC (including 3 individuals from interested parties), 2 European Parliament EEA/EFTA countries (observers)	No	Ca. 4 (at least 2 per year)	Fees paid by industry, EU balancing subsidy, voluntary contributions from MS	Discharge procedure

⁶⁷ EBA has two governing bodies: the Board of Supervisors (BoS) which is the main decision-making body of the Authority; the Management Board whose role is to ensure the Authority carries out its mission and performs the tasks assigned to it. In this table, we outline the main features of the BoS which takes all policy decisions of the EBA including the draft Technical Standards, Guidelines, Opinions, Reports as well as the final decision on the EBA’s budget.

⁶⁸ All members and observers attend the meetings of the Board of Supervisors. However, the EBA Regulation specifies that the non-voting members and the observers shall not attend any discussions within the Board of Supervisors relating to individual financial institutions, except for particular cases specified in the EBA Regulation.

	EU Agencies	Founding Regulation	(a) Number of MB members (ex alternates)	(b) Number of observers + others	Key stakeholders represented on the MB (a+b)	Bureau or Executive Committee?	Number of meetings per year	Sources of financing	Parliamentary Scrutiny ⁶²
12	EEA	Regulation (EC) No 401/2009	36	EFTA countries (Iceland and Norway) and Turkey	32 Member countries (27 MS), 2 EC, 2 EP	Yes, Bureau: Chairperson, the three-five Vice-Chairpersons, 1 EC, 1 EP expert	At least 2 per year, however, in practice 3-4 times/year.	EU budget, EFTA countries contributions, other contributions	Formally
13	EFCA	Regulation (EU) 2019/473	33	2 observers: 1 representative of the Advisory Board; 1 Alternate of the Advisory Board	27 MS, 6 EC + 2 observers	No	At least 1 per year	EU budget	Discharge procedure
14	EFSA	General Food Law – Regulation (EC) No 178/2002	15 members Only the EC representative has alternates.	No observers	14 members appointed by the Council in their personal capacity. Four of those 14 members shall have their background in organisations representing consumers and other interests in the food chain. In addition, one member is appointed by the EC in representation this institution.	Yes (1 Chairperson and 2 Vice-Chairs)	4 per year	EU budget	Before being appointed by the Management Board, the ED shall make a statement before the EP and answer questions put by members of this institution.
15	EIGE	Regulation (EC) No 1922/2006	19	No observers	18 MS, 1 EC	No ⁶⁹	At least 1 per year ⁷⁰	EU Budget	Formally

⁶⁹ Under its Rules of Procedure, EIGE’s Management Board establishes a Standing Committee. The Committee does not adopt decisions on behalf of the Management Board or hold authority over its mandate. The Committee is comprised of the Chairperson, Vice-Chairperson, one representative of the European Commission, and three additional members representing the Member States.

⁷⁰ From 2009-2016, common practice was to hold three meetings per year and from 2017 the number of annual meetings were reduced to two, not including extraordinary or strategic planning meetings.

	EU Agencies	Founding Regulation	(a) Number of MB members (ex alternates)	(b) Number of observers + others	Key stakeholders represented on the MB (a+b)	Bureau or Executive Committee?	Number of meetings per year	Sources of financing	Parliamentary Scrutiny ⁶²
16	EIOPA	Regulation (EU) No 1094/2010	7	2	EIOPA's Chairperson and 6 representatives of national supervisory authorities Non-voting members/ participants: 1 EC representative (voting rights only on budget); and EIOPA's Executive Director	No	At least 5 per year	EU budget, contributions from National Competent Authorities, EFTA contributions, Pensions contributions (NCA and EFTA)	Formally
17	ELA	Regulation (EU) 2019/1149	34	4 EFTA countries + 4 representatives of EU Agencies (EU-OSHA, Eurofound, Cedefop, ETF)	27 MS, 2 EC, and without voting rights: 1 independent expert appointed by EP, 4 representatives of cross-industry social partner organisations at Union level (trade union and employer organisations) EFTA countries and EU agencies (observers)	No	At least 2 per year	EU Budget, contributions from MS, contributions from participating third countries	Discharge procedure
18	EMA	Regulation (EC) No 726/2004	35	Iceland, Liechtenstein and Norway	27 MS, 2 EC, 2 EP, 2 representatives of patients' organisations, 1 representative of doctors' organisations, 1 representative of veterinarians' organisations.	No	4 (2020) Comment: There were 4 meetings in 2020 and 1 extraordinary meeting for the election of Executive Director.	86% from fees and charges and 14% from EU budget, less than 1% from other sources (2021)	EP is expected to confirm executive director (semi-formal role)
19	EMCDDA	Regulation (EC) No 1920/2006 (recast)	33	5 (Council of Europe, Reitox, Scientific Committee, UNODC, WHO)	27 MS + Norway and Turkey, 2 EC, 2 EP	Yes. Executive Committee: 1 Chair and 1 Vice-Chair, 2 members of the	At least 2 per year as per the Regulation (in practice 4 per year)	EU Budget (Norway and Turkey contributions)	Formally

	EU Agencies	Founding Regulation	(a) Number of MB members (ex alternates)	(b) Number of observers + others	Key stakeholders represented on the MB (a+b)	Bureau or Executive Committee?	Number of meetings per year	Sources of financing	Parliamentary Scrutiny ⁶²
					Council of Europe, Reitox, SC, UNODC, WHO	MB representing the MS, 2 EC			
20	EMSA	Regulation (EU) 2016/1625 amending Regulation (EC) No 1406/2002	31	6 (4 Industry representatives and 2 EFTA countries - Norway and Iceland)	27 MS, 4 EC, and without voting rights; 4 Industry representatives and 2 EFTA countries (Norway and Iceland)	No	At least 3 per year	EU budget, fees/charges, Project Finances Actions, contributions from third countries	Formally
21	ENISA	Regulation (EU) 2019/881	32	3 EEA	27 MS, 2 EC 3 EEA (observers)	Yes, Executive Board: 4 MB members, 1 EC	At least 2 per year	EU Budget, rent subsidy from Hellenic Republic Government, contributions from third countries	Formally
22	ERA	Regulation (EU) 2016/796	29	6 organisations representing stakeholders ⁷¹	27 MS, 2 EC + 6 organisations representing stakeholders	Executive Board: Chairperson, 4 MS, 1 EC	MB: at least 3 times per year EB: at least every 3 months	EU budget, EFTA contributions, fees	Discharge procedure
23	ESMA	Regulation (EU) No 1095/2010	9	1 (vice-chair)	Voting Members: ESMA Chair, 6 head of national supervisory authorities, Non-voting Members: European Commission and ESMA Executive Director	No	Legally at least 5 (in practice 7)	Contributions from National competent authorities of the EEA MS, EU budget, fees levied on supervised entities, contributions from National Supervisory Authorities for delegated tasks	Formally

⁷¹ Railway undertakings, Infrastructure managers, The railway industry, Trade-union organisations, Passengers and Freight customers.

	EU Agencies	Founding Regulation	(a) Number of MB members (ex alternates)	(b) Number of observers + others	Key stakeholders represented on the MB (a+b)	Bureau or Executive Committee?	Number of meetings per year	Sources of financing	Parliamentary Scrutiny ⁶²
24	ETF	Council Regulation No. 1360/90 recast No. 1339 in 2008	30	3 EP + 3 observers from partner countries	27 MS +3 EC sharing a single vote + 3 EP independent experts (non-voting) + 3 observers from partner countries (non-voting)	No	At least 1 per year ⁷²	EU budget	Formally
25	EUIPO	Regulation (EU) 2017/1001	30	9 with permanent representation (WIPO, BOIP, EPO, CPVO + 5 Users Associations] 2 with non-permanent representation (2 Users Associations on a rotatory basis)	27 MS, 2 EC, 1 EP WIPO, BOIP, EPO, CPVO, Users Associations	No	At least 2 per year	Registration fees. ⁷³ No EU budget	No
26	eu-LISA	Regulation (EU) 2018/1726	29 (27 MS + 2 EC)	8 observers: 4 EFTA countries, as well as 1 Frontex, 1 Europol, 1 Eurojust, 1 EPPO	27 MS, 2 EC 4 EFTA countries, Eurojust, Frontex, EPPO Europol (observers)	No	At least 2 per year (legal obligation, in reality much more)	EU budget, third countries contribution	Formally
27	EU-OSHA	Regulation (EU) 2019/126 of the European Parliament and of the Council of 16 January 2019, amending Council Reg 2062/94	84	4 + 9 Government, Employers and Workers representatives from Iceland, Liechtenstein and Norway, Eurofound	27 MS, 27 employer and 27 employee bodies (one per MS), 3 EC, 1 independent expert appointed by EP	Yes (8 members: Chairperson and 3 Deputy Chairpersons of the MB, 3 interest groups coordinators and 1 EC)	2 (Management Board) and 4 (Executive Board) in 2020 2 (Management Board)	99.37% EU Grant / 0.63% other sources (Spanish and local authorities)	Discharge procedure

⁷² According to Article 8§3 of the ETF founding regulation, the Chairperson shall convene the Governing Board at least once a year. However, the normal practice is twice per year.

⁷³ Regulation (EU) 2015/2424 of the European Parliament and of the Council of 16 December 2015 amending Council Regulation (EC) No 207/2009 on the Community trade mark and Commission Regulation (EC) No 2868/95 implementing Council Regulation (EC) No 40/94 on the Community trade mark, and repealing Commission Regulation (EC) No 2869/95 on the fees payable to the Office for Harmonization in the Internal Market (*OJ L 341, 24.12.2015, p. 21–94*).

	EU Agencies	Founding Regulation	(a) Number of MB members (ex alternates)	(b) Number of observers + others	Key stakeholders represented on the MB (a+b)	Bureau or Executive Committee?	Number of meetings per year	Sources of financing	Parliamentary Scrutiny ⁶²
28	Eurofound	Regulation (EU) 2019/127	85	3 observers from EFTA: 1 Government, 1 Employers, 1 Unions, 1 Observer from each EU-OSHA and Cedefop	27 MS, 27 Employers, 27 Unions, 3 EC, 1 expert appointed by the EP	Yes, Executive Board: 8 members (2 for each group: government, employers, unions and EC)	1 Management Board meeting per year	99% EU budget	Discharge procedure
29	Eurojust	Regulation (EU) 2018/1727	27	No	26 MS ⁷⁴ (Judges, prosecutors or other judicial professionals of equivalent competence), 1 EC	Yes. Executive Board President, Vice-Presidents, 1 EC, 2 College members (two-year rotation system)	At least once a month	EU budget	Formally
30	Europol	Regulation (EU) 2016/794	27	1 (DK)	26 MS, 1 EC 1 observer State (DK)	No	On average 4 ⁷⁵ (Its founding regulation set at least 2 per year)	EU Budget	Formally
31	EUSPA (former GSA)	Regulation (EU) 2021/696	32 ⁷⁶	3 ⁷⁷	27 MS, 3 EC, 1 EP + 1 Norway 1 Security Accreditation Board, 1 ESA, 1 EEAS	No	At least 2 per year	EU budget	Formally

⁷⁴ Denmark is not a member.

⁷⁵ Its two working groups on corporate matters (WGCM) and on information management (WGIM) meet regularly throughout the year.

⁷⁶ Including non-voting members such as the European Parliament and Norway.

⁷⁷ The Chairperson or the Deputy Chairperson of the Security Accreditation Board, a representative of the High Representative of the Union for Foreign Affairs and Security Policy (the "HR") and a representative of the European Space Agency ("ESA") shall be invited to attend the meetings of the Administrative Board as observers.

	EU Agencies	Founding Regulation	(a) Number of MB members (ex alternates)	(b) Number of observers + others	Key stakeholders represented on the MB (a+b)	Bureau or Executive Committee?	Number of meetings per year	Sources of financing	Parliamentary Scrutiny ⁶²
32	FRA	Council Regulation (EC) No 168/2007 of 15 February 2007 establishing a European Union Agency for Fundamental Rights	30	3 observer States (Albania, North Macedonia, Serbia) + FRA Scientific Committee Chair, EIGE, FMO of EEA/Norway and CoE Secretariat are invited to participate in MB meetings as observers	27 MS, 2 EC, 1 CoE	Yes (Chairperson and Vice-Chairperson, 2 members from the MB, 1 EC, the person appointed by the CoE to the MB is invited to participate in the EB meetings)	2 (and for extraordinary meetings)	97% EU Subsidy/ 3% from other sources (FMO, Austrian authorities and third countries)	Discharge procedure
33	Frontex	Regulation (EU) 2019/1896	33	1 observer State (Ireland) + EASO, Europol. FRA shall be invited when points on fundamental rights are on the agenda. The MB Chair may also invite a representative from the EP.	Heads of the border authorities of MS signatories of the <i>Schengen acquis</i> (26) + EC (2) + Ireland (1) + Schengen Associated countries (4 - Iceland, Liechtenstein, Norway, Switzerland).	Yes Executive Board 4 members (MB Chair, COM, two MS) + 4 observers (Deputy MB Chair, Spokesperson of Working Group on Budget and Accounts, 2 MS).	5 per year (+ extraordinary meetings)	EU budget, contribution from Schengen Associated countries	Formally
34	SRB	Regulation (EU) 806/2014	-Plenary Session of the Board: 26	-Executive Session: permanent observers: 2 (EC and ECB), ad hoc	Chair, 4 full-time members, 21 appointed	No	At least two ordinary meetings per year.	Private sector/banks via:	Approval of EC proposal ⁸¹

⁸¹ According to Article 56(6) SRMR “6. After hearing the Board, in its plenary session, the Commission shall provide to the European Parliament a shortlist of candidates for the positions of Chair, Vice-Chair and members referred to in Article 43(1)(b) and inform the Council of the shortlist [...]. The Commission shall submit a proposal for the appointment of the Chair, the Vice-Chair and the members referred to in Article 43(1)(b) to the European Parliament for approval. Following the approval of that proposal, the Council shall adopt an implementing decision to appoint the Chair, the Vice-Chair and the members referred to in Article 43(1)(b). The Council shall act by qualified majority”.

	EU Agencies	Founding Regulation	(a) Number of MB members (ex alternates)	(b) Number of observers + others	Key stakeholders represented on the MB (a+b)	Bureau or Executive Committee?	Number of meetings per year	Sources of financing	Parliamentary Scrutiny ⁶²
			members [21 alternates] -Executive Session of the Board: (6 ⁷⁸) ⁷⁹ -The Chair: 1 ⁸⁰	observer (EBA), ad hoc participation of resolution authorities' representatives of non-participating MS. -Plenary Session: 2 permanent observers (EC and ECB), 1 ad hoc observer (EBA) and 2 observers of NRAs from 2 MS where more than one NRA is established.	representatives of NRAs from 21 Banking Union MS, 1 EC and 1 ECB			(1) administrative contributions to finance the administrative part. (2) ex-ante contributions for the use of the SRF.	

⁷⁸ 6 Board Members but only 5 with voting rights. The Vice-Chair has no voting rights.

⁷⁹ The task of "the management board" in the SRB, according to the definition provided for this study, is divided between two decision-making bodies i.e. Plenary Session and Executive Session and the Chair.

⁸⁰ Responsible for "day-to-day management" to perform the tasks under Article 56 of Regulation (EU) 806/2014; the role of the SRB Chair is not the same as Executive Director and has much more extended tasks and responsibilities.

The Management Boards of the EU decentralised agencies have a key role in ensuring the agencies' good governance. This study examines the established practices of the Management Boards. In particular, it assesses how effective and efficient the boards' working methods are and the main factors affecting their performance. To this end, it investigates key governance issues including the size and composition of the boards, the representation of different stakeholders on the board, the decision-making rules, the effectiveness of the board in fulfilling its tasks. Finally, the report provides some recommendations on possible improvements in the future.
