MINUTES OF THE FIRST MEETING
OF THE ENISA’S MANAGEMENT BOARD
HELD ON 16TH JULY 2004

(Adopted at the second meeting held on 14th-15th September 2004)

 PARTICIPANTS

Commission Representatives

Fabio Colasanti (Member, Director General DG INFSO), Pedro de Sampaio Nunes (Member, Director DG INFSO), Francisco Garcia Moran (Member, Deputy Director General DG DIGIT), Soenke Schmidt (Alternate, Head of Unit DG JAI), Michael Niebel (Alternate, Head of Unit A1 DG INFSO),

Member States representative

Tomasz Affet (Member, PL), Edgar de Lange (Alternate, NL), Georges Denef (Member, BE), Rudi Smet (Alternate, BE) Luisa Franchina (Member, IT), Mit Heidelgerg (Member, EE), Jan Hobza (Member, CZ), Neophytos Papadopoulos (Member, CY), Tibor Papp (Member, SK), Kristiina Pietikainen (Member, FI), Reinhard Posch (Member, AT), Aidan Ryan (Member, IE), Valdemaras Salauskas (Member, LT), Fredrik Sand (Member, SE), Henri Serres (Member, FR), Krzysztof Silicki (Member, PL), Geoff Smith (Member, UK), Salvador Soriano Maldonado (Alternate, ES), Ferenc Suba (Member, HU), Joseph Tabone (Member, MT), Francois Thill (Member, LU), Christoph Verenkotte (Alternate, DE), Constantin Voudouris (Member, EL), Yih-Jeou Wang (Member, DK), Gorazd Bozic (Member, Slovenia)

Stakeholder’s representatives

Markus Bautsch (Member, Consumer Rep.), Mark Macgann (Member, Industry Rep.), Prof. Kai Rannenberg (Member, Academic Rep.), Niko Schlamberger (Alternate, Academic Rep.)

Other participants

Jorge Leonardo (REPER, PT), Jose Bastos (Enisa overall responsible), Nuria Comelles (Enisa Budget and Finance), Eva Lieber (Enisa Human Resources), Tina Roque Martins (Unit A1 DG INFSO), Sabine Burgi (German interpreter), Babette Siebel (German interpreter)

Apologies from Latvia member
SUMMARY AND DECISIONS OF THE BOARD

The first meeting of the Enisa’s Management Board took place in Brussels on the 16th of July, just few days after the appointment by the Council of the stakeholders’ representatives proposed by the Commission. The main item under discussion was the draft Commission’s proposal for the Internal Rules of Procedure of the Management Board. The meeting was chaired by the Director General of the Information Society Directorate General, who will keep this responsibility until the election the Chair and Vice-chair persons which is expected to take place at the next meeting of the Board.

The meeting was held in English with no interpretation and this has led to dissenting statements from the representatives of Spain, Germany, France and Belgium who requested interpretation services at Board’s meetings. The Spanish representative has also requested the translation into Spanish of documents on which the Board will be asked to decide. Taking into account that the language regime at meetings is covered by Article 12 of the Internal Rules of Procedure, which were not yet adopted, no decision was taken on this matter.

The Board analysed, commented and introduced specific modifications on several Articles of the proposed Internal Rules of Procedure. The Commission services, acting as a Secretariat of the Board, will provide the members and alternates with a revised version of this document for final comments. Special attention will be given to the “transmission of documents and minutes (Art. 10)”, in order to align the text with the principles of transparency, confidentiality and access to documents that are laid down on the founding regulation. The consolidated version of the Internal Rules of Procedure is expected to be adopted at the next meeting of the Board.

The Board has agreed on the procedures to be used for the nomination of the Executive Director and notably decided to interview the candidates that will be proposed by the Commission. Candidates will be asked to shortly introduce themselves, to present the reasons that have led them to apply for the post, to provide the Board with their vision for the first 18 months of the Agency’s activity, and to respond to a selected number of questions which will then be raised. The candidate who will obtain, as a result of a secret ballot, two thirds of the total number of votes of the members entitled to cast a vote present or not at the meeting, is nominated. Before appointment the nominated candidates shall then be invited to make a statement before the European Parliament and to answer questions asked to Executive Director by members of that institution.

During the meeting, the Commission services presented short-term recruitment options, reported on 2004 budget execution and provide a synoptic view of the forecast of expenditure for 2005. While expenses for 2004 are mainly of administrative nature, for 2005 provisions have been made to cover staff salaries and recruitment expenditure, functioning and infrastructure of the Agency at its final destination, and operational activities such as the organisation of workshops, co-ordination activities, studies, research and policy advice.

Finally, members of the Board were invited to make comments on the proposed profiles for seconded national experts so that the Commission could inform early September the Permanent Representations.

Next meeting is schedule for the afternoon of the 14th September 2004 and for the 15th. whole day
**ACTIONS POINTS AND RECORDS OF THE DECISIONS**

1. **ADOPTION OF THE AGENDA**
   
The agenda was adopted.

2. **DISCUSSION ON THE INTERNAL RULES OF PROCEDURE**
   
The Commission’s proposal for the Internal Rules of Procedure was extensively discussed at the meeting and several modifications were agreed. The edited text is presented below with track changes. The revised draft decision is presented in Annex 1.

   On the basis of the revised draft decision the Board will vote at the next meeting its internal rules of procedure.

   **Article 2 “Chairmanship”**

   | Some of the members would prefer to elect the chairperson immediately after the adoption of the internal rules. The immediate election is seen as increasing transparency and it would also lead to the immediate identification of the spokesperson of the Board. However, a consensus was reached to elect the chair and vice-chairpersons after the nomination of the Executive Director. Till then, the Commission will chair the Board meetings. |

   | It was recalled that the chairperson shall be elected by a simple majority of the total number of the votes of the members that have a right to vote, present or not at the meeting. |

   | The participants considered that was unnecessary to convene a meeting to replace the chair or vice-chairperson and the text of Art. 2(8) was edited accordingly. |

   1. The election of the first Chairperson shall take place after the Board has adopted its Rules of Procedure. The Commission, acting as facilitator, chairs or designates a person to chair the Board meetings until the election of the Chairperson and Deputy Chairperson.

   8. If the office of Chairperson or Deputy Chairperson falls vacant before the end of the term of office, a replacement shall be elected at the next meeting of the Board.

   **Article 3 “Attendance at meetings”**

   | Member’s opinion converged into the need of having a balance between confidentiality and transparency. Experts and persons whose opinion is of interest might attend Board meetings but meetings are not held in public. However, minutes of Board meetings will be made public notably through the web site of the Agency. |

   3. The Board, acting on a proposal from the Executive Director, may authorise experts and persons whose opinion can be of interest, to attend Board meetings as observers without any voting rights for the item or items for which their presence is required.
Article 4 “The convening of meetings”

It was agreed that “urgencies” are decided by the chairperson and that the Article should consistently make reference to a notice period of “two weeks” instead of the previous references to periods of 10 or 15 days. It was also agreed that ordinary meetings of the Board should normally take place at the Agency’s premises (not necessarily the Agency’s headquarters) but that it should be possible to change whenever necessary and appropriate the agreed place.

1. In accordance with Article 6(5) of the Regulation, meetings of the Board shall be convened by its chairperson, and the board shall hold an ordinary meeting twice a year. It shall also hold extraordinary meetings at the instance of the Chairperson or at the request of at least one third of the members with the right to vote.

2. Subject to paragraphs 3 and 4, the notice of convocation of a meeting of the Board, signed by the Chairperson, shall be transmitted no later than two weeks before the date of the meeting. The draft Agenda shall simultaneously be sent to all members together with relevant material for decision making.

4. When the Board is convened to deliberate on a matter of urgency, the notice of convocation and the provisional agenda signed by the Chairperson shall be transmitted to members no later than one week before the date of the meeting.

6. The ordinary Board meetings shall normally be held at the Agency premises. However, when circumstances require, and provided one third of the members do not object, the Chairperson may change the date and/or the agreed place of a meeting of the Board. Notification of such change or changes shall be given to members no later than three weeks before the original or revised date of the start of the meeting, whichever is the earlier.

Article 5 “Agenda”

The words “questions” and “items” were indistinctively used in the whole article. Word harmonisation was requested by members as to use either one or another. It is then proposed to use “item” harmoniously for the whole article.

1. A provisional agenda shall be drawn up by the Chairperson. It shall contain, in addition to those items whose inclusion is requested by a member, any item whose inclusion is requested by the Executive Director.

2. Without prejudice to paragraph 4 of Article 4 of these Rules, items to be addressed on the provisional agenda shall be submitted to the Chairperson not less than six weeks before the date of the start of the meeting.

Article 7 “Voting”
Agreement to include some text clarifications “…of all members (28 people) with the right to vote is required for:”; “- Adoption of the Management Board Rules of Procedure”; “- Adoption of the Internal Agency’s Rules of Operation”.

It was also suggested the possibility to amend at a later stage the proposed rules in order to introduce the possibility of electronic voting.

1. The Board shall take its decisions in accordance with the voting rules specified in Article 6(4) of the Regulation. Unless otherwise provided, the board shall take its decisions by a majority of its members with the right to vote. A two-thirds majority of all members with the right to vote1 is required for:

   - Adoption of the internal Rules of Procedure of the Management Board;
   - Adoption of the Internal Agency’s Rules of Operation;

2. Article 8 “Decisions by written procedures”

   In line with Article 8(2), the Chairperson clarified that decisions to be taken by written procedures shall not be subject to amendments: decisions shall be approved or rejected in its entirely. The Chairperson has also clarified that all written procedures include a deadline for the replies.

   It was agreed that decisions will be taken by written procedure on a proposal by the Chairperson and provided that one third of the members with the right to vote do not object.

3. Notwithstanding the provisions in paragraphs 1 and 2 of this article, in exceptional cases, where a decision of the Board is needed in an emergency situation, documents and information may be transmitted and votes cast by the quickest available means that would be acceptable to members.

1 Taking into account the current composition of the Board this represents 19 votes
**Article 9 “Appointment and removal of the Executive Director”**

The Board discussed and agreed on the procedures for the nomination of the Executive Director, scheduled to take place at the next meeting. Candidates will be informed beforehand on the agreed selection procedures:

1. Members will receive a proposal from the Commission of a short-list of candidates to Executive Director containing their names, curriculum vitae and motivation letter.

2. The Commission’s proposal will be presented at the meeting by the Director General of DG INFSO.

3. Hereafter, candidates will present themselves (10 to 15 minutes) in front of the Board members. The presentation should include a personal statement on career background and motivation for the job (e.g. why they have applied for the job position and why do they feel that they are the right person for the job) and a short outline of their views concerning the work programme and tasks of the Agency for its first 18 months. After each presentation, the candidate will be invited to respond to a selected number of questions raised by Board members (15-20 minutes). The questions to be raised will be agreed prior to the first interview at the Board meeting on the 14th September 2004.

Article 9 remains as initially proposed by the Commission.

**Article 10 “Transmission of documents; minutes”**

As part of the practical arrangements to ensure that the Agency carries out its activities with a high level of transparency, the minutes of the Board meetings will be made available to the public. The minutes will include a summary of the discussion, action points and records of the decisions taken.

It was agreed that the Commission would prepare a revised version of the Article 10 reflecting the results of the discussion and a right balance between transparency and confidentiality issues.

1. Regarding public access to documents and minutes of the Board meetings, the provisions laid down by the Regulation 1049/2001 concerning the public access to European Parliament, Council and Commission documents, shall apply.

2. Minutes of the Board meetings shall include the list of participants, a summary of the decisions taken and main points of the discussion.

3. On request of a member or his or her alternate, the numbers of votes cast at each decision as well as associated vote-statements shall be recorded.

4. The chairperson shall make use of the quickest available means, which are acceptable to members, to approve the minutes. The minutes shall be forwarded to members not later than two weeks after its approval.

5. Once approved, the minutes shall be signed by the Chairperson and the signed copy of the minutes shall be kept in the archives of the Agency. Whenever applicable, records of number of votes and related statements shall also be kept together with the relevant minutes in the archives of the Agency.

6. In accordance with practical arrangements set out in the Agency’s rules of operation to implement Article 12 of the Regulation and after being approved by the Board,
minutes of the Board meetings shall be made public notably through the website of the Agency.

**Article 12 “Language regime at meetings”**

| There was a lively discussion on this issue during which representatives from Spain, Germany, France and Belgium favoured interpretation services at Board’s meetings. The Spanish representative has also requested the translation into Spanish of documents on which the Board will be asked to decide. However, the Board was largely concerned with the financial implications of such interpretation and translation services and agreed, at present, not to take that any decision on this matter. |

3. **Presentation of Mercuri Urval**

Mercuri Urval (MU) is a consultancy company with large experience in the recruitment of top level managers and officials and since November 2001 has provided recruitment and selection service to the EU Commission.

In this context, MU has helped the Commission to evaluate the 125 received applications out of which 82 were considered eligible. MU recall that the objective criteria for considering candidates as non eligible derived directly from the vacancy notice and it was based on late or incomplete submission; non EU nationality or less than the required 15 years of working experience. MU has then explained that on the basis of the qualifications and experience required in the vacancy notice, a detailed analysis was made of the eligible applications leading to the identification of the 28 best suitable candidates. These candidates have been interviewed by MU and performed assessment tests designed to highlight week and strong management skills as well as personal abilities to carry out this position. At this stage, main evaluation criteria included aspects such as experience in business and/or public sector, capacity to handle cultural diversity, experience in managing international teams, language skills, experience in setting-up business. As a result of these tests and interviews, MU has proposed the Commission 9 candidates for further evaluation.

The CEO of Mercuri Urval has replied questions and clarifications rose by Board members, and notably confirmed that candidates will be given upon request feed-back comments on the reasons that have lead to their non-inclusion in the short-list.

4. **Presentation of the E-security Conference in Amsterdam 27-28 October**

The Dutch representative recall objectives and organisational issues of the e-security conference that will be held on 27 and 28 October 2004 in Amsterdam. In particular, the second day of the conference will be mainly dedicated to Enisa during which a discussion panel on the activities of the Agency will be set up and to which stakeholders will be invited to participate. An initial list of those who have contacted the Commission during the current setting up phase of the Agency
was distributed. All members are invited to suggest alternative or additional names to be included. Suggestions could be sent, no later than 15 September, directly to Mr. de Lange or to Mr. Ronald van der Luit from the Minister of Economics Affairs of the Dutch Presidency of the EU.

5. PRESENTATION OF THE ESTABLISHMENT PLAN

The Commission services outlined short-term recruitment options, reported on 2004 budget execution and provide a synoptic view of the forecast of expenditure for 2005. While expenses for 2004 are mainly of administrative nature, for 2005 provisions have been made to cover staff salaries and recruitment expenditure, functioning and infrastructure of the Agency at its final destination, and operational activities such as the organisation of workshops, co-ordination activities, studies, research and policy advise.

Finally, members of the Board were invited to make comments on the proposed profiles for seconded national experts so that the Commission could inform early September the Permanent Representations.

6. NEXT MEETING

The next meeting is scheduled for 14th and 15th September in Brussels. Agenda, location and related documents will be sent to the Board members two weeks in advance of the meeting. A dinner will be organised in the evening of the 14th September.