

Table: Worker board-level participation in the EU-27

by Norbert Kluge and Michael Stollt, European Trade Union Institute (ETUI-REHS, 05/01/2007)

	LEGISLATION	CRITERIA	NUMBER OF WORKERS' REPRESENTATIVES ON THE COMPANY BOARD	NOMINATION OF CANDIDATES	VOTE BY EMPLOYEES/ APPOINTMENT	ELIGIBILITY CRITERIA FOR WORKERS' REPRESENTATIVES ON THE BOARDS	STRUCTURE OF RELEVANT COMPANIES
AUSTRIA	yes	limited liability C > 300 and JSC	1/3 of SVB	appointment by WC		only members of WC (having active voting rights, i.e. only E)	D
BELGIUM	no						M
BULGARIA	no						M+D (choice)
CYPRUS	no						M
CZECH REPUBLIC	yes	JSC > 50E and state-owned C	1/3 of SVB	<u>private C</u> : TU / WC, E (10%), management <u>state-owned C</u> : electoral regulations established by employer in agreement with TU	vote	<u>private C</u> : E and external TU officials <u>state-owned C</u> : only E	D
DENMARK	yes	C > 35 E	1/3 of board (at least 2 members)	no legal procedure	vote	only E	D
ESTONIA	no						D
FINLAND	yes	C > 150 E	agreement between employer and personnel groups on <u>number of representatives</u> (max. 4 members / 25% of number of other members) and <u>choice of board</u> (employer may ultimately decide between SVB / board or management groups)	by personnel groups in WC procedure	vote if no agreement between personnel groups	only E	M+D (choice)

Legend :

TU = trade union

WC = works council / elected worker representatives

E = employees

C = companies

JSC = joint stock companies

SVB = supervisory board

MB = management board

board = board of directors

M = monistic structure (board of directors)

D = dualistic structure (management board and supervisory board)

Source: Norbert Kluge and Michael Stollt (eds.) - *The European Company – Prospects for board-level participation in the enlarged EU*. Brussels 2006. Updated.

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FRANCE	yes	a) state-owned C (> 50% of capital, and subsidiaries) b) privatised C c) private JSC (voluntary) d) C where a board and a WC exists	a) 200-1000 E: 3 members of SVB/board >1000 E: 1/3 of SVB / board b) 2 members if SVB/board < 15 members; if >15: 3 members c) max. 1/3 of SVB/board d) WC representatives (in general 2) can participate in the board meetings (no voting right, only advisory say)	a) E b) E c) E d) Selected from among the elected WC members	a) vote b) vote c) vote	a) only E (and no other mandate) b) only E (and no other mandate) c) only E (and no other mandate) d) only E	M+D (choice)
GERMANY	yes	a) C 500-2000 E b) C > 2000 E c) C in the iron, coal and steel industry (>1000E)	a) 1/3 of SVB b) 1/2 of SVB (chairman is appointed by shareholder reps. in the SVB; in the event of a tied vote, the chair's vote is decisive) c) 1/2 of SVB (plus a "neutral external person"; chairman is appointed by shareholder reps. in the SVB) + de facto: 1 member of MB (blocking minority in appointment of labour director)	a) WC, E (10% or 100) b) E (20%), TU have right to nominate 2/3 candidates c) some by WC, some by TU	a) vote b) direct vote or vote by delegates assembly (if more than 8000 E) c) appointment by General Meeting of shareholders	a) only E (for not less than 1 year) b) only E (for not less than 1 year) / TU nomination for the TU seats c) only E (for not less than 1 year)/ TU nomination for the TU seats / extra members: neither E nor TU officials	D
GREECE	yes	state-owned C	2-3 board members (right to withdraw this right if <50% public capital)	by law: E de facto: TU fractions	vote (appointment by the minister responsible)	only E	M
HUNGARY	yes	JSC + limited liability C > 200 E	D: 1/3 of SVB M: agreement between the board of directors and the works council (in accordance with the company's articles of association)	WC (duty to ask opinion of TU)		only E	M+D (choice) (only public limited companies can choose M)

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IRELAND	yes	20 state-owned C and agencies some privatised C	mostly 1/3 of board but ranging from 1 to 5 directors	TU, bodies recognised for collective bargaining	vote	only E (for not less than 3 years)	M
ITALY	no						M+D (choice)
LATVIA	no						D
LITHUANIA	no						M+D (choice)
LUXEMBOURG	yes	a) C > 1000 E b) state-owned C (min. 25% of capital); C with a state concession	a) 1/3 of board b) 1 director per 100 E (min. 3 members, max. 1/3 of board)	appointment by staff representatives iron and steel industry: the most representative national TU have the right to directly appoint three directors		only E (for not less than 2 years) (exception: iron and steel industry)	M
MALTA	yes	10 mainly state-owned C	1 member of board of directors	TU	vote	no restrictions	M
THE NETHERLANDS	yes	C where equity capital > 16 Mio. € + existence of a WC + > 100 E incl. subsidiaries (some exceptions)	max. 1/3 of SVB	WC	appointment by General Meeting of shareholders	no E	D
POLAND	yes	privatised C* (former state owned C) [state-owned C continue to be governed by 1981 Act on workers' self-management]	a) if state holds > 50% of shares: 2/5 of SVB b) if state holds < 50% of shares: 2-4 members of SVB (depending on SVB's size) Additionally in privatised C > 500 E: 1 member of MB	E, TU	vote	no restrictions	D
PORTUGAL	yes	state-owned C (only if 100% public capital) but: law has very rarely been implemented!	1 member of board (but: law is not implemented) 1 member of council of auditors (implemented only in some C)	[WC/ E (10% or 100)]	[vote]	[only E]	M

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ROMANIA	yes	all state-owned <u>and</u> private companies where a TU exists	at least one TU representative (agreement between management and TU) No voting right, only advisory say	TU		no restrictions	M
SLOVAK REPUBLIC	yes	JSC > 50 E and state-owned C	<u>private C</u> : 1/3 of SVB <u>state-owned C</u> : 1/2 of SVB	E (10%), TU in <u>state-owned C</u> : 1 SVB member directly nominated by TU	vote	only E	D
SLOVENIA	yes	a) D: JSC with a SVB (= practically all JSC) b) M: JSC fulfilling at least two of the following conditions: 1. average number of employees > 50 2. sales turnover > EUR 7,300,000 3. asset value > EUR 3,650,000	a) D: 1/3 - 1/2 of SVB (defined in statutes of C) / <u>Additionally</u> in JSC > 500 E: 1 member of MB (labour director) b) M: 1/5 - 1/3 of board (depending on boards size)	a) D: SVB members are appointed by WC / labour director is proposed by WC and appointed by shareholders b) M: Board members are appointed by WC → in C > 500 E one employee representative may, on the proposal of the works council, be nominated executive director		no restrictions	M+D (choice)
SPAIN	yes	26 state-owned C, 46 saving banks	2 members	the two most representative TU can designate one representative each			M
SWEDEN	yes	most C > 25 E	< 1000 E: 2 members > 1000 E: 3 members (but never majority) of board	appointment by TU (with which collective agreement concluded)		should be E (no formal obligation)	M
UK	no						M

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