

DECISION OF THE SINGLE RESOLUTION BOARD

of 24 June 2020

adopting the Rules of Procedure of the Board

in its Executive Session

(SRB/PS/2020/14)

THE SINGLE RESOLUTION BOARD,

Having regard to the Treaty on the Functioning of the European Union,

Having regard to Regulation (EU) No 806/2014 of the European Parliament and of the Council of 15 July 2014 establishing uniform rules and a uniform procedure for the resolution of credit institutions and certain investment firms in the framework of a Single Resolution Mechanism and a Single Resolution Fund and amending Regulation (EU) No 1093/2010 and in particular Article 50 (1) (k) thereof,

HAS ADOPTED THIS DECISION:

Article 1 **Definitions and Composition**

1. These Rules of Procedure shall supplement Regulation (EU) No 806/2014 (the 'SRM Regulation'). The terms used in these Rules of Procedure shall have the same meaning as set out in the SRM Regulation.
2. The Executive Session may be convened in two formats, in an extended composition and in a restricted composition.
3. The Executive Session convened in an extended composition, hereafter referred to as 'Extended Executive Session', shall be composed of the following members (hereafter referred to as 'members'):
 - a) The Chair of the Board (the 'Chair');
 - b) The four further full-time members of the Board;
 - c) When deliberating on an individual entity or a group of entities established in one participating Member State, the appointed representative of the national resolution authority from a Member State where the entity is established;
 - d) When deliberating on a cross-border group, the appointed representative of

the group-level resolution authority, as well as the appointed representative of the national resolution authority of each Member State where a subsidiary or entity covered by consolidated supervision is established.

4. The Executive Session convened in restricted composition, hereafter referred to as 'Restricted Executive Session', shall be composed of the following members:
 - a) The Chair;
 - b) The four further full-time members of the Board.
5. The Chair and the four further full time members of the Board shall be referred to as 'permanent members'.
6. A representative of the European Commission and a representative of the European Central Bank are entitled to participate to all the meetings of the Executive Session. They shall be referred to as 'permanent observers'.
7. The Chair shall be assisted by the Vice-Chair of the Board ('the Vice-Chair'). The Vice-Chair is entitled to attend the meetings of the Executive Session. He or she shall carry out the functions and exercise all the powers of the Chair in his/her absence or reasonable impediment.
8. Where more than one national resolution authority is established in a participating Member State, only the representative of one authority may participate as member, while the representative of the other authority shall be allowed to participate to the meeting of the Executive Session as observer without exercising any voting rights.
9. A representative of the European Banking Authority (EBA) may be invited as an observer, in particular when matters are discussed for which, in accordance with Directive 2014/59/EU, the EBA is required to develop technical standards or to issue guidelines.
10. Members referred to under Article 1(3)(c) and (d), permanent observers and observers are represented in accordance with Article 4 of the Decision of the Board of 24 June 2020 adopting the Rules of Procedure of the Board in its Plenary Session (SRB/PS/2020/15).
11. The Chair shall invite representatives of national resolution authorities of non-participating Member States to participate on an ad hoc basis in the Executive Session as observers when deliberating on a group that has subsidiaries or a group or entity that has significant branches in those non-participating Member States.

Article 2

Executive Session Meetings

1. Restricted Executive Session shall meet regularly following a yearly schedule that Restricted Executive Session shall determine in good time before the start

of each calendar year upon proposal by the Chair. The Chair may also convene at any time ad-hoc meetings of the Restricted Executive Session at his/her own initiative or at the request of any of the members.

2. The Chair convenes the meetings of the Extended Executive Sessions at his or her own initiative or at the request of any of the members.
3. As a rule, the meetings are convened in person in Brussels. Unless special circumstances require differently, participation may occur by means of teleconference. At the initiative of the Chair, or at the request of at least three permanent members, the meetings of the Executive Session may also take place by means of teleconference.

Article 3

Chairmanship and Attendance

1. The Chair presides over the Executive Session. If the Chair is absent or unable to attend due to a reasonable impediment, the Vice-Chair carries out this function.
2. In the absence of both the Chair and the Vice-Chair, the Executive Session shall be chaired by the most senior permanent member in terms of the length of his/her term of office in the first instance, and by age in the event of two or more permanent members having equal standing in terms of the length of term in office.
3. Attendance at the meetings of the Executive Sessions shall be restricted to its members, the Vice-Chair, permanent observers, observers, the SRB Secretariat staff and the SRB General Counsel.
4. Members referred to under Article 1(3)(c) and (d), permanent observers and observers may be accompanied at the meetings of the Executive Session by one person.
5. The Chair, also upon request of other members, the Vice-Chair, permanent observers or observers, may invite technical experts to participate in the meetings of the Executive Session or parts thereof and to provide them with their advice and expertise on specific matters.

Article 4

Organisation of Meetings

1. The Executive Session shall adopt the agenda for each meeting.
2. A provisional agenda shall be drawn up by the Chair and shall be circulated by the SRB Secretariat, together with the related documentation, to the members, the Vice-Chair, permanent observers and observers at least five working days before the relevant meeting. However, in case of Extended Executive Session

meetings, the Chair would endeavour to circulate the related documentation earlier before the minimum five working days of the relevant meeting, if possible.

3. An item shall be added to or removed from the provisional agenda at the request of any member articulated prior to or at the meeting. Additional documents or amended versions may be circulated, prior or during the meetings, unless a member objects to it.
4. The deliberations of the Executive Session shall be held in English.

Article 5

Records of Proceedings

1. The record of proceedings of each meeting of the Executive Session shall be prepared under the responsibility of the Chair.
2. Within the deadline set by the Head of the SRB Secretariat, members, the Vice-Chair, permanent observers and observers, who attended the meeting, shall submit in writing, including electronically, any amendments they wish to make to the draft record of proceedings.
3. The record of proceedings shall be adopted either by means of written procedure or at one of the subsequent meetings of the Executive Session in the same composition.
4. The record of proceedings of each meeting of the Executive Session shall be adopted by members attending the respective meeting of the Executive Session.
5. Each member, the Vice-Chair, permanent observer and observer who attended the meeting shall have the right to ask for their position, as expressed in the meeting, to be recorded in the record of proceedings.
6. A meaningful summary of the records of proceedings of the Executive Session shall be submitted to the Plenary Session for information on a regular basis.

Article 6

Access to Information

1. All members, the Vice-Chair, permanent observers, and observers of the Executive Session shall have equal access to complete updated information as submitted to and as deliberated on at the meetings of the Executive Session and may request further relevant information, necessary for the execution of their tasks.
2. The information made available to the members, the Vice-Chair, permanent observers and observers of the Executive Session shall include key items of

information that enable a meaningful understanding of the issues being deliberated.

Article 7

Deliberations, Quorum and Voting

1. In order for a meeting of the Executive Session to be validly convened, there shall be a quorum of at least three of its permanent members attending the meeting, either in person or by means of teleconference. If the quorum is not met, the Chair shall decide to postpone deliberations to another meeting.
2. The Executive Session shall strive for consensus when taking its decisions.
3. If consensus cannot be reached, the Chair shall initiate a voting procedure. Upon request from at least two permanent members, the Chair shall also initiate a vote on a version of the draft proposal two permanent members jointly request to take a vote on.
4. Only permanent members shall vote, each shall have one vote. Votes shall express either support (*'I agree'*), disagreement (*'I disagree'*), or abstention (*'I abstain'*). Abstentions shall not be considered when calculating the number of votes cast. Decisions shall be taken by simple majority of the votes. In the event of a tie, the Chair shall have the casting vote.

Article 8

Written Procedures

1. Deliberations may also take place by written procedure, unless at least two members participating in the written procedure object to the use of a written procedure within (i) the first 48 hours of the launch of the written procedure or (ii) the deadline of the written procedure, whichever is shorter. They shall provide reasons to the Chair and inform the SRB Secretariat. In such case, the item shall be put on the agenda of the subsequent Executive Session meeting or a meeting shall be convened by the Chair to that effect.
2. Written procedure shall require no less than five working days.
3. Where appropriate, the Chair may extend the deadline of a written procedure.
4. Amended versions of the proposals may be submitted for decision by the SRB Secretariat during the written procedure, in which case members shall have at least two working days to examine the revised proposal and the original deadline for the written procedure shall be accordingly automatically extended to ensure the above.
5. Where this is appropriate due to the detection of a defect or in order to prepare an amendment to a proposal, the Chair may suspend the written procedure. The suspension may not last longer than seven working days and the written

procedure shall resume when the text of the revised proposal is circulated. Paragraph 3 of this Article applies. The Chair shall inform the members, the Vice-Chair, permanent observers and observers of the Executive Session thereof.

6. If consensus is not reached by the deadline, a voting procedure shall follow. Permanent members shall have at least two working days to express their vote.
7. The absence of a reply by a member of the Executive Session in a written procedure shall be deemed as an expression of support for the proposal, both at the consensus stage and at the voting stage.
8. A written procedure may be withdrawn at any time before the deadline by the Chair. Where two members oppose to the withdrawal, the written procedure is resumed directly at the stage of the voting procedure.
9. Members, the Vice-Chair, permanent observers and observers of the Executive Session, as applicable, should be timely informed about the outcome of the written procedures to which they participate.
10. The Executive Session shall keep the Plenary Session informed of the decisions it takes on resolution in accordance with Article 54 (4) of the SRM Regulation.

Article 9 **Urgent Procedures**

1. By derogation from Article 4(2), in case of urgency the Chair may convene meetings of the Executive Session without circulating the provisional agenda and the relevant documents five working days in advance of the meeting. The reasons that justify the derogation from the standard provisions shall be given by the Chair upon the request of any of the members, the Vice-Chair or permanent observers.
2. In situations of emergency, when convening a meeting, the Chair may specify that, by way of derogation from Article 7(1), the quorum of three permanent members will not apply. The reasons for such derogation should be given.
3. With reference to deliberations by written procedures, in case of urgency, any time limits set under Article 8 may be shortened upon instruction of the Chair. The reasons for the derogations shall be stated. The members, the Vice-Chair and permanent observers shall be informed in advance to the extent possible.
4. In situations of emergency, when initiating a written procedure pursuant to paragraph 3 of this Article, the Chair may specify that, by way of derogation from Article 8(1), member may not object to the use of the written procedure. The reasons for such derogation should be given. The decisions taken by means of such written procedures shall be presented at one of the subsequent meetings of the Executive Session.

Article 10 Empowerment

1. The Restricted Executive Session may through its decision empower any of the permanent members or the Vice-Chair to take on its behalf and under its responsibility and subject to restrictions and conditions as it shall impose clearly defined decisions.
2. The Executive Session may empower the Chair to rectify clerical errors in its decisions and to adopt definitive text of any given draft proposal of the Executive Session on the condition that the substance of such draft decision has already been determined as a result of a discussion of the Executive Session.
3. The decisions adopted in accordance with this Article shall be recorded as Executive Session decisions.
4. Subject to the conditions imposed by the Executive Session decisions to empower any of the permanent members under this Article may be sub-delegated to a member of the SRB staff.

Article 11 SRB Secretariat

1. The SRB Secretariat shall provide the necessary administrative and technical support in the performance of all the tasks assigned to the Board in its Executive Session and be in charge of the consistent application of these Rules of Procedure.
2. The SRB Secretariat may execute its tasks by making use of electronic means, including computer systems, networks and dedicated platforms. Documents may be made available in electronic format and through electronic means, including via email or via dedicated electronic platforms. Decision making procedures may be managed by means of electronic systems and views and votes may be collected electronically, including by means of emails. Decisions and record of proceedings may be taken and stored in electronic format.

Article 12 Authentication and Notification

1. The decisions of the Executive Session and its record of proceedings shall be authenticated by the signature of the Chair or the Vice-Chair in his/her absence.
2. The authentication may be delegated by the Chair to the Head of the SRB Secretariat and it may also occur by electronic means.
3. Notifications of decisions may be served also by means of emails or by using other electronic systems.

Article 13
Restricted Executive Session Substructures

1. The Restricted Executive Session may establish, amend and dissolve Executive Session substructures. In line with their mandate to be adopted pursuant to paragraph 2 of this Article and respecting the tasks attributed to the Executive Session, they shall advise the Executive Session members or the Vice-Chair in the discharge of their duties.
2. On a proposal from the Chair, the Executive Session shall adopt, amend or revoke the mandates of the substructures and appoint their Chairpersons. Chairpersons shall be one of the permanent members or the Vice-Chair. Chairpersons shall regularly report on the ongoing work of the substructures to the Executive Session.

Article 14
Entry into Force

This Decision shall enter into force on 1 July 2020 and replace the Decision adopted on 29 April 2015 (SRB/PS/2015/8).

For the Single Resolution Board,

The Chair

Elke KÖNIG