

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

by Norbert Kluge and Michael Stollt, European Trade Union Institute (ETUI)

	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
<b>AUSTRIA</b>	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
<b>BELGIUM</b>	no						M
<b>BULGARIA</b>	no						M+D (choice)
<b>CYPRUS</b>	no						M
<b>CZECH REPUBLIC</b>	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
<b>DENMARK</b>	Yes + request by 10% of E or their representatives (yes/no ballot)	C > 35 E	1/3 of board (at least 2 members) max. ½ of board of <b>a group</b> (at least 3 members)	no legal procedure	vote	only E	D M+D (choice for private limited companies)
<b>ESTONIA</b>	no						D
<b>FINLAND</b>	Yes + request by 2 categories (=personnel groups) representing together a majority of E	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 31/3/2010 by Aline Conchon.

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<b>FRANCE</b>	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) 10% of employee representatives within the company or trade union's patronage b) 5% of E (or 100 E if C>2000) or presentation by representative TU c) 5% of E (or 100 E if C>2000) or presentation by representative TU 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)
<b>GERMANY</b>	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

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GREECE	yes	state-owned C	1-2 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)
IRELAND	yes	16 state-owned commercial C and agencies	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)	vote by staff representatives  iron and steel industry: the most representative national TU have the right to directly appoint 3 of the worker directors		only E (for not less than 2 years)  (exception: iron and steel industry)	M+D (choice)
MALTA	no						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

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<b>POLAND</b>	yes	privatised C (former state owned C where the state still retains shares or stock) [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 (additionally, if the C>500 E: 1 member of MB) b) if state holds < 50% of shares: 2-4 members of SVB (depending on SVB's size)	E	vote	no restrictions	D
<b>PORTUGAL</b>	Yes (but not in use)	state-owned C (only if 100% public capital ) but: law has very rarely been implemented!	Set up within each state owned C's statute/article of association	WC E (10% or 100)	vote	only E	M
<b>ROMANIA</b>	no	all state-owned <u>and</u> private companies where a TU exits	at least one TU representative (agreement between management and TU) No voting right, only advisory say	TU		no restrictions	M
<b>SLOVAK REPUBLIC</b>	yes	JSC > 50 E  and state-owned C	<u>private C</u> : at least 1/3 of SVB, max. 1/2 (depending on C's statute/articles of association) <u>state-owned C</u> : 1/2 of SVB	E (10%), TU	vote	only E	D
<b>SLOVENIA</b>	yes	a) D: JSC with a SVB (= practically all JSC)  b) M: JSC fulfilling at least two of the following conditions: 1. average number	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 up to 3 seats on the board (depending on boards size)	a) D: SVB members are appointed by WC / in C > 500 E 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		only works councillors	M+D (choice)

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		of employees > 50 2. sales turnover > EUR 7,300,000 3. asset value > EUR 3,650,000					
<b>SPAIN</b>	Yes (only for saving banks, otherwise there 2 national collective agreements regulating workers participation in state-owned C)	state-owned C > 1000 E, state-owned C in the metal sector > 500 E  45 saving banks	2-3 members (depending on the number of TUs owing a right to participate)  5% up to 15% of the seats	TU  Appointment by the general assembly on recommendation of the members of this general assembly representing workers		No restrictions  E	M (SEs can choose D)
<b>SWEDEN</b>	Yes (implementation if decision taken by the local TU)	most C > 25 E	< 1000 E: 2 members > 1000 E + operating in several industries: 3 members (but never majority) of board + equal number of deputies, but with "only" consultative voice	appointment by TU (with which collective agreement concluded)	Several possibilities	should be E (no formal obligation)	M
<b>UK</b>	no						M

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