

CHAPTER VII – THE EXECUTIVE BOARD

ARTICLE 17

Composition and meetings of the Executive Board

- (1) The Executive Board shall consist of eight exporting Members and eight importing Members elected for each coffee year in accordance with the provisions of Article 18. Members represented in the Executive Board may be re-elected.
- (2) Each Member represented in the Executive Board shall appoint one representative and, if it so desires, one or more alternates. Each Member represented in the Executive Board may also designate one or more advisers to its representative or alternates.
- (3) The Executive Board shall have a Chairman and a Vice-Chairman, who shall be elected by the Council for each coffee year and may be re-elected. These officers shall not be paid by the Organization. Neither the Chairman nor the Vice-Chairman acting as Chairman shall have the right to vote in the meetings of the Executive Board. His or her alternate will in such case exercise the voting rights of the Member. As a general rule, the Chairman and the Vice-Chairman for each coffee year shall be elected from among the representatives of the same category of membership.
- (4) The Executive Board shall normally meet at the seat of the Organization, but may meet elsewhere if the Council so decides by a distributed two-thirds majority vote. In case of acceptance by the Council of an invitation by a Member to host the meeting of the Executive Board, the provisions of paragraph (2) of Article 12 concerning Council sessions shall also apply.
- (5) The quorum required for an Executive Board meeting to take decisions shall be the presence of more than half of the number of exporting and importing Members elected to the Executive Board representing respectively at least two-thirds of the votes for each category. If on the opening of an Executive Board meeting there is no quorum, the Chairman of the Executive Board shall postpone the opening of the meeting for at least two hours. If there is still no quorum at the new time set, the Chairman may again postpone the opening of the meeting for at least a further two hours. If at the end of this new postponement there is still no quorum, the quorum required for taking decisions shall be the presence of more than half of the number of exporting and importing Members elected to the Executive Board representing respectively at least half of the votes for each category.

ARTICLE 18

Election of the Executive Board

- (1) The exporting and the importing Members of the Executive Board shall be elected in the Council by the exporting and the importing Members of the Organization respectively. The election within each category shall be held in accordance with the provisions of the following paragraphs of this Article.
- (2) Each Member shall cast for a single candidate all the votes to which it is entitled under the provisions of Article 13. A Member may cast for another candidate any votes which it holds under the provisions of paragraph (2) of Article 14.
- (3) The eight candidates receiving the largest number of votes shall be elected; however, no candidate shall be elected on the first ballot unless it receives at least 75 votes.
- (4) If, under the provisions of paragraph (3) of this Article, less than eight candidates are elected on the first ballot, further ballots shall be held in which only Members which did not vote for any of the candidates elected shall have the right to vote. In each further ballot the minimum number of votes required for election shall be successively diminished by five until eight candidates are elected.
- (5) Any Member which did not vote for any of the Members elected shall assign its votes to one of them, subject to the provisions of paragraphs (6) and (7) of this Article.
- (6) A Member shall be deemed to have received the number of votes cast for it when it was elected and, in addition, the number of votes assigned to it, provided that the total number of votes shall not exceed 499 for any Member elected.
- (7) If the votes deemed received by an elected Member exceed 499, Members which voted for, or assigned their votes to, such elected Member shall arrange among themselves for one or more of them to withdraw their votes from that Member and assign or re-assign them to another elected Member so that the votes received by each elected Member shall not exceed the limit of 499.

ARTICLE 19

Competence of the Executive Board

- (1) The Executive Board shall be responsible to and work under the general direction of the Council.
- (2) The Council may, by a distributed two-thirds majority vote, delegate to the Executive Board the exercise of any or all of its powers other than the following:
 - (a) approval of the Administrative Budget and assessment of contributions under the provisions of Article 24;
 - (b) suspension of the voting rights of a Member under the provisions of Article 42;
 - (c) decisions on disputes under the provisions of Article 42;
 - (d) establishment of conditions for accession under the provisions of Article 46;
 - (e) a decision to exclude a Member under the provisions of Article 50;
 - (f) a decision concerning the negotiation of a new Agreement under the provisions of Article 32, or the extension or termination of this Agreement under the provisions of Article 52; and
 - (g) recommendation of amendments to Members under the provisions of Article 53.
- (3) The Council may, by a distributed simple majority vote, at any time revoke any powers which have been delegated to the Executive Board.
- (4) The Executive Board shall examine the draft Administrative Budget presented by the Executive Director and submit it to the Council with its recommendations for approval, elaborate the annual work plan of the Organization, decide on administrative and financial matters concerning the operation of the Organization other than those matters reserved for the Council under the terms of paragraph (2) of this Article, and examine projects and programmes on coffee matters, which shall be submitted to the Council for approval. The Executive Board shall report to the Council. Decisions of the Executive Board shall enter into force if no objection from a Member of the Council is received within five working days of the report of the Executive Board to the Council, or within five working days of circulation of the summary of the decisions reached by the Executive Board should the Council not meet during the same month as the Executive Board. Nevertheless all Members shall have the right of appeal to the Council against any decision of the Executive Board.
- (5) The Executive Board may set up any committees or working groups, as it considers necessary.

ARTICLE 20

Voting procedure of the Executive Board

- (1) Each Member of the Executive Board shall be entitled to cast the number of votes received by it under the provisions of paragraphs (6) and (7) of Article 18. Voting by proxy shall not be allowed. A Member of the Executive Board shall not be entitled to divide its votes.
- (2) Any decision taken by the Executive Board shall require the same majority as such decision would require if taken by the Council.