

# **Rules of Procedure of the Audit Board of Union Syndicale Bruxelles**

**(FINAL)**

## **I. Membership**

The Audit Board of Union Syndicale Bruxelles (USB) shall comprise six members – three full members and three alternate members. The Board members shall be elected for two terms of office of the USB Executive Committee<sup>1</sup>, following elections with the participation of at least eight candidates<sup>2</sup> and the publication of the election results by the Electoral Board.

The Board members cannot be elected or associate members of the Executive Committee or the Disputes Board of Union Syndicale Bruxelles nor can they run for such an office while being members of the Audit Board<sup>3</sup>.

The Board as a whole shall have sufficient relevant expertise, notably in accounting, auditing and finance. Training should be organised for all Board members who need it to execute competently their duties. In addition, Board members without adequate expertise should invest time in self-training to acquire the necessary skills.

Only members of the Board have the right to attend Board meetings. However, other individuals such as members the USB Executive Committee and the treasurer/deputy treasurer of the syndicate may be invited to attend all or part of any meeting as and when appropriate.

The chair of the previous Board will call the constitutive meeting of the new Board within three months of the announcement of the election results. In case this is not possible, the Board member who has received the most votes will call this meeting.

The Board shall elect with a simple majority a chair among its members for the newly constituted Board at its first meeting. In the absence of candidates, tie in the vote, or a successive resignation of the chair elected, the Member who has received the most votes will be the Chair ad interim until the election of a new chair.

In case of resignation of a Board member in the course of his/her duties, he/she shall be replaced by the non-elected candidate who obtained the most votes<sup>4</sup>.

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<sup>1</sup> See Section XII of the USB Rules.

<sup>2</sup> See Section XIV.2 of the USB Rules – one term of the Executive Committee may not exceed 36 months though it can be exceptionally extended by a decision of the general meeting up to a maximum of 48 months in total (see Section X.2).

<sup>3</sup> See Section XII of the USB Rules.

<sup>4</sup> See Section XIV.5 of the USB Rules.

In case the total number of full and alternate members of the Audit Board is fewer than six, the Executive Committee may propose that a general meeting elect, for the remainder of the Board's mandate, the missing member(s) to arrive at the normal number of full members and alternate members<sup>5</sup>.

## **II. Secretary**

The Board shall elect with a simple majority a secretary among its members.

## **III. Quorum**

The quorum necessary for the transaction of business shall be three members. A duly convened meeting of the Board at which a quorum is present shall be competent to exercise all or any of the authorities, powers and discretions vested in or exercisable by the Board.

## **IV. Frequency of meetings**

The Board shall meet at least four times a year.

## **V. Notice of meetings**

The chair shall call meetings of the Board at a date agreed by the majority of its members. The secretary shall gather the contact details of all Board members.

Unless otherwise agreed, notice of each meeting confirming the venue and/or IT tool, time and date together with an agenda of items to be discussed, shall be forwarded to each member of the Board and any other person required/invited to attend no later than 3 working days before the date of the meeting. Supporting papers shall be sent to Board members and other attendees as appropriate, at the same time. The chair shall prepare the agenda of the meeting.

## **VI. Minutes of meetings and communication**

The secretary shall minute the proceedings and resolutions of all meetings of the Board, including recording the names of those present.

The minutes of the Board meetings shall be circulated promptly to all Board members and once agreed to all members of the Executive Committee of Union Syndicale Bruxelles.

Each communication of the Board members shall be addressed to all Board members in order to keep them up to date on the work of the Board.

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<sup>5</sup> See Section XIV.5 bis. of the USB Rules.

## **VII. Authority**

The Board is authorised to:

- Seek any information it requires from the Executive Committee of Union Syndicale Bruxelles in order to perform its duties;
- Obtain access to any accounting documentation of Union Syndicale Bruxelles in order to audit the syndicate's accounts<sup>6</sup>;
- If necessary, obtain legal or other professional advice on any matter within its terms of reference

## **VIII. Duties**

The Board shall examine the annual accounts of Union Syndicale Bruxelles in order to report thereon at the General Meeting and propose that the Executive Committee be given a discharge.

## **IX. Responsibilities**

The Board shall report formally to the General Meeting of Union Syndicale Bruxelles on its work related to its proposal to give discharge to the Executive Committee of Union Syndicale Bruxelles.

The Board shall make whatever recommendations it deems appropriate to the Executive Committee on any area within its remit where action or improvement is needed.

The Board shall receive any complaint regarding the Executive Committee's administration of the treasury and assets of Union Syndicale Bruxelles. Such complaints shall be sent to the functional mailbox of the Board and/or to a Board member who will then promptly inform the other Board members.

The Board shall compile a biennial report on its activities and circulate it to all members of Union Syndicale Bruxelles.

## **X. Other matters**

At least every three years the Board shall review its own performance, constitution and rules of procedure to ensure it is operating effectively and approve any changes it considers necessary.

Approved by the Audit Board at its meeting on 13 December 2024.

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<sup>6</sup> See Section XII.2 of the USB Rules.