

Table: Worker board-level participation in the 31 European Economic Area countries  
**Aline Conchon, Norbert Kluge and Michael Stollt – European Trade Union Institute** (July 2013 update)

	REGULATION IN		SCOPE	PROPORTION/NUMBER OF WORKERS' REPRESENTATIVES	NOMINATION OF CANDIDATES	APPOINTMENT MECHANISM	ELIGIBILITY CRITERIA	CORPORATE GOVERNANCE STRUCTURE
	Public sector	Private sector*						
<b>AUSTRIA</b>	X	X	Ltd > 300 empl. Plc	1/3 of SVB	appointment by WC		only WC members (having active voting rights, i.e. only employees)	D
<b>BELGIUM</b>	no regulation							M
<b>BULGARIA</b>	no regulation							M+D (choice)
<b>CROATIA</b>	X	X	Ltd>200 empl. Plc	1 member of the board	1. appointment by WC, if none then 2. 2. by TU or a group of empl. (supported by at least 10% of empl.)	2. election by empl.	1. no restriction 2. only employees	M+D (only Plc can choose M)
<b>CYPRUS</b>	no regulation							M
<b>CZECH REPUBLIC</b>	X	X	Plc>50 empl. (or <50 empl. if provided for by articles of association) <sup>1</sup>	1/3 of SVB (up to 1/2 if provided for by articles of association)	by management board & TU / WC (or min. 10% of empl.)	election by empl.	employees or external TU rep.	D
			state-owned companies**	1/3 of SVB	electoral regulations established by employer in agreement with TU if any	election by empl.	only employees	
<b>DENMARK</b>	X	X	Plc & Ltd>35 empl. +demand by TU or employees followed by a yes/no ballot	1/3 of board with a min. of 2 members (min. 3 members on the board of the parent company of a group which falls within the scope of the regulation)	no legal procedure specified	election by empl.	only employees	M+D (choice)
<b>ESTONIA</b>	no regulation							D

<sup>1</sup> In March 2012, a new Act was adopted that amends the commercial code by, inter alia, introducing the possibility for Plcs to choose a monistic corporate governance structure (with a single board of directors) and by repealing existing legal provisions on board-level employee representation (Act. 90/2012 Coll. on commercial companies and cooperatives). At the date of its entry into force (1 January 2014), there will no longer be any obligation for private sector companies to have employee representatives sitting on their board.

Legend:

*empl.* = employees  
*M* = monistic structure (board of directors)  
*SVB* = supervisory board  
*TU* = trade union

*Plc* = public limited company (e.g. AG in Germany, SA in France)  
*D* = dualistic structure (management board and supervisory board)  
*MB* = management board  
*WC* = works council / elected worker representatives

*Ltd* = private limited company (e.g. GmbH, SARL)  
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<b>FINLAND</b>	X	X	Plc & Ltd > 150 empl. + request by 2 personnel groups together representing a majority of employees	agreement between employer and at least 2 personnel groups representing a majority with regard to: number of representatives (unlimited) and the body on which they will sit  if no agreement, minimum standards: 1/5 of the board (max. 4), employer decide on which board (SVB, MB or BoD) they will sit	by personnel groups	election by empl. if no agreement between personnel groups	only employees	M+D (choice)
<b>FRANCE</b>	X	X	state-owned companies	<200 empl. 2 members, up to 1/3 >200 empl.: 1/3 of the board  In subsidiaries: 200-1,000 empl.: 3 members >1000 empl.: 1/3 of the board	candidates supported by TU or by 10% of employee rep. within the company	election by empl.	only employees (and no other mandate of workers' rep.)	M+D (choice)
			privatised companies	min. 1 up to 3 members depending on the applicable privatisation Act and size of the board	candidates supported by TU or by 5% of empl. (or 100 empl. in companies > 2,000)	election by empl.		
			private sector Plc (voluntary)	up to 1/4 of the board (max. 4 members or max. 5 in listed companies with a BoD)	same as for privatised companies	election by empl.		
			private sector Plc (compulsory) >5,000 empl. in France or >10,000 worldwide	board ≤ 12 members: min. 1 board > 12 members: min. 2	After WC's opinion, the general meeting of shareholders chooses either 1, 2, 3 or 4: 1. TU   1. election by empl. 2. appointment by WC 3. appointment by TU 4. one empl. rep. is appointed as 1., 2. or 3., the other by the European WC or the WC of the European Company			

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GERMANY	X	X	Plc, Ltd, cooperatives & KGaA with 500 to 2,000 empl.	1/3 of SVB	WC, employees (10% or 100)	election by empl.	if 1 or 2: only empl. if >2: at least 2 empl. (so possible external TU rep.)	D
			Plc, Ltd, cooperatives & KGaA >2,000 empl.	1/2 of SVB, at least one being an executive manager  NB: SVB chairman (ultimately appointed by the shareholder side) has a casting vote in the event of a tie	employees (20% or 100), TU can nominate 2-3 candidates	election by empl. (or by delegates in companies >8,000 empl.)	employees / (external) TU rep.	
			companies in the iron, coal and steel industry >1,000 empl.	1/2 of SVB (on which also sits an additional 'neutral external person' on which both sides have agreed)  +de facto 1 member of MB (blocking minority in appointing the Labour director)	some by WC, some by TU	by the general meeting of shareholders	employees / (external) TU officials / 'extra member' on the employee side: neither employee nor TU official	
GREECE	X		state-owned companies	1-2 board members	legally: by employees de facto: by TU fractions	election by empl. (final appointment by the responsible minister)	only employees	M
HUNGARY	X	X	Plc & Ltd >200 empl.	D: 1/3 of SVB (unless otherwise agreed by WC and management)  M: according to agreement between WC and BoD	WC (duty to ask for TU opinion)	by the general meeting of shareholders	only employees	M+D (only Plc can choose M)
ICELAND	no regulation							M
IRELAND	X		state-owned commercial companies and state agencies	1/3 of the board	TU or bodies recognised for collective bargaining	election by empl. (final appointment by the responsible minister)	only employees	M
ITALY	no regulation							M+D (choice)
LATVIA	no regulation							D
LIECHTENSTEIN	no regulation							M

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LITHUANIA	no regulation							M+D (choice)
LUXEMBOURG	X	X	Plc>1,000 empl.	1/3 of the board	election by staff representatives	only employees (except in iron and steel industry)	M+D (choice)	
			state-owned companies (min. 25% of shares hold by the State or state concession)	1 board member per 100 employees (min. 3 members, max. 1/3 of the board)	exception in the iron and steel industry: the most representative national TUs can directly appoint 3 of the employee side board members			election by staff representatives
MALTA	no regulation							M
THE NETHERLANDS	X	X	'structuur' Plc & Ltd, i.e. companies with: <ul style="list-style-type: none"> <li>▪ equity capital&gt;16 M€</li> <li>▪ a WC</li> <li>▪ &gt;100 empl., incl. subsidiaries (some exceptions)</li> </ul>	D: 1/3 of SVB M: 1/3 of the non-executive directors' seats	WC	by general meeting of shareholders	neither employees nor trade unionists engaged in collective bargaining with the company	M+D (choice)
NORWAY	X	X	Ltd & Plc> 30 empl. state-owned companies>30 empl.  + request by a majority of empl. in companies<200 empl.	min. 1 member up to 1/3 of the board+1 member (depending on the size of the company and the existence of a corporate assembly)	TU	election by empl.	only employees	M
POLAND	X	X	'commercialised' and privatised companies  NB: state-owned companies continue to be governed by 1981 Act on workers' self-management	in 'commercialised' companies (i.e. state-owned companies converted into Plc or Ltd with the State as sole shareholder): 2/5 of SVB  in privatised companies (i.e. in which the State is no longer the sole shareholder): min. 2-4 members of the SVB (depending on SVB size)	no restrictions	election by empl.	no restrictions	D

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				additionally, in companies>500 employees: 1 member of MB				
<b>PORTUGAL</b>	X		state-owned companies  but the law has very rarely been implemented	defined by company's articles of association	WC, 100 or 20% of employees	election by empl.	only employees	M+D (choice)
<b>ROMANIA</b>	no regulation							M+D (choice)
<b>SLOVAK REPUBLIC</b>	X	X	Plc>50 empl. (or <50 empl. if provided for by articles of association)	1/3 of SVB (up to 1/2 if provided for by articles of association)	TU, employees (10%)	election by empl.	no restrictions	D
			state-owned companies	1/2 of SVB (but not the chair)	unspecified	election by empl., plus direct appointment of one of the employee side board members by TU (if any)	only employees (TU members only for the TU seat)	
<b>SLOVENIA</b>	X	X	Plc and Ltd fulfilling at least two of the following conditions: <ul style="list-style-type: none"> <li>▪&gt;50 empl.</li> <li>▪sales turnover&gt;8,8 M€</li> <li>▪asset value&gt;4,4 M€</li> </ul>	D: min. 1/3 up to 1/2 of SVB but not the chair (defined by articles of association)  M: 1/4, min. 1 (defined by articles of association)  NB: in companies>500 employees, possibility to appoint 1 member of the MB or 1 executive member of the BoD (could apply to companies<500 employees if so agreed by WC and management)	appointment by WC		only employees	M+D (only Plc can choose M)

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<b>SPAIN</b>	X		state-owned companies >1,000 empl.  state-owned companies in the metal sector >500 empl.	2-3 members (1 per TU entitled to participate)	TU entitled to participate (i.e. representing at least 25% of staff representatives and works council seats)		no restriction	M
<b>SWEDEN</b>	X	X	Plc & Ltd >25 empl.  +decision by local TU bound by collective agreement with the company	<1,000 employees: 2 members >1,000 employees + operating in several industries: 3 members  max. 1/2 of the board  NB: equal number of deputies who can attend board meeting with a consultative voice	appointment by TUs bound by collective agreement with the company  If no agreement between TUs, standard rules apply (with regard to the distribution of seats between TUs)		'should' be employees (i.e. no formal obligation)	M
<b>UNITED KINGDOM</b>	no regulation							M

\* Including privatised companies as long as the legal provisions cover companies in which the State holds less than 50% of the capital.

\*\* The case of state-owned companies is mentioned only with regard to countries that regulate them by a specific law and/or statute.

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