



**Internal Regulation as amended by Amendment no. 3 of 11 May 2016 and effective from 11 May 2016**

**INTRODUCTION**

This Document contains the Internal Regulation drawn up by the IBM EWC as provided for by Section XXVI of the IBM EWC Agreement of 28 June, 1999, as revised and amended by Amendment no 2 adopted 21 October, 2009 and effective from 1 January, 2010 as well as by Amendment no 3 adopted 09 December, 2015 and effective from 1 January, 2016 ("the Agreement").

This version of the Internal Regulation was adopted by the EWC, including the Chairman on October 5, 2000, and amended by Amendment no 1 of 24 April, 2003, by Amendment no 2 of 06 May, 2010 and by Amendment no 3 of 11 May, 2016. Changes to the Internal Regulation will be made as indicated in article 7 below.

With reference to Section XXVI of the IBM EWC Agreement, amended by Amendment no 3, the Internal Regulation is a procedural document which defines in more detail various aspects of the EWC's mode of operation. It is written with the aim of facilitating internal cooperation between the IBM EWC members.

**1. Changes to IBM Companies' list (ref. Section II of IBM EWC Agreement)**

The changes to the list of IBM Companies covered by the agreement will be presented in and will be part of the documentation of the first annual regular meeting of the EWC. The changes will be those valid as of 31 December of the previous year.

An update of employee numbers by country and by main company, also as of 31 December, will be provided every first annual regular meeting. The employee numbers will be determined according to national law for the nomination of employee representatives to the EWC. These numbers will be the basis for determining changes, if any, in the number of EWC seats per country, which will be reviewed once a year at the first annual regular meeting.

## **2. Changes in the EWC Membership (ref. Section III of IBM EWC Agreement)**

### **2.1. Additional seats**

If there is an allocation of additional seats for a country, then the new representative(s) will be a member of the EWC and participate in meetings as soon as the process for electing or designating them has been completed.

### **2.2. Loss of additional seats**

If a country loses an additional seat(s) based on a new reallocation of seats, then the representative(s) to lose his/her seat will be determined at country level according to national law and practice. The loss of the seat takes effect as soon as this local process is complete.

### **2.3. Country representation**

If (i) there are new countries covered by the Agreement, or (ii) countries covered by the Agreement but not yet represented in the EWC, the new representative(s) of these countries will participate in meetings as soon as the process for designating employee representatives has been completed in accordance with national law and practice.

## **3. Secretary and Select Committee Election (ref. Section IV of IBM EWC Agreement)**

### **3.1. Election of Select Committee members, Secretary and personal substitute(s)**

- 1) The election will be conducted during a regular meeting. At this meeting a quorum is required: at least two-third of the total number of employee representatives at the EWC must be present in person.

The EWC can draw up a candidate profile, comprising specific (language) skills and/or experiences relevant to the role of Select Committee member. Select Committee members are expected to be present at Select Committee meetings and to actively contribute to the work, responsibilities and mission of the Select Committee and the EWC.

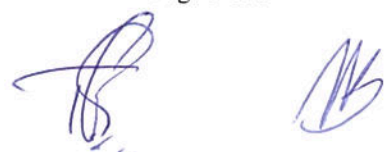
- 2) When there is a need for elections, the Secretary will make an announcement in writing or by email to the full EWC membership of the vacant function(s) to be elected.
- 3) EWC employee representatives declare their candidature(s) for the vacant function(s) to the EWC, normally one week before the meeting.





- 4) EWC members applying to the function as **Select Committee** member should be physically present in the meeting where the election will take place. EWC substitutes have an active voting right if present in the meeting, but cannot be elected as Select Committee member.
- 5) The election procedure for a Select Committee member is as follows:
- A ballot paper with the list of individual candidates will be provided by the Secretary, to each member of the EWC
  - The number of ballot papers equals the number of EWC members physically present in the meeting
  - Each EWC member will receive one ballot paper at the meeting
  - Each EWC member has as many votes as open seats
  - Each EWC member can only give one vote to one candidate, by putting a cross beside the candidate's name
  - Valid votes must contain as many votes as seats available, votes blank or partially blank will be counted as invalid
  - Adding comments and/or remarks to the ballot paper makes the vote invalid
  - After collecting all ballot papers an open counting and verification of votes in front of the full EWC membership will take place, normally by two EWC members, not being a candidate
  - The candidate(s) with most votes are elected; a candidate is deemed elected when he/she receives most of the votes of the EWC members present
  - In the event that two or more candidates for the last seat(s) with the least votes have equal votes, then a new vote will take place between these candidates, following the same procedure
- 6) The EWC elects one of the Select Committee members to be the **Secretary**. A candidate is deemed elected when he/she receives more than 50% of the votes of the EWC members present. (Example: 17 EWC members, 15 present, 8 votes needed). The procedure as described under 3.1, sub 2 - 5 applies
- 7) The EWC elects one of the remaining Select Committee members to be the **Deputy Secretary**. The same rules for electing the Secretary will apply.
- 8) The EWC elects for each Select Committee member a **personal substitute**, exclusively to provide for the case where a Select Committee member subsequently loses his membership of the EWC or is absent ill for a period which covers more than two regular meetings. The same rules for electing the Select Committee members as described under 3.1, sub 2 - 5 will apply (to the election of personal substitutes).

The results of the elections will be communicated to the Chairman at the end of the meeting. The Chairman will communicate these results in writing as soon as possible to country management, but not later than one week of the elections. This communication is aimed at ensuring that all the so elected



members are protected and able to play their roles according to the provisions in the EWC Agreement.

### **3.2. Duration of the mandate**

The Select Committee is elected for the duration of the Agreement. If the Agreement is extended for an additional six year period, a new Select Committee shall be elected in the first regular meeting of each additional period and the previous Select Committee will remain in place until that date/election. In case of entering into a renegotiation of the Agreement the Select Committee will remain in place for the renegotiation period.

The Select Committee membership will end in the following circumstances:

- resignation as a member of the Select Committee or as a member of the EWC,
- end of mandate as employee representative to the EWC under national law,
- end of employment contract with any of the companies covered in the Agreement
- in case of revocation of the Select Committee membership due to malfunctioning (ref. 3.1 under 1) of this Internal Regulation) to be performed by a two-third majority of the vote respecting the quorum as described in 3.1.

In case of a vacancy due to a membership/mandate having ended the personal substitute will become a member of the Select Committee till the next regular meeting, when a new election for the vacancy will take place. In such cases, the personal substitute will join the Select Committee meetings with immediate effect and with equal rights and facilities as the other members of the Select Committee.

Nevertheless, if the vacancy concerns the Secretary, his/her Deputy Secretary will act as Secretary till the next regular meeting.

If for any reason, the Secretary and Deputy Secretary are simultaneously unable to work as Secretary and Deputy Secretary, then the Select Committee will elect among the members of the Select Committee a temporary Secretary to work as Secretary until the next EWC regular meeting or until the Secretary/Deputy Secretary is able to work. Until this election is completed the longest serving Select Committee member will act as Secretary.

### **3.3. Meetings of the Select Committee**

If four of the Select Committee members request a meeting of the Select Committee the Secretary will call the meeting within six weeks.

The date and place of Select Committee meetings will be communicated to the Chairman by the Secretary at least two weeks in advance. Decisions on location will normally aim to optimise the cost.





The Select Committee meetings preparing the next Regular meeting are normally scheduled in March and September.

There will normally be two additional Select Committee meetings per year, if required.

#### **4. EWC Budget**

##### **4.1 Experts**

If the EWC decides to appoint an expert within the terms of Section V of the Agreement, the Secretary will send to the expert a letter of mission and request from him a written estimate of costs. The Secretary will communicate to the Chairman the proposed letter of mission for the expert and, when received, the expert's written estimate of costs. IBM will allocate and make the estimated expert budget available. The expert must inform the Secretary well in advance if the actual expenses will exceed his estimate of costs. The expert will in that case send an additional written estimate of costs to the Secretary, which will be assessed by the Secretary. The Secretary will inform the Chairman in writing and may request additional expert budget. Any expense in excess of the available budget needs the agreement of the Chairman.

When the mission has been completed, the Secretary will arrange for the expert to send his bill to the Chairman. Any discrepancies between the bill and the estimate will be discussed between the expert and the Secretary. The Secretary will inform the Chairman in writing and discuss with him the further process if the bill exceeds the available EWC budget.

The Chairman will arrange payment by IBM directly to the expert, limited to the agreed budget.

The expert budget as agreed in article V of the Agreement will normally be increased according to the annual average inflation rate of change in Harmonized Indices of Consumer Prices (HICPs) for the European Union up to a maximum of 3% per annum. This inflation rate is published by Eurostat, the Statistical Office of the European Communities situated in Luxembourg.

##### **4.2 Simultaneous interpretation and translation of documents**

Referring to Section XIV of the Agreement the Chairman and the Select Committee will negotiate the budget required, normally in the previous year between the second regular meeting and year-end.

The documents to be translated are in general as follows: communiqués, minutes of meetings, the EWC Agreement, the Internal Regulation, experts reports. If charts are distributed, they will be made available by hardcopy at



the beginning of the presentation and will normally not be translated. Written descriptions of the main lines of the circumstances requiring an extraordinary meeting, according to Section IX, will be in English; but they will be translated as soon as possible after the extraordinary meeting, if translation is requested by the Secretary.

IBM will arrange for central translation of documents and distribute them as a package within a reasonable time after each meeting (maximum 8 weeks).

IBM takes care of the organisation and payment of simultaneous interpretation and translation of documents.

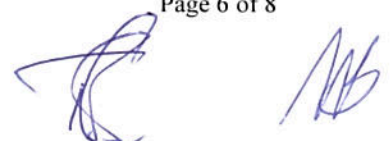
#### **4.3 Tracking of spending**

The Chairman communicates to the Secretary actual spending on experts, simultaneous interpretation and translation of documents. The statement of expenses on experts, simultaneous interpretation and translation of documents will be provided by the Secretary to the EWC normally at the first regular EWC meeting in a year. At the end of every calendar year, the Secretary will also provide the Chairman with an overview of the expert budget in the year, including the 'carry over'. The Chairman will confirm in writing that the 'carry over' budget for expertise will be reserved and remains available for the EWC.

#### **5. Minutes (ref. Section XI of IBM EWC Agreement) and representation**

The English-language version of the minutes of the EWC meetings will be distributed to the EWC members by soft copy including the presentations of the EWC meetings. The translation of the minutes will be distributed by soft copy as well. Any confidential items will be covered in a confidential annex, which can be disseminated to local representative bodies in line with country law and practice, in any case the confidentiality has to be respected also by the local representative bodies. The English-language version of the minutes shall prevail.

The IBM EWC is represented by the elected EWC Secretary, or by the Deputy Secretary, in case the Secretary is prevented from fulfilling this role. Official communication and/or statements on behalf of the EWC, can only be made public by the EWC Secretary or the Deputy Secretary. If for any reason, the Secretary and Deputy Secretary are simultaneously unable to work as Secretary and Deputy Secretary, the EWC will be represented by the person elected in accordance with or stated in the provisions of Section 3.2 of this Internal Regulation.



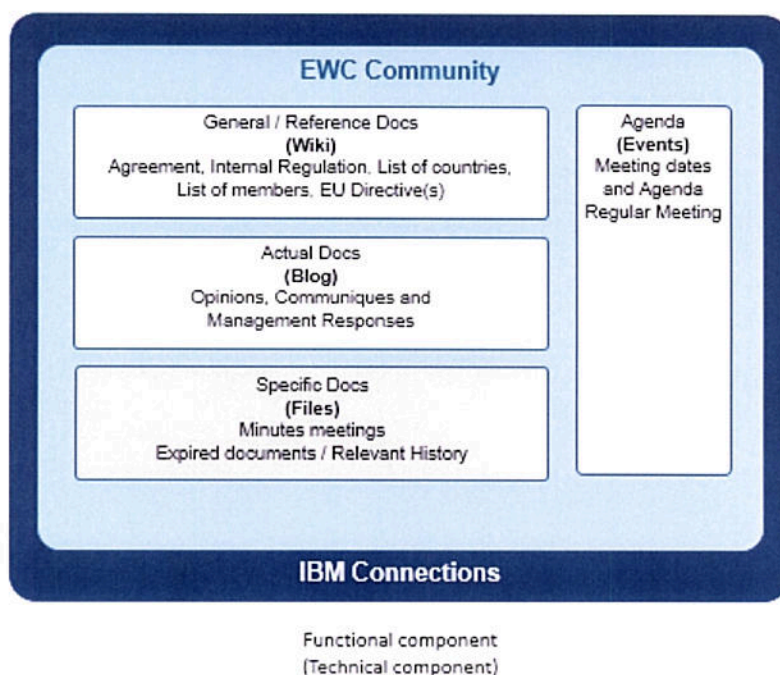


## **6. Use of current IBM internal communication technology (ref. Section XVII of IBM EWC Agreement)**

In order to be able to provide employees with information about the EWC, IBM Connections is regarded as current IBM internal communication technology, at the time of signing this May 2016 amendment. The following principles apply:

- The W3 Connections community serves as the overall platform.
- The EWC community is a public community, in which the following features (applications) are used: wiki, blog, files and events. The use of any additional features has to be discussed and agreed mutually between EWC Secretary and EWC Chairman.
- For clarity reasons, the design attached below guides the content structure of the EWC community.

### Mapping contents to technical components



- Shared ownership by the EWC Secretary and Deputy Secretary, and the EWC Chairman and HR assistant for posting/uploading information.

## **7. Duration and Amendments of the EWC Internal Regulation**

This Internal Regulation refers to the IBM EWC Agreement of June 28, 1999, as revised and amended by Amendment no 2 adopted 21 October, 2009 and effective from 1 January, 2010 as well as by Amendment no 3 adopted 09 December, 2015 and effective from 1 January, 2016.

The contents of this Internal Regulation can only be modified by vote of more than 50% of the total number of employee representatives of the EWC in agreement with the Chairman.

The duration of this Internal Regulation is the same as that of the Agreement. If the Agreement is extended this Internal Regulation is extended accordingly. If the Agreement expires and the parties enter into a renegotiation, this Internal Regulation continues to apply during the renegotiation period.

Amsterdam, 11 May 2016



Marc Born  
EWC Secretary



Tim Stevens  
EWC Chairman