

Multipartite convention on a crossed membership system

(Signed in 2006 and amended in 2008, in 2012, and 2024 in Brussels)

Multiparty convention on a cross membership system

Each full member institute of ecoDa is eligible for this cross-membership convention. The convention does not apply to ecoDa candidate members.

The aim of the convention is to strengthen the European network of board members, enhance directors' opportunities to extend their network and knowledge of good practices of Corporate Governance outside their jurisdictions, and similarly give ecoDa's member institutes of directors' access to higher membership numbers.

What follows is agreed upon and is accepted:

Article 1: Subject of the agreement

Directors, who wish to join more than one of ecoDa's member institutes, are granted reduced fees for any additional member organization. Members of ecoDa, the national institutes, herewith independently agree on a mechanism allowing under certain condition half reduced fees for all cross memberships - secondary affiliations.

Article 2: Choice of the principal affiliation

As a general principle, the principal affiliation to the institute shall be requested in the country where the requesting director has his/her fiscal residence or his/her main professional activity.

Article 3: Choice of one or several secondary affiliations

Under this convention, any secondary affiliation to any other institute may be requested by a director to the extent that the institute is a signatory to this convention.

Article 4: Advantages

The amount of the reduced fee related to the secondary affiliation shall be set by the member institute. If no specific information is provided, the amount per secondary membership is deemed to be 50% of the affiliation usually required by the institute.

The secondary institute may decide to offer other advantages than a discount fee. An appendix to this present convention lists the advantages offered by each institute as well as the related rights (if they prove different from those of members from a principal affiliation).

Article 5: Admission modalities

The admission modalities related to the secondary affiliations are to be decided by each institute.

Article 6: Applicability of rights

Each director shall demonstrate his/her affiliation to the first institute upon his/her application for secondary affiliation. The institute may request other information in line with that requested for a principal affiliation.
Article 7: Termination of the first affiliation

In the event that the primary affiliation is terminated, the secondary affiliation should convert into the first affiliation under the regular regime of the national institute. Information requested under Articles 8 and 9 will help to monitor that the primary affiliation is still valid.

Article 8: Publicity of the convention

All necessary information related to the existence of this convention and its implementation will be made available by the institutes through necessary publication on their respective websites, and in their main booklets mentioning their respective general conditions of affiliation.

Adjustments may be required by one of the institutes in case of unbalanced efforts.

Article 9: Report on the implementation of the convention

Once a year, each institute is obliged to communicate to ecoDa about the consequences incurred from the convention. This includes a report on the number of affiliates benefitting from the convention. If needed, the improvements of the system set up by this convention will be studied and will be implemented by mutual agreement.

Article 10: The institutes' obligations

Member institutes are obliged to check the validity of the primary affiliation that facilitates the secondary affiliation of their members bilaterally with their counter institute.

Any issue caused by non-observance of the obligations of a director related to his/her affiliation will be dealt with exclusively by the concerned institute.

Article 11: Rights and obligations for ecoDa

The European Confederation of Directors' Associations (ecoDa) can promote the existence of this convention amongst its member institutes and upon request of individual director. However, ecoDa has no undertakings in relation thereto and shall not be responsible for the implementation of this convention or any disputes, which might occur.

Article 12: Duration and implementation of the convention

This convention is valid for a one year period starting on the signature date and is automatically reconducted by tacit renewal.

Institutes take all the necessary measures aiming to ensure its implementation.

Article 13: Cancellation

Any institute may decide to terminate the convention by giving a three-month notice in writing to ecoDa, preferably at the end of the civil year. ecoDa will duly inform the other institutes.

Article 14: Applicable legislation and disputes' settlement

This convention is governed by Belgian law.

The parties to this convention undertake herewith to use all necessary means to settle amicably any difficulties that may arise in relation to the interpretation and/or the implementation thereto.

However, if the parties to this convention note the impossibility to friendly settle any difficulties related to the interpretation and/or implementation of this convention within a reasonable time, they agree herewith to submit the captioned litigation to the President of the concerned institute who shall resolve the litigation by common agreement.

Only in the case that the Presidents of the concerned institutes fail to reach a mutual agreement to solve any litigation, the most diligent institute may refer to the French-speaking Courts of Brussels, which shall have exclusive jurisdiction.

Date: 13 February 2024, in Brussels

List of signatories

Institute – country	**Representative and title**
Institute of Directors (UK)	Dr. Roger Barker, Director of Policy and Corporate Governance
Norsk Institutt for Styremedlemmer	Reidar Gjærum, Secretary General
GUBERNA - Instituut voor Bestuurders, BELGIUM	Sandra Gobert, CEO
Swiss institute of Directors (SIoD)	Michael Hilb, Chair, Board of Governors
AAI- Romania	Alina Prahoveanu, AAI Chair; Simona Fatu, Board member

ILA	Virginie Lagrange, Chair
Styrelseakademien Sverige, the Swedish Academy of Board Directors	Svante Forsberg, Chairman
The Non-Executive Directors Club inGreece (NED Club)	Leda Condoyanni, Chair
Nedcommunity	Monica Fanecco (signing for Alessandro Carretta)
Directors' Institute Finland – Hallitusammattilaiset ry, Finland	Leena Linnainmaa, Secretary General
Instituto de Consejeros-Administradores, IC-A, Spain	Juan Álvarez-Vijande, CEO
Slovenian Directors' Association	mag. Irena Prijović, Executive Director
Institut Français des Administrateurs	Laurent Degabriel (Directeur Général)

Annex 1

Institute	Advantages	Rights & conditions

Institute of Directors, UK	25% reduction in the annual IoD membership fee.	When applying for this benefit, ecoDa institute members should use the code IODECODA25. This will be requested as part of the online application for IoD membership or during an application via telephone.
Instituto de Consejeros-Administradores, IC-A, Spain	25% reduction in the first year IC-A membership full fee.	When applying for this benefit, ecoDa institute members should send an email to incorporacion@iconsejeros.com identifying themselves as ecoDa members and mentioning the code ICAECODA25.