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EAA Corporate Governance Guidelines

September 2009

GENERAL ASSEMBLY

BOARD

MANAGEMENT COMMITTEE

PUBLICATIONS COMMITTEE	CONFERENCE COMMITTEE	SCIENTIFIC COMMITTEE	DOCTORAL COLLOQUIUM	FINANCIAL REPORTING STANDARDS COMMITTEE
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BOARD

Role	<p>The Board is a forum for discussion of the strategic development of the Association. The Board elects the members of the Management Committee and is charged with advising the President and the Management Committee on desirable initiatives for the Association, and on relevant trends impacting the objectives and activities of the Association.</p> <p>Without prejudice to the powers of daily management granted to the Management Committee, the Association is administered by the Board, which governs the Association and holds the powers of administration. In order to accomplish the goals of the Association, the Board can transfer the totality of its powers to the Management Committee, including the case where the present statutes attribute specific competencies to the Board, except for the election of the members of the Management Committee.</p>
Composition	<ul style="list-style-type: none"> ▪ President ▪ President-Elect (if there is one) ▪ Past President (if there is one) ▪ President of the annual conference ▪ Treasurer of the annual conference ▪ Secretary General of the annual conference ▪ President of the first prospective conference ▪ One National Representative of each European country with at least 10 members in EAA ▪ Chairs of other EAA Committees ▪ Editors of the journals of the association ▪ Executive Secretary (ex officio) ▪ Representative of the EIASM (ex officio)
Terms of appointment	National Representatives: 3 years (max. 2 terms)
Election procedure and timing	<p>Elections operated in 2 steps:</p> <ul style="list-style-type: none"> ▪ Requests for expressions of interests/nominations per country → January (year starting 1st or 2nd new term of office) ▪ Ballot → February ▪ Announcement at General Assembly meeting → conference time <p>Upon final approval by the General Assembly, an official message (e-mail) should be sent by the Executive Secretary on behalf of the President right after the conference to the newly elected Board Members.</p>
Start/End of appointment	<ul style="list-style-type: none"> ▪ Starting after the General Assembly meeting formalising their election ▪ Ending after the third General Assembly meeting following their election

MANAGEMENT COMMITTEE

Role	<p>The Management Committee is responsible for the daily management of the Association and for developing a long-term strategy for the Association. It reports to the Board. The Management Committee can delegate certain responsibilities and powers to its members, especially to the executive secretary. It keeps the Board informed about important issues such as the election of committee chairs and members, election of Association journal editors, and the time and place of the meetings of the Board and of the General Assembly.</p>
Composition	<ul style="list-style-type: none"> ▪ President ▪ President-Elect (if there is one) ▪ Past-President (if there is one) ▪ President of the next two prospective conferences ▪ 6 Members of which 3 at least and no more than 4 should already be members of the Board ▪ Executive Secretary (ex officio) <p>All Chairs of the other EAA committees (Publications Committee, Conference Committee, Scientific Committee, Doctoral Colloquium Committee, Financial Reporting Standards Committee) as well as the Editors of the EAA journals will attend upon invitation only.</p>
Terms of appointment	<ul style="list-style-type: none"> ▪ President: 2 years (not renewable) ▪ President-Elect: 1 year ▪ Past-President: 1 year ▪ President of the prospective conference: 2 years ▪ 6 Members: 3 years (max. 1 term)
Election procedure and timing	<p><u>President-Elect</u></p> <ul style="list-style-type: none"> ▪ Requests for expression of interests/nominations to all EAA Members → December (year before starting term of office) ▪ Nomination of one person by the Management Committee → January ▪ Approval by the Board → mid February ▪ Acceptance to serve → end February ▪ Final approval by the General Assembly → conference time ▪ Decision by simple majority of votes <p>Should the Board reject the candidate, the Management Committee would have to nominate another candidate.</p> <p>Should the candidate be rejected by the General Assembly, the Management Committee would have to nominate another candidate, ask for approval to the Board and launch an electronic ballot. All EAA members would be asked to communicate via e-mail by a defined date their agreement with the new proposed candidate who would be elected by simple majority of votes provided one tenth of the members or 25 members (should this last number be lower than the first) vote.</p>

	<p><u>Members</u></p> <ul style="list-style-type: none"> ▪ Requests for expression of interests/nominations to all EAA Members → December ▪ Shortlist made up by the President → January ▪ Approval by the Board → mid February ▪ Acceptance to serve → end February ▪ Final approval by the General Assembly → conference time <p>Upon final approval by the General Assembly, an official message (e-mail) should be sent by the Executive Secretary on behalf of the President right after the conference both to the newly elected President-Elect and Management Committee Members.</p>
Start/End of appointment	<ul style="list-style-type: none"> ▪ Starting after the General Assembly meeting approving their election ▪ Ending after the second General Assembly meeting following election for the President and the third General Assembly meeting following election for the Members
Reimbursement of expenses	Travel and accommodation expenses for interim Management Committee meetings

PUBLICATIONS COMMITTEE

Role	<p>The major role of the Publications Committee is to develop and implement a strategic plan related to the publications of the EAA. This includes, in addition to general oversight, the number and nature of the EAA publications and taking views on their editorial policy as well as on the structure and membership of their editorial organisation. The editors of the EAA publications report annually to the Publications Committee. The Publications Committee negotiates of the publication agreements of the EAA with publishers.</p> <p>The strategic plan is to be approved by the Management Committee.</p> <p>The Publications Committee reports to the Management Committee.</p>
Composition	<ul style="list-style-type: none"> ▪ Chair ▪ 5 Members ▪ Executive Secretary (ex officio) <p>The Editor of the EAR, the Editor of the AinE and the Newsletter Editor will attend upon invitation only.</p>
Terms of appointment	<ul style="list-style-type: none"> ▪ Chair: 3 calendar years (max. 2 terms) ▪ Members: 3 calendar years (max. 2 terms) ▪ Editors: 3 calendar years (max. 2 terms)
Election procedure and timing	<p><u>Chair</u></p> <ul style="list-style-type: none"> ▪ Elected upon suggestions made by the Management Committee in the year before joining <p><u>Members</u></p> <ul style="list-style-type: none"> ▪ Elected by the Management Committee upon suggestions made by the Chair of the Publications Committee in the year before joining. <p>Members do not necessarily have to be Board Members; their expertise is of prime importance.</p> <p>Upon final approval, an official message (e-mail) should be sent by the Executive Secretary on behalf of the President to the newly elected Publications Committee Chair. S/He should send a similar message to the newly elected Publications Committee Members.</p> <p>The Board is informed about the election.</p> <p><u>Editor of EAR</u></p> <ul style="list-style-type: none"> ▪ Elected by the Management Committee upon suggestions made by the Chair of the Publications Committee in the year before joining.

	<p>Upon final approval, an official message (e-mail) should be sent by the Executive Secretary on behalf of the President to the newly elected Editor of EAR.</p> <p>The Board is informed about the election.</p> <p><u>Editor of AinE</u></p> <ul style="list-style-type: none"> ▪ Elected by the Management Committee upon suggestions made by the Chair of the Publications Committee in the year before joining. <p>Upon final approval, an official message (e-mail) should be sent by the Executive Secretary on behalf of the President to the newly elected Editor of AinE.</p> <p>The Board is informed about the election.</p> <p><u>Editor of Newsletter</u></p> <ul style="list-style-type: none"> ▪ Elected by the Management Committee upon suggestions made by the Chair of the Publications Committee in the year before joining. <p>Upon final approval, an official message (e-mail) should be sent by the Executive Secretary on behalf of the President to the newly elected Newsletter Editor.</p> <p>The Board is informed about the election.</p>
Start/End of appointment	<ul style="list-style-type: none"> ▪ Starting on 1st January of the year after approval of their election ▪ Ending on 31st December of the third year following their election
Reimbursement of expenses	Travel and accommodation expenses for interim Publications Committee meetings

CONFERENCE COMMITTEE

Role	<p>The primary role of the Conference Committee is to encourage and screen offers to host future EAA conferences.</p> <p>The Conference Committee is in charge of controlling whether or not conference hosts comply with the established EAA conference guidelines. During this phase the chairperson of the Conference Committee liaises with the chairperson of the Scientific Committee, the chairperson of the Organising Committee and the EAA Executive Secretary. The proposals have to be submitted for final approval to the Management Committee.</p> <p>The Conference Committee is responsible for drafting the congress guidelines and reviewing them on a regular basis. The initial guidelines and the subsequent changes have to be approved by the Management Committee.</p> <p>The Conference Committee reports to the Management Committee.</p>
Composition	<ul style="list-style-type: none"> ▪ Chair ▪ One Member ▪ Executive Secretary (ex officio)
Terms of appointment	<ul style="list-style-type: none"> ▪ Chair: 3 years (max. 2 terms) ▪ Member: 3 years (max. 2 terms)
Election procedure and timing	<ul style="list-style-type: none"> ▪ Elected by the Management Committee → January (year starting 1st or 2nd new term of office) <p>Upon final approval, an official message (e-mail) should be sent by the Executive Secretary on behalf of the President to the newly elected Conference Committee Chair and/or Members.</p> <p>The Board is informed about the election.</p>
Start/End of appointment	<ul style="list-style-type: none"> ▪ Starting after the General Assembly meeting formalising their election ▪ Ending after the third General Assembly meeting following their election
Reimbursement of expenses	<ul style="list-style-type: none"> ▪ Travel and accommodation expenses for Congress Preparatory Meeting in location of next conference ▪ Travel and accommodation expenses for visiting potential future conference locations approved by the President.

SCIENTIFIC COMMITTEE

Role	<p>The (Standing) Scientific Committee has an advisory role on the overall scientific programme, and in particular on the screening of papers and the set up of parallel sessions.</p> <p>The (Standing) Scientific Committee is also responsible for the scheduling and composition of the parallel sessions (the local organizers are responsible for the scheduling and composition of the research fora). The (Standing) Scientific Committee also has an advisory role with regard to the scientific programme of the annual congress as a whole.</p>
Composition	<ul style="list-style-type: none"> ▪ Standing Scientific Committee (SSC): <ul style="list-style-type: none"> - Chair - 5 members <p>Reports to the Management Committee.</p> ▪ Scientific Committee (SC): <ul style="list-style-type: none"> - 40 international members - 10 locally nominated members <p>Reports to SSC.</p>
Terms of appointment	<ul style="list-style-type: none"> ▪ Chair: 3 years (not renewable) ▪ 5 standing members: 3 years (max. 2 terms) ▪ 40 international SC members: 1 year (renewable, no max.) ▪ 10 locally nominated SC members: 1 year
Election procedure and timing	<p><u>Chair</u></p> <ul style="list-style-type: none"> ▪ Elected by the Management Committee → January (year of the starting of the term of office) <p>Upon final approval, an official message (e-mail) should be sent by the Executive Secretary on behalf of the President to the newly elected Scientific Committee Chair and/or Members.</p> <p>The Board is informed about the election.</p> <p><u>SSC members</u></p> <ul style="list-style-type: none"> ▪ Co-opted by the SSC Chair ▪ Approved by the Management Committee <p>Upon approval by the Management Committee, an official message (e-mail) should be sent by the SC Chair to the newly elected Standing Scientific Committee Members.</p> <p>The Board is informed about the election.</p>

	<p><u>International SC members</u> Co-opted by the Chair + SSC members</p> <p>Upon co-option, an official message (e-mail) should be sent by the SSC Chair to the newly elected international and/or local SC Members.</p> <p><u>Local SC members</u> Appointed by the local organiser and the SSC</p> <p>Upon appointment, an official message (e-mail) should be sent by the SSC Chair to the newly elected international and/or local SC Members.</p>
Start/End of appointment	<p><u>SSC Chair and members</u></p> <ul style="list-style-type: none"> ▪ Starting after the General Assembly meeting formalising their election ▪ Ending after the third General Assembly meeting following their election <p><u>International and local SC members</u></p> <ul style="list-style-type: none"> ▪ Appointed for each prospective conference
Reimbursement of expenses	<p><u>Chair</u> Travel and accommodation expenses for planning meeting in location of next conference</p> <p><u>Standing Scientific Committee Chair and Members</u></p> <ul style="list-style-type: none"> ▪ Travel and accommodation expenses (1 night) for all SSC meetings (2 yearly meetings, one during the Congress) ▪ Congress fee waived (they should pay the membership fee)

DOCTORAL COLLOQUIUM COMMITTEE

Role	<p>The Doctoral Colloquium Committee is responsible for running the EAA Doctoral Colloquium. This includes drafting the announcement, selecting the doctoral students as well as the faculty, setting up the programme and running the event.</p> <p>The Committee reports to the Management Committee.</p>
Composition	2 Co-chairs
Terms of appointment	3 years (max. 2 terms)
Election procedure and timing	<ul style="list-style-type: none"> ▪ Elected by the Management Committee → January (year starting new term of office) <p>Upon final approval, an official message (e-mail) should be sent by the Executive Secretary on behalf of the President to the newly elected Doctoral Colloquium Co-Chairs.</p> <p>The Board is informed about the election.</p>
Start/End of appointment	<ul style="list-style-type: none"> ▪ Starting after the General Assembly meeting formalising their election ▪ Ending after the third General Assembly meeting following their election
Reimbursement of expenses	<ul style="list-style-type: none"> ▪ Accommodation expenses during Doctoral Colloquium and Congress (up to a max. of 4 nights for Annual Congress) ▪ Congress fee waived (they should pay the membership fee)

FINANCIAL REPORTING STANDARDS COMMITTEE

Role	<p>The Financial Reporting Standards Committee has assumed the charge to comment on proposed and existing International Financial Reporting Standards relying on the rich background of academic accounting research in Europe. It will bring to the attention of standard setters and endorsement institutions, in particular the International Accounting Standards Board and the European Financial Reporting Advisory Group, existing theoretical and empirical research. Where necessary, it will also point to research needs for the adequate resolution of standard setting issues.</p> <p>The FRSC reports to the Management Committee.</p>
Composition	<ul style="list-style-type: none"> ▪ Chair ▪ Members
Terms of appointment	<ul style="list-style-type: none"> ▪ Chair: 3 years (max. 2 terms) ▪ Members: 3 years (max. 2 terms)
Election procedure and timing	<p><u>Chair</u></p> <ul style="list-style-type: none"> ▪ Elected by the Management Committee → January (year starting 1st or 2nd new term of office) <p>The Board is informed about the election.</p> <p><u>Members</u></p> <ul style="list-style-type: none"> ▪ Elected by the Management Committee upon suggestions made by the Chair → January (year starting 1st or 2nd new term of office) <p>Upon final approval, an official message (e-mail) should be sent by the Executive Secretary on behalf of the President to the newly elected FRSC Chair and/or Members.</p> <p>The Board is informed about the election.</p>
Start/End of appointment	<ul style="list-style-type: none"> ▪ Starting after the General Assembly meeting formalising their election ▪ Ending after the third General Assembly meeting following their election
Reimbursement of expenses	Travel and accommodation expenses for interim FRSC meetings