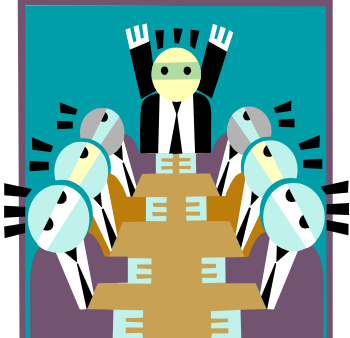




PTK	2011-04-22 PTK Bild 1
<h1>Confidentiality in Swedish company boardrooms, SE companies and EWC.</h1>	
Eva Karnehed PTK	


PTK	2011-04-22 PTK Bild 2
<h2>Question?</h2>	
<p>How many people work in company board in Sweden on the employees mandate?</p>	

PTK	2011-04-22 PTK Bild 3
<h2>What rules govern the assignment in Sweden?</h2>	
<ul style="list-style-type: none">Companies ActThe bookkeeping lawAnnual Accounts lawThe law on board representation for private employeesCode of corporate governance	


PTK	2011-04-22 PTK Bild 4
<h2>Board Representation (Private Sector Employees) Act 1987:1245</h2>	
<p>Over 25 employees:</p>	
<p>we are entitled to elect 2 ordinary and 2 deputies</p>	
<p>Over 1000 employees and in different business lines:</p>	
<p>we are entitled to elect 3 ordinary and 3 deputies</p>	




PTK	2011-04-22 PTK Bild 5
<p>The unions with collective agreements have the right to appoint the representatives</p>	
	


PTK	2011-04-22 PTK Bild 6
<p>According to the company law everyone in the board have the same rights and responsibilities</p>	
	

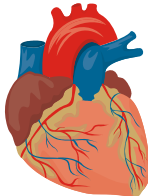
PTK	2011-04-22 PTK Bild 7
Except.....	

PTK	2011-04-22 PTK Bild 8
Deputies from the employees representative has special rights	
The deputies from the employees have the right to be present and talk at the board meetings	
They also have the right to have all documentation	
	

PTK	2011-04-22 PTK Bild 9
Pointed out conflict of interest	
Denouncing or signing collective agreements	
Industrial actions	
	

PTK	2011-04-22 PTK Bild 10
Companies Act: Four corporate bodies	
Annual general meeting	
Board of directors	
Managing director	
Auditors	
	

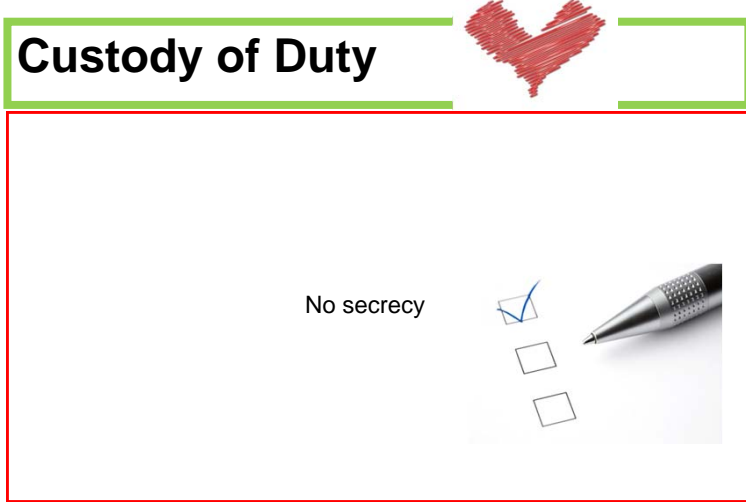
PTK	2011-04-22 PTK Bild 11
<h2>What shall the board of directors do?</h2>	
<p>Strategy: decide about the companys future</p>	
<p>Control</p>	
<p>Management of the CEO</p>	
<p>Information</p>	
	

PTK	2011-04-22 PTK Bild 12
<h2>Custody of duty</h2>	
<p>Everyone who works in a Swedish board has a custody of duty and will always ensure the best of the company</p>	
	

PTK 2011-04-22
PTK
Bild 13

Custody of Duty

No secrecy




The slide features a green-bordered header with the title "Custody of Duty" and a red heart icon. Below this is a red-bordered box containing the text "No secrecy" and an illustration of a checklist with three items, the first of which is checked, and a silver pen resting on the paper.

PTK 2011-04-22
PTK
Bild 14

Confidentiality


What can we do with the information we have received in the board room and as a boardmember



The slide has a header with "PTK" and the date "2011-04-22". The main content includes the title "Confidentiality" and a question: "What can we do with the information we have received in the board room and as a boardmember". To the right is a cartoon illustration of a woman in a blue dress balancing on a seesaw.


PTK 2011-04-22
PTK
Bild 15

Custody of Duty



You are not allowed to damage the company

You have a personal responsibility for the damage and it could lead to economical consequences.




PTK 2011-04-22
PTK
Bild 16


Custody of duty


As a representative from the employees you are always allowed to inform your local union.

But.....



PTK	2011-04-22 PTK Bild 17
<h2>Custody of Duty</h2>	
<p>You are not allowed to damage the company</p>	
<p>You have a personal responsibility for the damage and it could lead to economical consequences.</p>	

PTK	2011-04-22 PTK Bild 18
<p>We have been on the board of directors in about 5000 companies for 38 years</p>	
<p>No damage!!!</p>	
	

PTK	2011-04-22 PTK Bild 19
SE companies: Custody of duty	
Exactly the same rules as in our local companies.	
	

PTK	2011-04-22 PTK Bild 20
EWC European Works Council	
Confidentiality the same way to handle information as we have in our local law, Codetermination act.	

PTK	2011-04-22 PTK Bild 21
<h2>Confidentiality in EWC</h2>	
<p>The employee despite to confidentiality can pass the information to other members and experts of the Works Council.</p>	
<p>The information is confidential Breach of confidentiality may result in liability to pay damages</p>	

PTK	2011-04-22 PTK Bild 22
<h2>Conclusions:</h2>	
<h3>SE companies and local companies</h3>	
<p>Custody of duty (You are always responsible and you decide what to say to others)</p>	
<p>EWC Secrecy (You are allowed to speak with qualified persons inside the EWC and they will also be bound to the secrecy rules)</p>	
