

EB/CREED/10/2

June 29, 2010

To: Members of the Committee on the Rules for the 2010
Regular Election of Executive Directors (Mr. Bakker, Chairman;
Mr. Kotegawa, Ms. Lundsager, Mr. Mojarrad, Mr. Nogueira Batista,
Mr. Rutayisire, Mr. Pereira, Mr. Virmani)

From: Kenneth Meyers, Committee Secretary

Subject: **Draft Report of the Committee on Rules for the 2010 Regular Election of
Executive Directors**

The attached draft report to the Executive Board is being circulated for consideration by the Committee **on Thursday, July 8, 2010.**

Preliminary calculations under Article XII, Section 3(c) relating to the appointment of additional Executive Directors mentioned in the draft report can be found in EBD/10/43.

A similar paper was circulated to the Executive Directors in the World Bank, for discussion in committee on June 7, 2010.

Questions may be referred to Ms. Mouysset, LEG (ext. 38210), and Mr. Oliver, SEC (ext. 34957).

This document will shortly be posted on the extranet, a secure website for Executive Directors and member country authorities.

Att: (1)

Other Distribution:
Members of the Executive Board
Department Heads

To: Members of the Executive Board [Date]

From: Age Bakker, Chairman - Committee on Rules for the 2010 Regular Election of Executive Directors

Subject: **Report on 2010 Regular Election of Executive Directors**

1. In a decision adopted April 21, 2010, the Executive Board approved the composition of the Committee on Rules for the 2010 Regular Election of Executive Directors as proposed in EBD/10/21. The Committee met on July 8, 2010 and considered the arrangements for the forthcoming election for approval by the Board of Governors.

Appointment of Executive Directors under Article XII, Section 3(c)

2. As Executive Directors are aware, Directors are appointed under Article XII, Section 3(b)(i) by the five members having the largest quotas. Art. XII, Sec. 3(c) of the Articles of Agreement provides that at any regular election of Executive Directors, if these five members do not include the two members with the largest average creditor positions for “the preceding two years” in the General Resources Account (GRA), either one or both of these two members may appoint an Executive Director. On the meaning of the phrase “the preceding two years”, Executive Board Decision No. 597-4 of July 28, 1950 provides as follows:

The phrase “the preceding two years” as used in Article XII, Section 3(c), shall be deemed to be the two-year period ending on the July 31 preceding the dates of regular biennial elections of Executive Directors. However, this decision shall be reconsidered if such regular elections are held in other months than September.

3. The Committee noted that the 2010 Regular Election of Executive Directors is scheduled to be concluded on the scheduled first day of the Fund’s 2010 Annual Meeting. Accordingly, a reconsideration of Decision No. 597-4 quoted above is required. In that regard, given that the election is scheduled to take place mainly in September but concluded in early October, the Committee recommends that no change in the terminal date, namely, July 31, 2010, be made for the calculation under Article XII, Section 3(c) in 2010.¹ Further, the Committee also noted that, as in past regular elections of Executive Directors, the largest average creditor positions in the GRA for the two-year period ending on July 31 can be predicted on the basis of the average creditor positions for the 22-month period ending on May 31. For the 2010 election, Executive Directors were informed of the latter in EBD/10/43

¹ A similar procedure was adopted by the Executive Board during the 1996, 1998, 2004, 2006, and 2008 regular elections (see EBD/96/97 (7/22/96), EBD/98/79 (07/22/98), and EBD/04/78 (07/04/04), and Executive Board Decisions No. 11309-(96/71) adopted July 24, 1996, and No. 1172-(98/84) adopted July 30, 1998.

(6/24/10), which predicted that the final calculations of members' positions from August 1, 2008 through July 31, 2010 will indicate that no member not already entitled to appoint a Director under Article XII, Section 3(b)(i) will be entitled to appoint a Director pursuant to Article XII, Section 3(c).

Number of Elective Executive Directors

4. Article XII, Section 3(b)(ii) provides for fifteen Executive Directors to be elected by the members who are not entitled to appoint Executive Directors. It is also stated that, for the purpose of each regular election, the Board of Governors, by an eighty-five percent majority of the total voting power, may increase or decrease the number of Executive Directors to be elected.

5. On the question of the number of Executive Directors to be elected, the Committee took note of the sentiments of the Board of Governors expressed in Board of Governors' Resolution No. 36-3 and considered that, in the present circumstances, there should continue, as was decided for each regular election since 1992, to be nineteen elective Executive Directors.

Nomination and Voting Arrangements for the 2010 Election

6. The Committee noted that the experience with the election procedure used since 2002 had been very positive, and proposes that a similar procedure allowing vote by rapid means of communication (e.g., courier or facsimile), with an option to vote in person if necessary, be adopted for the 2010 election. It is proposed that the election procedure be further facilitated by allowing vote through the secure online Board of Governors Extranet Voting System.

7. The main features of this procedure for 2010 are as follows:

- (a) members will submit nominations of candidates by rapid means of communication to the Secretary from August 6, 2010 through September 2, 2010;
- (b) the list of nominees will be compiled by the Secretary and sent to members by rapid means of communication, with an invitation to vote through similar channels (or in person). Voting will take place from September 3, 2010 through the scheduled first day of the Fund's 2010 Annual Meeting;
- (c) the votes will be counted by the Secretary and the results will be announced and communicated to members by rapid means of communication as soon as possible after voting closes; and

- (d) should a second or subsequent round(s) of voting be necessary, the Secretary shall be authorized to make arrangements to conduct these.

Conclusion and Decision

8. Annex I is the draft of a report of the Executive Board to the Board of Governors on the 2010 Regular Election of Executive Directors. It states the reasons for continuing to provide for nineteen elective Executive Directors. Attached to the report is a proposed Resolution of the Board of Governors adopting the Regulations for the Conduct of the 2010 Regular Election of Executive Directors and setting the next regular election for 2012 (Attachment I to Annex I). The Regulations being proposed (Attachment II to Annex I) include provisions to implement the procedures described in paragraph 7 above.² The Committee noted that the Regulations are substantially the same as those approved in 2008 for the regular election of Executive Directors.

9. As noted above, the affirmative votes of Governors holding not less than eighty-five percent of the total voting power is required for the adoption of the proposed Resolution, because the number of Executive Directors to be elected will be other than fifteen. In this connection, an early submission of the proposed Resolution to the Board of Governors will give members timely reassurance and notice of the regulations for the election. Toward this end, the following draft decision, which may be adopted by a majority of the votes cast, is recommended for adoption by the Executive Board:

Executive Board Decision on the 2010 Regular Election of Executive Directors

1. Pursuant to Section 13 of the By-Laws of the Fund, the Board of Governors is requested to vote without meeting on the draft Resolution entitled 2010 Regular Election of Executive Directors set forth in Attachment I to Annex I of [EBD/10/xx (7/xx/10)].

2. The Secretary is directed to send the Report of the Executive Board to the Board of Governors on the 2010 Regular Election of Executive Directors, in Annex I of [EBD/10/xx (7/xx/10)] and the draft Resolution entitled 2010 Regular Election of Executive Directors to each member of the Fund by mail or other rapid means of communication on or after July 15, 2010.

² Paragraph 2 of the Draft Regulations for the Conduct of the 2010 Regular Election includes a provision to the effect that Governors of members whose voting rights have been suspended under Article XXVI, Section 2(b) would be ineligible to vote in the 2010 election. The same provision was included in the regulations for the conduct of regular elections since 1996.

3. To be valid, votes must be cast by Governors or Alternate Governors on or after July 15, 2010, and must be received at the seat of the Fund no later than 6.00 p.m. Washington, D.C. time on August 5, 2010. Votes received after that time will not be counted.

4. If passed, the effective date of the Resolution of the Board of Governors shall be August 5, 2010, the last day allowed for voting.

5. All votes cast pursuant to this decision shall be held in the custody of the Secretary until counted, and all proceedings with respect thereto shall be confidential until the Executive Board determines the result of the vote.

6. The Secretary is authorized to take such further actions as he shall deem appropriate in order to carry out the purposes of this decision.

Attachments

Draft Report of the Executive Board to the Board of Governors

2010 REGULAR ELECTION OF EXECUTIVE DIRECTORS

1. Article XII, Section 3(d) of the Articles of Agreement provides that “[E]lections of elective Executive Directors shall be conducted at intervals of two years ...” In accordance with this provision, an election of Executive Directors is to be held this year, and the Executive Board recommends that the Board of Governors adopt the draft Regulations for the Conduct of the 2010 Regular Election of Executive Directors set forth in Attachment II to this Report.

Appointment of Executive Directors under Article XII, Section 3(c)

2. Pursuant to Article XII, Section 3(b)(i) of the Articles of Agreement, five Executive Directors are appointed by the five members having the largest quotas. Article XII, Section 3(c) provides that at any regular election of Executive Directors, if these five members do not include the two members with the largest average creditor positions for “the preceding two years” in the General Resources Account (GRA), either one or both of these two members may appoint an Executive Director. The calculations made pursuant to Article XII, Section 3(c)³ indicate that no member not already entitled to appoint a Director under Article XII, Section 3(b)(i) will be entitled to appoint a Director under Article XII, Section 3(c) at the 2010 Regular Election of Executive Directors.

Number of Elective Executive Directors

3.1 Article XII, Section 3(b)(ii) provides that there shall be fifteen elective Executive Directors. Section 3(b) further provides in relevant part that the number of fifteen elective Executive Directors may be increased or decreased by the Board of Governors by an eighty-five percent majority of the total voting power. In exercising its powers to increase or

³ The calculations of average creditor positions under Article XII, Section 3(c) are made in accordance with Executive Board Decision No. 574-2 of May 18, 1950, as amended by Decision No. 2620-(68/141), of November 1, 1968, and by Decision No. 14131-(08/64), of July 15, 2008, and the principle in Executive Board Decision No. 597-4 of July 28, 1950. Even though the period used for the calculation is the two years preceding July 31, 2010, it is possible to predict the outcome under Article XII, Section 3(c) based on the average creditor positions for the 22-month period ending on May 31, 2010. The reason is that the calculation under Article XII, Section 3(c) determines credit extended to the General Resources Account on the basis of the daily average over the preceding two years. As a consequence of this averaging process, changes in member positions during the last few weeks of a calculation period would need to be very large to cause changes in the calculated rankings.

decrease the number of elective Executive Directors, the Fund has been guided by the objectives of ensuring that: (a) “the size of the Executive Board will contribute to the effective dispatch of its business”; (b) “a desirable balance will be maintained in the composition of the Executive Board”; (c) “the size of constituencies will not place undue burdens on Executive Directors and hinder the efficient conduct of the business of the Executive Board”; (d) “members will be as free as possible within the provisions of the Articles and the regulations for the elections to form the constituencies of their choice”; and (e) “a relative equilibrium will be achieved in the voting power of the constituencies electing Executive Directors” (Chapter O, Section 2 of Part II of the **Report by the Executive Directors to the Board of Governors on the Proposed Second Amendment to the Articles of Agreement (March 1976)**). Resolution No. 36-3 of the Board of Governors, adopted in 1981 on the size and composition of the Executive Board, stated that “the Fund, when determining the number of Executive Directors to be elected in each regular election ... shall continue to be governed by the objectives and considerations, including the desirability of broadly maintaining the existing geographical balance in the composition of the Executive Board, set forth [above].” Resolution No. 36-3 also stated that “the number of Executive Directors to be elected in the next and subsequent regular elections will need to be sixteen and should be a greater number, if necessary, to promote these objectives and considerations.”

3.2 It was in light of these objectives and considerations, as well as the recognition of the fact that a large number of new members had joined the Fund since the 1990 election, that the Board of Governors decided, in adopting the Regulations for the Conduct of the 1992 Regular Election of Executive Directors, to increase the number of elective Executive Directors to nineteen. The Board of Governors has decided, in every regular election since then, to maintain the number of elective Executive Directors at nineteen. In that regard, the Executive Board recommends that there should continue to be nineteen elective Executive Directors for the 2010 election.

Nomination and Voting Arrangements for the 2010 Election

4. Since 2002, the election procedure adopted has provided for the regular election of Executive Directors to be conducted by rapid means of communication (e.g., conventional mail, fax or special courier), with an option to vote in person if necessary. In view of the success of that procedure, it is proposed that the 2010 regular election of Executive Directors be conducted on the same basis. It is also proposed that the election procedure be further facilitated by allowing vote through the secure online Board of Governors Extranet Voting System.

5. For 2010, the main features of this election procedure are as follows:

- (a) members will submit nominations of candidates by rapid means of communication to the Fund's Secretary from August 6, 2010 through September 2, 2010;
- (b) the list of nominees will be compiled by the Secretary and sent to members by rapid means of communication, with an invitation to vote through similar channels (or in person). Voting will take place from September 3, 2010 through the scheduled first day of the Fund's 2010 Annual Meeting;
- (c) the votes will be counted by the Secretary and the results will be announced and communicated to members by rapid means of communication as soon as possible after voting closes; and
- (d) should a second or subsequent round(s) of voting be necessary, the Secretary shall be authorized to make arrangements to conduct these.

The arrangements above have been incorporated into the draft **Regulations for the Conduct of the 2010 Regular Election of Executive Directors** set forth in Attachment II.

6. The Executive Board also considered the maximum and minimum percentages of eligible votes required for election.⁴ The Board concluded that it was unnecessary to change the maximum of nine percent and the minimum of four percent established in Schedule E of the Articles of Agreement.

Other Matters

7. As with the regulations for each regular election since 1988, the proposed Regulations for the 2010 election, as set out in Attachment II, include a clarification of the procedures for second and subsequent ballots. Paragraphs 3 and 6 of Schedule E of the Articles of Agreement require that, if a second or subsequent ballot is necessary in a contested election, the candidate which received the smallest number of votes in the previous ballot is eliminated from the field of eligible candidates, thereby reducing the number of eligible candidates by one. If that number is then the same as the number of vacancies left, it

⁴ Directors noted that the recommended maximum and minimum percentages of eligible votes required for election under the World Bank's rules for the 2010 regular election of its Executive Directors have been maintained at 10 percent and 2 percent, respectively (SecM2010-0315, May 21, 2010).

is not necessary to conduct another ballot for which the result is certain. Thus, pursuant to draft Regulation 8(g), no further ballot would be held. In that case, the Governors who had voted for the eliminated candidate would be permitted to designate, under draft Regulation 13, any one of the nineteen elected Executive Directors to cast their votes in the Fund. However, such designation of an Executive Director may not raise the total votes received by the designated Director above nine percent of the eligible votes or such higher limit as may result from draft Regulation 12. This clause has been added to draft Regulation 13 in order to avoid a different treatment of residual votes before and after the last ballot.

8. A provision of the regulations addresses the situation where a nominee withdraws before the end of the election period, but after the nomination period has been closed. In such cases, the Secretary shall inform all Governors eligible to vote of such withdrawal and invite them to submit nominations by rapid means of communication within the new prescribed period. At the end of this nomination period, the Secretary shall circulate a new list of candidates by rapid means of communication to all Governors eligible to vote with an invitation to vote through similar channels (or in person) before the end of the balloting period.

9. It is also recommended that the next Regular Election of Executive Directors take place in 2012.

Conclusion

10. A draft Resolution of the Board of Governors, by which the Board of Governors would adopt: (a) the draft Regulations for the Conduct of the 2010 Regular Election of Executive Directors; and (b) the recommendations set out in paragraph 9 above relating to the timing of the next regular election, is set forth in Attachment I. This Resolution is being proposed for adoption by the Board of Governors by a vote without meeting in accordance with Section 13 of the By-Laws. The recommendation that there should continue to be nineteen elective Executive Directors requires that the draft Resolution be adopted by an eighty-five percent majority of the total voting power, as specified in Article XII, Section 3(b). The draft Regulations for the Conduct of the 2010 Regular Election of Executive Directors, which are referred to in the proposed Resolution, are set forth in Attachment II.

Attachments (2)

INTERNATIONAL MONETARY FUND

**Draft Resolution No.[....] of the Board of Governors
2010 Regular Election of Executive Directors****RESOLVED:**

- (a) In accordance with paragraph (b) of Resolution No. 63-5 adopted on August 18, 2008, which provides that “a Regular Election of Executive Directors shall take place in 2010”, the proposed Regulations for the Conduct of the 2010 Regular Election of Executive Directors are hereby adopted; and
- (b) That the next Regular Election of Executive Directors shall take place in 2012.

**REGULATIONS FOR THE CONDUCT OF THE 2010
REGULAR ELECTION OF EXECUTIVE DIRECTORS**

1. **Definitions:** In these Regulations, unless the context otherwise requires:
 - (a) “Articles” means the Articles of Agreement of the Fund.
 - (b) “Board” means the Board of Governors of the Fund.
 - (c) “Chairman” means the Chairman or Vice-Chairman acting as Chairman of the Board.
 - (d) “Governor” includes the Alternate Governor or any temporary alternate Governor when acting for the Governor.
 - (e) “Secretary” means the Secretary or any Acting Secretary of the Fund.
 - (f) “Election” means the 2010 Regular Election of Executive Directors.
 - (g) “Eligible votes” means the total number of votes that can be cast in an election.
 - (h) “Rapid means of communications” includes conventional mail, fax, special courier or through the secure online Board of Governors Extranet Voting System (BOGeVS).
2. **Eligibility:** The Governors eligible to vote in the election shall be all of the Governors except those of the members that:
 - (a) are entitled to appoint an Executive Director pursuant to Article XII, Section 3(b)(i);
 - (b) have notified the Managing Director, in accordance with the procedure established by the Executive Board, of their intention to appoint an Executive Director pursuant to Article XII, Section 3(c); or
 - (c) have had their voting rights suspended under Article XXVI, Section 2(b).

3. **Supervision of the Election:** The Chairman shall appoint such tellers and other assistants and take such other actions as he deems necessary for the conduct of the election.
4. **Schedule E:** Subject to the supplementary Regulations set forth herein, the provisions of Schedule E of the Articles shall apply to the conduct of the election.
5. **Number of Executive Directors to be Elected:** Nineteen Executive Directors shall be elected. In applying Schedule E of the Articles to the election, "Nineteen persons" shall be substituted for "fifteen persons" in paragraphs 2, 3, and 6, and "eighteen persons" shall be substituted for "fourteen persons" and "nineteenth" shall be substituted for "fifteenth" in paragraph 6.
6. **Proportion of Votes Required to Elect:** In paragraphs 2 and 5 of Schedule E "four percent" and in paragraphs 3, 4, and 5, "nine percent" shall not be changed, subject to paragraph 11 below.
7. **Nominations:**
 - (a) Each Governor eligible to vote in the election shall be entitled to nominate one person for election as Executive Director. Any person nominated by one or more Governors shall be eligible for election as an Executive Director.
 - (b) Nominations may be made from August 6, 2010 through September 2, 2010. Each nomination shall be made on a Nomination Form furnished by the Secretary, signed by the Governor or Governors making the nomination and deposited with the Secretary by rapid means of communication.
 - (c) Upon the closing of nominations, the Secretary shall, by rapid means of communication, send to all Governors eligible to vote in the election the list of candidates for the election, together with an invitation to Governors to vote in the first ballot.
 - (d) If a nominee withdraws from the ballot after the closing date of the nomination period, but before the closing date of the ballot, the Secretary shall inform all Governors eligible to vote of such withdrawal and invite them to submit nominations of a candidate by rapid means of communication, and the timing for such nomination, which shall be no less than ten business days of the Fund. At the end of the prescribed period of time for this nomination, the Secretary shall compile a new list of candidates with all individuals who were nominated by at least one Governor in either nomination period, and circulate that list by rapid means of communication to all Governors eligible to vote with an invitation to vote through similar channels (or in person) before the end of the balloting period.

8. Ballots and Balloting:

(a) One ballot form shall be furnished, before a ballot is taken, to each Governor eligible to vote.

(b) Each ballot shall be conducted by the deposit of ballot forms, signed by Governors eligible to vote, with the Secretary either by rapid means of communication or in person. When a ballot has been completed, the Secretary shall cause the ballot forms to be counted and the names of the persons elected to be announced and communicated to Governors by rapid means of communication.

(c) If the tellers should be of the opinion that any particular ballot form is not properly executed, they shall, if possible, afford the Governor concerned an opportunity to correct it before tallying the results, and such ballot form, if so corrected, shall be deemed valid.

(d) If a member does not have a duly appointed Governor during a ballot, such member shall be taken not to have voted on that ballot.

(e) Voting for the first ballot shall take place from September 3, 2010 through the scheduled first day of the Fund's 2010 Annual Meeting. If a second or subsequent ballot is necessary, the Secretary shall announce and communicate the names of the candidates to be voted on, the members whose Governors are entitled to vote, and the timing for the second or subsequent ballot.

(f) If a Governor does not vote for any candidate when entitled to do so, he shall not be entitled to vote on any subsequent ballot and his votes shall not be counted under Article XII, Section 3(i)(iii) toward the election of any Executive Director.

(g) If a second or subsequent ballot is required under Schedule E, but the number of remaining candidates is equal to the number of vacancies to be filled, those candidates shall be deemed to have been elected in the preceding ballot, provided that paragraph 13 of these Regulations shall apply.

9. If in any ballot there are more candidates than the number of Executive Directors to be elected and two or more candidates tie with the lowest number of votes, no candidate shall be ineligible for election in the next succeeding ballot, but if the same situation is repeated on such succeeding ballot, the Chairman shall eliminate by lot one of the candidates from the following ballot.

10. If any two or more Governors having an equal number of votes shall have voted for the same candidate and the votes of one or more, but not all, of such Governors could be

deemed under paragraph 4 of Schedule E to have raised the total votes received by the candidate above nine percent of the eligible votes, the Chairman shall determine by lot the Governor or Governors, as the case may be, who shall be entitled to vote in the next ballot.

11. When in any ballot the number of candidates is the same as the number of Executive Directors to be elected, and no candidate is deemed to have received more than nine percent of the eligible votes, each candidate shall be considered elected by the number of votes received even though a candidate may have received less than four percent of eligible votes.

12. If the votes cast by a Governor raise the total votes received by a candidate from below to above nine percent of the eligible votes, the votes cast by that Governor shall be deemed, for the purposes of paragraph 4 of Schedule E, not to have raised the total votes received by that candidate above nine percent.

13. Any member whose Governor has voted in the last ballot and whose vote has not contributed to the election of an Executive Director may, before the effective date of the election as set forth in paragraph 15 below and subject to the limits specified above on the total number of votes that may be cast toward the election of an Executive Director, designate an Executive Director who was elected, and that member's votes shall be deemed to have counted toward the election of the Executive Director so designated.

14. Announcement and Review of Result:

(a) After the last ballot, the Secretary shall cause to be distributed a statement setting forth the result of the election.

(b) The Board of Governors, at the request of any Governor, will review the result of the election in order to determine whether, in light of the objectives set forth in Chapter O, Section 2 of the Report by the Executive Directors to the Board of Governors on the Proposed Second Amendment to the Articles of Agreement, an additional Executive Director should be elected to serve for the term of office commencing November 1, 2010.

15. **Effective Date of Election of Executive Directors:** The effective date of election shall be November 1, 2010, and the term of office of the elected Executive Directors, and of any Executive Director appointed under Article XII, Section 3(c), shall commence on that date. Incumbent elected Executive Directors shall serve through October 31, 2012.

16. **General:** Any question arising in connection with the conduct of the election shall be resolved by the tellers, subject to appeal, at the request of any Governor, to the Chairman and from him to the Board of Governors. Whenever possible, any such question shall be put without identifying the members or Governors concerned.