

**REGULATION  
OF THE NATIONAL BROADCASTING COUNCIL**

of September 9, 2010

**concerning rules of competition for members of supervisory boards of the company "Telewizja Polska - Spółka Akcyjna", the company "Polskie Radio - Spółka Akcyjna" and regional radio broadcasting companies**

(official journal „Dz. U.” of September 22, 2010)

Pursuant to Article 28 paragraph 1b of the Broadcasting Act of December 29, 1992 (official journal “Dz.U.” of 2004, No. 253, item 2531, as subsequently amended<sup>1)</sup>), it is hereby ordered as follows:

**§ 1.**

The Regulation defines rules of competition for members of supervisory boards of public radio and television broadcasting companies, including:

- 1) the manner of announcing, organization and procedure for holding competition for members of supervisory boards of the company "Telewizja Polska - Spółka Akcyjna", the company "Polskie Radio - Spółka Akcyjna" and regional radio broadcasting companies;
- 2) the manner of nominating candidates for members of supervisory boards of the company "Telewizja Polska - Spółka Akcyjna", the company "Polskie Radio - Spółka Akcyjna" and regional radio broadcasting companies, hereinafter referred to as “candidates”;
- 3) the manner of announcing results of the competition.

**§ 2.**

1. The National Broadcasting Council, hereinafter referred to as the "National Council", shall hold separate competitions for:
  - 1) members of the supervisory board of the company "Telewizja Polska - Spółka Akcyjna";
  - 2) members of the supervisory board of the company "Polskie Radio - Spółka Akcyjna";
  - 3) members of supervisory boards of individual regional radio broadcasting companies.
2. The National Council shall make public the announcement of the competition, referred to in subparagraph 1, hereinafter referred to as the „competition”, on the site of the Public Information Bulletin of the National Council.
3. The National Council shall place the announcement of the competition for members of supervisory boards of the company "Telewizja Polska - Spółka Akcyjna" and the company "Polskie Radio - Spółka Akcyjna" in a national daily, and shall place the announcement of the competition for members of supervisory boards of regional radio broadcasting companies in a regional daily, appropriate in terms of the coverage area of the transmitted programme service of a given company. The announcement may also be made public otherwise, as determined by the National Council.
4. The announcement of the competition shall define, in particular, the date, venue and manner of nominating candidates as well as information, declarations and documents that should be included in the nomination.
5. The announcement of the competition may contain additional information that is important for proper holding and achievement of objectives of the competition.

**§ 3.**

1. Candidates for members of supervisory boards of the company "Telewizja Polska - Spółka Akcyjna" and the company "Polskie Radio - Spółka Akcyjna" shall be nominated by collegial bodies of university-type higher education institutions as defined by the Act of July 27, 2005 – Higher Education

Law (official journal „Dz. U.” No. 164, item 1365, as subsequently amended<sup>2)</sup>), operating on the territory of the Republic of Poland, in a manner defined in the Regulation and the announcement of the competition.

2. Candidates for members of supervisory boards of regional radio broadcasting companies shall be nominated by collegial bodies of university-type higher education institutions, referred to in subparagraph 1, having their seat in a given region, in a manner defined in the Regulation and the announcement of the competition.
3. Regions of operation of regional radio broadcasting companies for purposes of nomination of candidates referred to in Article 28 paragraph 1a of the Broadcasting Act of December 29, 1992 are set forth in Schedule No. 1 hereto.

#### **§ 4.**

The nomination of a candidate shall be deemed duly delivered, if received by the National Council's Office within the time-limit set forth in the announcement.

#### **§ 5.**

1. The candidate shall:
  - 1) have Polish nationality;
  - 2) enjoy full public rights;
  - 3) have full capacity to perform acts in law;
  - 4) have higher education;
  - 5) possess qualifications to hold the position of a member of supervisory boards of State Treasury companies;
  - 6) have at least five-year professional experience on positions related to business activities, financial activities, management, legal services, shareholders' supervision, scientific activities or creative activities in the field of the media;
  - 7) have no record of convictions for a deliberately committed crime or a deliberate fiscal crime.
2. The nomination of the candidate shall be in writing and shall contain:
  - 1) first name (first names) and surname of the candidate;
  - 2) parents' names;
  - 3) date and place of birth;
  - 4) address of residence, mailing address, phone contact details and electronic mail address;
  - 5) series and number of the identity card or other document that confirms identity and the PESEL number;
  - 6) indication of the supervisory board of the company to which the candidate is nominated.
3. The following documents shall be attached with the nomination:
  - 1) a resolution of the collegial body of the university-type higher education institution concerning the nomination of the candidate;
  - 2) a cover letter of the candidate;
  - 3) a curriculum vitae of the candidate including educational and professional path;
  - 4) a short biography of the candidate for use in releases concerning the competition;
  - 5) a copy of the diploma of graduation from higher education studies and copies of other documents that confirm acquired education, qualifications and professional certification;
  - 6) a declaration of the candidate concerning possession of at least five-year professional experience in the field of business activities, financial activities, management, legal services, shareholders' supervision, scientific activities or creative activities in the field of the media;
  - 7) a document confirming possession of qualifications to hold the position of a member of supervisory boards of State Treasury companies, as defined by provisions of the Act of August 30, 1996 on Commercialization and Privatization (official journal „Dz. U.” of 2002 No. 171, item 1397, as subsequently amended<sup>3)</sup>);
  - 8) a declaration of the candidate in accordance with the model form appended as Schedule No. 2 hereto;
  - 9) a declaration of the candidate made pursuant to Article 7 in conjunction with Article 4 paragraph 19 and Article 8 paragraph 18 of the Act of October 18, 2006 on Disclosure of Information on Documents of the State Security Services Produced in 1944–1990, and Contents of Such

Documents (official journal "Dz. U." of 2007 No. 63, item 425, as subsequently amended<sup>4)</sup>), in accordance with the model form set forth in the relevant schedule to the above Act.

#### **§ 6.**

The competition shall consist of:

- 1) the first stage comprising a formal evaluation of nominations;
- 2) the second stage comprising a substantive evaluation of nominations;
- 3) the third stage comprising interviews with candidates selected by the National Council.

#### **§ 7.**

1. Nominations shall be opened within three days as from expiry of the time-limit for nominating candidates set forth in the announcement.
2. If the nomination does not contain information or documents referred to in § 5 subparagraphs 2 and 3, the National Council shall request the candidate by phone or by electronic mail to furnish missing items within the period of 3 days.
3. The National Council shall not consider nominations of candidates during the second stage of the competition, if:
  - 1) the nomination is submitted after the time-limit set in the announcement of the competition;
  - 2) the nomination does not contain all documents listed in the announcement of the competition, despite the request referred to in subparagraph 2.

#### **§ 8.**

1. The National Council shall determine, by resolution, the nominations that will not be considered during the second stage of the competition for reasons stipulated in § 7 subparagraph 3.
2. The nomination that will not be considered during the second stage of the competition may be collected by the candidate within the period of three months following selection of the winner of the competition. Non-collected nominations shall be destroyed after expiry of this time-limit.

#### **§ 9.**

1. During the second stage of the competition the National Council shall make a substantive evaluation of nominations, following an analysis of compliance with the requirements and contents of the documents set forth in § 5.
2. The National Council shall make the evaluation, referred to in subparagraph 1, based on the following criteria:
  - 1) professional experience of the candidate in the field of law, finance, culture and the media;
  - 2) education and professional certification of the candidate in the field referred to in point 1;
  - 3) motivation of the candidate to apply for the position of a member of the supervisory board.
3. The National Council shall name, by resolution, the candidates admitted to the procedure stipulated in § 10, with the reservation that the number of candidates should not exceed three-fold the number of members of the supervisory board to be selected in the competition.

#### **§ 10.**

1. During the third stage of the competition the National Council shall hold interviews with selected candidates concerning in particular:
  - 1) candidate's knowledge in the field of law, finance, culture and the media;
  - 2) issues related to the activities of the company;
  - 3) rules of operation of commercial companies, with particular focus on companies with involvement of the State Treasury, restrictions on pursuance of business activities by persons who hold public positions as well as principles of shareholders' supervision, audit and financial control;
  - 4) professionalism and experience necessary to serve as a member of the supervisory board of the company.
2. The National Council shall assess candidates' competencies based on the following criteria:

- 1) professional experience of the candidate in the field of law, finance, culture and the media;
- 2) education and professional certification of the candidate in the field referred to in point 1;
- 3) professional reliability of the candidate that guarantees proper performance of tasks of public media;
- 4) motivation of the candidate to apply for the position of a member of the supervisory board.

#### **§ 11.**

1. Candidates qualified to the third stage of the competition shall be notified of the date and venue thereof by phone or by electronic mail. The duration of each interview should not exceed 45 minutes.
2. The interview shall comprise:
  - 1) a short presentation by the candidate of his/her conceptual idea of operation in the supervisory board of the company;
  - 2) answers to questions posed by members of the National Council.
3. Failure of the candidate to attend the interview shall be deemed resignation from participation in the competition.

#### **§ 12.**

1. The interviews shall be minuted and recorded by the National Council with the use of audio-visual recording equipment. Interview recordings may be made available after the end of the competition.
2. Journalists accredited by the National Council may be present during interviews with the candidates but may not make any recordings with the use of audio-visual recording equipment.

#### **§ 13.**

1. The National Council shall define, by a resolution, the result of the competition and name the persons selected as members of the supervisory board.
2. The National Council may adopt a resolution on the end of the competition without selecting members of the supervisory board.
3. The resolution, referred to in subparagraphs 1 and 2, shall include a substantiation.

#### **§ 14.**

1. The resolution referred to in § 13 subparagraph 1 shall be announced on the site of the Public Information Bulletin and may be made public otherwise, as defined by the National Council.
2. The Chairman of the National Council shall forward the resolution referred to in § 13 subparagraph 1 to the management board of the respective public radio or television broadcasting company.
3. The Chairman of the National Council shall notify the results of the competition to the minister in charge of the State Treasury and the minister in charge of culture and national heritage protection.

#### **§ 15.**

Provisions of the Regulations shall apply accordingly to the cases referred to in Article 4 of the Act of August 6, 2010 amending the Broadcasting Act and the Licence Fees Act (official journal „Dz. U.” No. 152, item 1023).

#### **§ 16.**

The Regulation shall come into force upon promulgation.

<sup>1)</sup> Amendments to the consolidated text of the Act were promulgated in the official journal “Dz. U.” of 2005 No. 17, item 141, No. 85, item 728 and No. 267, item 2258, of 2006 No. 51, item 377, No. 83, item 574 and No. 133, item 935, of 2007 No. 25, item 162 and No. 61, item 411, of 2009 No. 18, item 97, No. 115, item 965 and No. 201, item 1540 as well as of 2010 No. 28, item 146, No. 127, item 857 and No. 152, item 1023.

<sup>2)</sup> Amendments to the Act were promulgated in the official journal “Dz. U.” of 2006 No. 46, item 328, No. 104, item 708 and 711, No. 144, item 1043 and No. 227, item 1658, of 2007 No. 80, item 542, No.

120, item 818, No. 176, item 1238 and 1240 and No. 180, item 1280, of 2008 No. 70, item 416, of 2009 No. 68, item 584, No. 157, item 1241, No. 161, item 1278 and No. 202, item 1553 as well as of 2010 No. 57, item 359, No. 75, item 471, No. 96, item 620 and No. 127, item 857.

- 3) Amendments to the consolidated text of the Act were promulgated in the official journal "Dz. U." of 2002 No. 240, item 2055, of 2003 No. 60, item 535 and No. 90, item 844, of 2004 No. 6, item 39, No. 116, item 1207, No. 123, item 1291 and No. 273, item 2703 and 2722, of 2005 No. 167, item 1400, No. 169, item 1418, No. 178, item 1479 and No. 184, item 1539, of 2006 No. 107, item 721 and No. 208, item 1532, of 2008 No. 180, item 1109, of 2009 No. 13, item 70 and No. 157, item 1241 as well as of 2010 No. 28, item 144 and No. 108, item 685.
- 4) Amendments to the consolidated text of the Act were promulgated in the official journal "Dz. U." of 2007 No. 83, item 561, No. 85, item 571, No. 115, item 789, No. 165, item 1171 and No. 176, item 1242, of 2009 No. 178, item 1375 as well as of 2010 No. 79, item 522, No. 96, item 620, No. 127, item 857 and No. 155, item 1036.

## SCHEDULES

### SCHEDULE No. 1

#### REGIONS OF OPERATION OF REGIONAL RADIO BROADCASTING COMPANIES

No.	Company	Region of operation
1	Polish Radio - Regional Broadcasting Station in Białystok "Radio Białystok" S.A.	Podlaskie Voivodship
2	Polish Radio - Regional Broadcasting Station in Bydgoszcz "Polskie Radio Pomorza i Kujaw" S.A.	Kujawsko-Pomorskie Voivodship
3	Polish Radio - Regional Broadcasting Station in Gdańsk "Radio Gdańsk" S.A.	Pomorskie Voivodship
4	Polish Radio - Regional Broadcasting Station in Katowice "Radio Katowice" S.A.	Śląskie Voivodship
5	Polish Radio - Regional Broadcasting Station in Kielce "Radio Kielce" S.A.	Świętokrzyskie Voivodship
6	Polish Radio - Regional Broadcasting Station in Koszalin "Radio Koszalin" S.A.	In the Pomorskie Voivodship: the town of Słupsk, in the Zachodniopomorskie Voivodship: the town of Koszalin and the following poviats: Białogardzki, Drawski, Kołobrzeski, Koszaliński, Sławieński, Szczecinecki, Świdwiński, Wałecki
7	Polish Radio - Regional Broadcasting Station in Kraków "Radio Kraków" S.A.	Małopolskie Voivodship
8	Polish Radio - Regional Broadcasting Station in Lublin "Radio Lublin" S.A.	Lubelskie Voivodship
9	Polish Radio - Regional Broadcasting Station in Łódź "Radio Łódź" S.A.	Łódzkie Voivodship
10	Polish Radio - Regional Broadcasting Station in Olsztyn "Radio Olsztyn" S.A.	Warmińsko-Mazurskie Voivodship
11	Polish Radio - Regional Broadcasting Station in Opole "PRO FM" S.A.	Opolskie Voivodship
12	Polish Radio - Regional Broadcasting Station in Poznań "Radio Merkur" S.A.	Wielkopolskie Voivodship
13	Polish Radio - Regional Broadcasting Station	Podkarpackie Voivodship

	in Rzeszów "Polskie Radio Rzeszów" S.A.	
14	Polish Radio - Regional Broadcasting Station in Szczecin "PR Szczecin" S.A.	In the Zachodniopomorskie Voivodship: the towns of Szczecin, Świnoujście and the following poviats: Choszczeński, Goleniowski, Gryficki, Gryfiński, Kamieński, Myśliborski, Policki, Pyrzycki and Stargardzki
15	Polish Radio - Regional Broadcasting Station in Warszawa "Radio Dla Ciebie" S.A.	Mazowieckie Voivodship
16	Polish Radio - Regional Broadcasting Station in Wrocław "Radio Wrocław" S.A.	Dolnośląskie Voivodship
17	Polish Radio - Regional Broadcasting Station in Zielona Góra "Radio Zachód" S.A.	Lubuskie Voivodship

## SCHEDULE No. 2

### MODEL FORM

#### DECLARATION OF THE CANDIDATE FOR A MEMBER OF THE SUPERVISORY BOARD

I, the undersigned:

1. First name and surname .....
2. PESEL number.....
3. Mailing address.....
4. Phone/fax number..... / .....

in connection with the announcement of the National Broadcasting Council dated ....., hereby grant my consent to stand as a candidate in the competition for a member of the supervisory board of the company ....., and I hereby declare that:

- 1) I have full capacity to perform acts in law;
- 2) I have not been convicted by a final court decision for crimes defined in the provisions of chapters XXXIII-XXXVII of the Act of June 6, 1997 - Penal Code (official journal "Dz. U." No. 88, item 553, as subsequently amended) as well as Article 585, Article 587, Article 590 and Article 591 of the Act of September 15, 2000 - Code of Commercial Partnerships and Companies (official journal "Dz. U." No. 94, item 1037, as subsequently amended);
- 3) no criminal proceedings initiated pursuant to the provisions referred to in point 2 are pending against me;
- 4) I am not employed in a deputy's office, senator's office, deputy's-senator's office or an office of a Member of the European Parliament under a contract of employment, contract of mandate or other contract of a similar nature;
- 5) I am not a member of any body of a political party, representing political parties before third parties or authorized to incur obligations;
- 6) I am not employed by a political party under a contract of employment;
- 7) in performing supervisory or managerial functions I have not caused any damage decided by a final court judgment;
- 8) during the last three years I have not performed any supervisory or managerial tasks in companies with a majority stake held by the State Treasury, or I have performed such tasks and I have received acknowledgment of fulfilment thereof during the last three years;
- 9) I am not a member of a supervisory board or management board of any party related to the company;
- 10) I am not a partner or shareholder with 5 % or more votes the General Meeting of the company or the Shareholders' Meeting or General Meeting of a related party;

- 11) I am not a member of a supervisory board or management board or employee of an entity that has 5 % or more votes the General Meeting of the company or the Shareholders' Meeting or General Meeting of a related party;
- 12) I am not an employee or ascendant, descendant, spouse, brother, sister, spouse's parent or a person in adoption-like relation with respect to a person who does not meet the conditions listed in points 9 to 11;
- 13) in case I am selected as a member of the supervisory board I will not remain in the relation of employment with the company and I will not perform work or services to the company under any other legal title;
- 14) in case I am selected as a member of the supervisory board I will not perform tasks that would be contradictory to the duties of a member of the supervisory board or could give rise to a suspicion of partiality or self-interest.

Aware of criminal liability for certifying an untruth with regard to circumstances having legal significance (Article 271 of the Penal Code), I hereby declare that the information on the above declarations are true.

I grant my consent for the above information being processed by the National Broadcasting Council for purposes of qualification proceedings, in accordance with Article 27 paragraph 2 subparagraph 1 of the Personal Data Protection Act of August 29, 1997 (official journal "Dz. U." of 2002 No. 101, item 926, as subsequently amended).

.....  
(date and place of the declaration)

.....  
(signature of the person making the declaration)