

# **EUREKA REGULATORY CORPUS**

**Between the EUREKA Full Members  
the following EUREKA Regulatory Corpus is agreed  
during the Madrid Ministerial Conference  
held on the 30th June 2017  
and enters into force on the same day**



## General Rules

- A. EUREKA Founding Principles
- B. EUREKA Objectives
- C. EUREKA Participating Countries
- D. EUREKA Governance
- E. EUREKA Financial Support
- F. Key Features of EUREKA Programmes and Instruments
- G. Review Procedures

## Annexes

- I. EUREKA Documents replaced by the Regulatory Corpus
- II. Participation Status in EUREKA
- III. Roles and responsibilities of EUREKA Bodies
- IV. Statutes of the “EUREKA Association” (AISBL)
- V. EUREKA Acts and Decision Processes
- VI. EUREKA Activities: Programmes and projects
- VII. Performance monitoring and procedures encouraging participation in EUREKA projects
- VIII. Distribution of administrative costs and individual contributions



## **A. EUREKA Founding Principles**

1. Whereas on 17 July 1985 EUREKA was established by a Conference of Ministers of 17 countries and Members of the Commission of the European Communities.

2. Whereas the fathers of the EUREKA recognized the importance and the urgency of Europe combining its energy and skills in the domain of civil high technologies.

3. Whereas the establishment of a large homogeneous, dynamic and outward-looking European economic area is essential to support the economic development and employment in Europe;

4. Whereas completion of the internal market of the European Union and strengthen the economic relations with the other European countries should lead to acceleration on-going efforts to:

- elaborate joint industrial standards at an early stage
- eliminate existing technical obstacles to trade, inter alia by the mutual recognition of inspection procedures and certificates

5. Whereas the exchange of technologies between enterprises and institutes is a prerequisite for a high technological standard. This will be achieved by encouraging and facilitating increased industrial, technological and scientific cooperation on projects directed at developing products, processes and services having a world-wide market potential and based on advanced technologies.

6. Whereas the aim of the activities of EUREKA is to encourage and stimulate the elaboration and implementation of concrete civilian projects by companies and research centres from different countries, and to design and apply appropriate funding formula in respect with the principles of international free competition.

7. Whereas the content of the Declaration of Principles relating to EUREKA adopted in Hannover on 5-6 November 1985 called “the Hanover Declaration” states among others:

- The highest decision-making body of EUREKA is the Conference of Ministers, whose responsibility is to develop further the substance, structures and goals of EUREKA and to assess the results (Part IV, paragraph 2.1);
- High Representatives of each of the participating countries and of the Commission of the European Communities will meet when necessary as a group in order to assist the Conference of Ministers in carrying out its tasks and prepare its meetings (Part IV, paragraph 2.2);
- At the end of each meeting the Conference of Ministers will choose the Chairperson of the next meeting who will ensure the continuation of the work. Besides, the Chairperson of the Group of High Representatives will have the same nationality as the Chairperson of the next Conference of Ministers (Part IV, paragraphs 2.1 and 2.2);

- A small and flexible EUREKA Secretariat under the responsibility of the EUREKA Conference of Ministers will be established to enhance the transparency and efficiency of EUREKA (Part IV, paragraph 2.3).

8. Whereas the EUREKA Full Members decided<sup>1</sup> for Membership and Association the rules and procedures to be followed and the rights and obligations of Members and Associated countries.

9. Whereas successive improvements of the EUREKA governance has been adopted by the statement of Roles and Responsibilities within EUREKA endorsed by the Group of High Level Representatives<sup>2</sup>.

10. Whereas the functioning of the EUREKA Secretariat is defined within the Statutes of the EUREKA Association (AISBL<sup>3</sup>).

11. Whereas the objectives of the governance are to provide EUREKA with strategic and operational continuity, as well as political and operational clarity, there is a need to further improve the EUREKA governance and to consolidate in one reference EUREKA Regulatory Corpus the different existing texts to avoid interpretation, doubts and confusion.

12. Whereas the Ministerial Conference of EUREKA Member countries, on its meeting held in Madrid on 30<sup>th</sup> of June 2017, had decided to adopt the Strategy for EUREKA Internationalization 2025, including the new status to participate in the initiative EUREKA as Partner country.

The Ministerial Conference of EUREKA Full-member countries, on its meeting held in Madrid the 30<sup>th</sup> of June 2017, adopts the following EUREKA Regulatory Corpus that replaces the fundamental EUREKA documents as listed in Annex I.

Each EUREKA participating country, as defined in point C, adheres to the EUREKA Regulatory Corpus and its future amendments.

## **B. EUREKA Objectives**

The objectives of EUREKA are:

- To raise, through closer cooperation among enterprises and research institutes in the fields of advance technologies, the productivity and competitiveness of

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<sup>1</sup> Membership is defined in Rotterdam, 28 oct. 2004 and last version in Bergen, 19 June 2014

Associated countries were defined in Lisbon, 17-18 June 2009 and last version in Bergen, 19 June 2014

<sup>2</sup> Roles and Responsibilities were adopted in Edinburgh in April 1997 and subsequently revised in Poitiers in March 2004 and lastly in Berlin on the 24th of June 2010.

<sup>3</sup>The EUREKA Association is an independent legal entity as an "association internationale sans but lucratif" (AISBL) under Belgian law. The Association is composed of different bodies: the General Assembly, the President, the Executive Board and the EUREKA Secretariat.

industries and national economies on the world market of countries that share and are committed to accept the EUREKA Founding principles, and

- To strengthen the basis for lasting prosperity and employment. EUREKA will enable participating countries to master and exploit the technologies that are important for its future, and to build up its capacity in crucial areas.

The achievement of these objectives is reflected in the generation of cooperative R&D&I projects under any of the available EUREKA instruments. The generation of projects will be encouraged and subjected to continuous monitoring by the HLG, supported by the ESE, according to Annex VII.

### **C. EUREKA participating countries**

Countries that have entered into a relationship with EUREKA that recognizes a given participation status within the initiative, contractually formalized or non-formalized, are called “EUREKA participating countries”. The conditions of such participation status are described in Annexes II and VII to this Regulatory Corpus.

EUREKA projects shall be developed in effective cooperation between at least two legal entities established in more than one EUREKA participating country or in third countries tied to EUREKA for reinforced temporary Bilateral Cooperation. If no especial agreement exists, third countries companies are allowed to participate in EUREKA on a project by project basis, under specific approval of the governing bodies, once accomplished the minimal requirements described in Annex VI.

### **D. EUREKA Governance**

EUREKA is composed of decision-making, representative, consultative and supportive-implementation bodies.

- The EUREKA decision-making bodies are: the Ministerial Conference (MC), the High Level Group (HLG) and the bodies of the “EUREKA Association” AISBL i.e. General Assembly and the Executive Board.
- The Chair acts mainly as a EUREKA representative body, but it can be considered a decision-making body under the terms laid out in Annexes III and IV.
- The EUREKA consultative bodies are the Executive Group (EG) and the Working Groups decided by the HLG.
- The EUREKA administrative supportive body is the EUREKA Secretariat.
- The National Project Coordinators Group (NPC) and the EUREKA Secretariat implement the Programmes and projects.

Details on the roles and responsibilities of these bodies are laid out in Annex III and IV of the EUREKA Regulatory Corpus. The structure of the AISBL is described in the Statutes of the Association (Annex IV).

The EUREKA Acts and Decision Processes are defined in Annex V.

## **E. EUREKA Financial Support**

EUREKA receives suitable support from the Governments of the participating countries and from the European Union by means of regular and extra contributions as defined in Annexes II and VIII in order to achieve a balanced yearly budget of the EUREKA Association.

The Governments of the countries participating to EUREKA and the European Union examine the possibility of additional supportive measures for EUREKA when necessary.

The central financial support to the functioning and the activities of EUREKA (Programmes and Secretariat) is managed through the AISBL. As a general rule, financial support to participant entities in EUREKA projects is managed by National Funding Bodies, complemented or not with central financial support.

## **F. Key Features of EUREKA Programmes and Instruments**

The following EUREKA Key Features characterise all the EUREKA Activities, Programmes and Instruments, described as Annex VI to this Regulatory Corpus.

- a. Civilian innovation technologies: EUREKA aims to encourage and enlarge cooperation and exchange of civilian technologies through selection, support and implementation of projects in the various domains of high technology and innovation.
- b. International cooperation: EUREKA mission is achieved through a well-established intergovernmental network of participating countries facilitating the international coordination of national innovation programmes.
- c. Concrete projects: EUREKA projects are related to research and development of new or improved products, process and services, in compliance with the EUREKA Objectives and elaborated once the participants identify some expected benefit from pursuing them on a cooperative basis. The participants in EUREKA projects have to be appropriately qualified, technically and managerially, and have to subscribe adequate financial commitments to undertake their joint projects.

EUREKA is open to all efficient capacities including those existing in small and medium sized enterprises as well as smaller research institutes in which many of the innovative technological products and processes are initiated.

- d. Close to market and bottom-up approach: the EUREKA initiative is market-oriented and committed to the ‘bottom-up’ approach ensuring that any R&D project with a good business plan receives the support it deserves, independent of its technological nature, or the type of organizations involved.



## **G. Review Procedures**

The operational details of EUREKA are laid out in Annexes of this Regulatory Corpus. In order to maintain the flexibility of EUREKA to adapt to a rapidly changing environment, the Ministerial Conference or the High Level Group (HLG) are empowered to add, modify and delete such Annexes in accordance with the decision-making rules of the MC or the HLG described in the Annex III except for the Statutes of the AISBL where Belgian regulation procedures shall be respected, as described in Annex IV.

Annexes may be modified independently of each other. Once an amended annex is officially approved by the MC or the HLG, it will come into force and substitute the previous one within the EUREKA Regulatory Corpus.

The Annexes should comply with the General Rule. In case of contradiction the General Rules take precedence over the Annexes, except for Annex IV “EUREKA Association”.

## Annex I. EUREKA Documents replaced by the EUREKA Regulatory Corpus

1985	Paris Declaration	17 July 1985	
	Hannover Declaration	6 November 1985	PD EUREKA 001
1991	The Hague Statement	19 June 1991	PD EUREKA 016
1992	Tampere MC	22 May 1992	EUREKA doc. 10 MC 9
	Check list on New European Eureka members	14 May 1992	
1992	Distribution of Administrative Costs	2-3 April 1992	EUREKA doc. 1044
1997	MoU on the EUREKA Secretariat between the Members of EUREKA, London	19 June 1997 HLG Edinburgh, 17-18 April 1997	PD EUREKA 002 EUREKA 1523a
2001	Participation of companies and research centres from non-member Countries Madrid amended rules	28 June 2001	PD EUREKA 015
2002	Criteria to fulfil in order to be accepted as NIP	7 February 2002	EUREKA doc. 2045
2007	The Statutes of the EUREKA Secretariat AISBL	26 October 2007 (published 15 April 2008)	
2009	International Cooperation Strategy	29-30 January 2009	EUREKA doc 2721
2010	Roles and Responsibilities, Berlin <sup>4</sup>	24 June 2010	EUREKA doc. 2843
2013	HLG 1 Brussels	30 October 2013	(doc 3204)
2014	Membership of EUREKA, Bergen <sup>5</sup>	19 June 2014	EUREKA doc. HLG3224
	Associate countries – regulations and procedures, Bergen <sup>6</sup>	19 June 2014	EUREKA doc. HLG3230

<sup>4</sup>In replacement of Edinburgh doc. HLG 1523a, Poitiers doc. HLG 2209 and Nice doc 2228.1.

<sup>5</sup> In replacement of Jerusalem, 22 June 2011, doc. HLG4, Berlin, 24 June 2010, doc. 2847 and Rotterdam, 28 October 2004, EUREKA Doc. 2306 rev 1.

<sup>6</sup> In replacement of Jerusalem, 22 June 2011, doc. HLG4; Berlin, 24 June 2010, doc. 2847 and Lisbon, 17-18 June 2009, doc. HLG 2750.

## **Annex II: Participation Status in EUREKA**

### **1. Full Member**

#### **1.1 Definition**

EUREKA Full Members are those States signatory of the Memorandum of Understanding of the 30th of June 1986 and those having joined at a later date agreeing upon the cited Memorandum of Understanding, replaced among other fundamental EUREKA documents by the EUREKA Regulatory Corpus since its approval by the Ministerial Conference held the 30th of June 2017; also those that will join later than the cited date, agreeing upon the present Regulatory Corpus.<sup>7</sup>

#### **1.2. Criteria**

EUREKA Full Members fulfil these criteria:

- a) Full Membership of EUREKA is restricted to countries recognized by the United Nations that are European or have part of their territory within geographical Europe. The eastern boundary of Europe being west of the Ural Mountains and north of the Caucasus Mountains, but including the Trans-Caucasus countries.
- b) Pursues an active market economy policy and is member of the World Trade Organisation.
- c) Has gained experience and demonstrated financial commitment with EUREKA through meaningful project participation with industries and research institutes, according to indicators included in the Performance monitoring report mentioned in Annex VII.
- d) Enjoys facilities, structures and resources for project implementation at a level, also beneficial to the other project partners.
- e) Possesses financial instruments and resources for membership and project participation.
- f) Has established appropriate framework conditions like export and non-proliferation control arrangements and adequate protection of intellectual property rights.
- g) Adheres the EUREKA Regulatory Corpus

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<sup>7</sup> At the time of approval of the present Regulatory Corpus, EUREKA Full Members are: Austria, Belgium, Bulgaria, Croatia, Republic of Cyprus, Czech Republic, Denmark, Estonia, Finland, France, FYROM, Germany, Greece, Hungary, Iceland, Ireland, Israel, Italy, Latvia, Lithuania, Luxembourg, Malta, Monaco, Montenegro, Netherlands, Norway, Poland, Portugal, Romania, Russian Federation, San Marino, Serbia, Slovakia, Slovenia, Spain, Sweden, Switzerland, Turkey, Ukraine, the United Kingdom and the European Union.

### **1.3. Procedure of application**

a) The formal application to become a EUREKA Full Member in preparatory period consists of a letter sent to the EUREKA Chairperson, and copied to the EUREKA Secretariat, by the competent authorities (Minister or equivalent) of the applicant country. The ESE will forward the application letter immediately to all Full EUREKA Members (represented by HLRs).

The application will be examined by the EG and the EUREKA Secretariat on the basis of an assessment that checks whether all criteria are fulfilled. A representative of the applicant country may be invited to give information to the EG which will make a recommendation to the Chair.

After receiving the EG advice, the Chair make a proposal to the HLG. A representative of the applicant country will present its case to the HLG and give further information as requested by the HLG.

There will be at least one meeting between the HLG in which the application is discussed for the first time and the Ministerial Conference.

HLG by enhanced majority (4/5) will make a recommendation to the Ministerial Conference.

The Ministerial Conference, or the HLG by delegated power from the MC, will adopt the final decision on the Full Membership application.

b) If one or more of the criteria mentioned under 1.1 are not yet fulfilled, a preparatory period will be given to the applicant country (See 2.3).

### **1.4. Consequences of the EUREKA Full Membership**

a) In relation to EUREKA:

- Official representation in all EUREKA meetings through appointed representatives (High Level Representative - HLR and National Projects Coordinator - NPC). In case a HLR cannot attend a EUREKA meeting, he/she can nominate a proxy.
- The official representatives of a EUREKA Full Member can exercise their voting right when a vote is organized by the Chair or requested by the EUREKA Regulatory Corpus.
- Eligible to become the Chair of EUREKA
- Its HLR is eligible to become member of the Executive Group
- EUREKA Full Members can participate in EUREKA Projects and Programmes as stated in Annex VI
- Set up a NPC office
- Can start an EUREKA Project and be the main participant of a EUREKA Project
- Has access to all documents on the EUREKA restricted website

b) In relation to the EUREKA Association

- The Full Member country automatically becomes Member of the EUREKA Association (AISBL)

- Pays a regular contribution to the budget of the EUREKA Association in relation to a GDP-based formula (cf. Article 6 of EUREKA Association Statutes).
- Official representation in all EUREKA Association meetings through its appointed High Level Representative to EUREKA. In case a HLR cannot attend a EUREKA Association meeting, he/she can nominate a proxy.
- Its HLR is eligible to become a member of the Executive Board at the EUREKA Association
- All EUREKA Full Members will endeavour to second personnel to the EUREKA Secretariat.

### **1.5 Exclusion or resignation of a EUREKA Full Member**

Membership shall be terminated through resignation or dismissal.

- a) A Full Member could be suspended or dismissed, if :
- It has not paid its annual contribution to the EUREKA Association, in cases of infringements to the provisions of the Statutes of the Association as well as all other possible regulations issued or approved by the Association in relation with it.
  - It has not fulfilled conditions laid out in Annex VII “Performance monitoring and procedures encouraging participation in EUREKA projects”.

The HLG may propose by enhanced majority (4/5) to the Ministerial Conference the suspension or dismissal of EUREKA Full Members, after the Full Member has been invited to present its defence before the HLG. The Member whose suspension or dismissal is discussed is not allowed to participate in the voting.

A dismissed EUREKA Full Member is de facto no longer Member of the EUREKA Association.

- b) Each EUREKA Full Member can resign from EUREKA at the end of the financial year, after the resigning Full Member has fulfilled all its obligations related to the payment of its contribution or any other amount owed to the EUREKA Association.

The resignation procedure shall consist in a formal letter (written notice) sent to the President of the EUREKA Association and copied to the Head of the Secretariat, by the competent authorities (Minister or equivalent) of the resigning Full Member at least three (3) months before the end of the financial year.

After the resignation of a EUREKA Full Member, it is de facto no longer Member of the EUREKA Association.

## **2. NIP country**

### **2.1. Definition**

National Information Point countries (or NIP) are countries recognized by the United Nations and located within the defined geographical boundaries (1.2 a) above) that, after a preparatory period, may apply for the procedure of EUREKA Full Membership as they fulfil all criteria listed in 1.2.

The NIP countries have a non-formalized contractual relation with EUREKA; they do not sign any written Agreement with EUREKA, but its status is admitted for a temporary period by the Ministerial Conference or by the HLG by delegated power from the MC, once completed the procedure of application mentioned under 2.3.

After the approval of this Regulatory Corpus the HLG will define the temporary period of all countries in the NIP status.

### **2.2. Criteria**

If one or more of the criteria mentioned under 1.2. b) to 1.2.f) are not yet fulfilled, the applicant country to Full Member status will be given a preparatory period of an appropriate duration, provided that the applicant country:

- a) Adheres to the EUREKA Regulatory Corpus
- b) Gives a governmental commitment to cooperate including an indication of:
  - Availability of funding for R&D projects
  - Sufficient research and industrial bases for the cooperation
  - Protection of Intellectual Property Rights
- c) Respects the EUREKA Procedures

In this preparatory period the applicant country can prove that it will meet all criteria at the end of the preparatory period. If this is the case it can become a EUREKA Full Member after the expiration of the preparatory period and after all the procedural steps have been taken. If not, the preparatory period can be extended or terminated.

### **2.3. Procedure of application**

- a) The formal application to become NIP country in preparatory period consists of a letter sent to the EUREKA Chair, and copied to the EUREKA Secretariat, by the competent authorities (Minister or equivalent) of the applicant country. The Chair will forward the application letter immediately to all EUREKA Full Members and to the EUREKA Secretariat.
- b) The application will be examined by the EG and the EUREKA Secretariat on the basis of an assessment that checks whether all the criteria are fulfilled. A representative of the applicant country may be invited to give information to the Executive Group. Once examined the application, the EG makes a recommendation to the Chair.

- c) After receiving the EG advice, the Chair make a proposal to the HLG. A representative of the applicant country will present its case in the HLG and give further information as requested by the HLG. There will be at least one HLG meeting between the HLG meeting in which the application is discussed for the first time and the Ministerial Conference. The HLG will make by enhanced majority (4/5) a recommendation to the Ministerial Conference.
- d) The Ministerial Conference, or the HLG by delegated power from the MC, decides on the application and on the extension or termination of the preparatory period.

#### **2.4. Consequences of the NIP status**

- a) During the preparatory temporary period to access the Full Member status, the NIP country will have the following rights and obligations in relation to EUREKA:
  - Official representation by a National Projects Coordinator without voting rights in NPC meetings.
  - NPCs can participate in all NPC and joint NPC/HLG meetings with voice in the discussion of any of the agenda items.
  - Can participate in EUREKA Projects and Programmes as stated in Annex VI
  - Can be the main participant of a EUREKA Project.
  - Possess financial instruments and resources for membership and project participation.
  - Project participants must be capable of funding their non-Governmental share of projects. Government should provide adequate funding to support participants, to ensure that the country's EUREKA Office can operate, and to pay the country's contribution to the cost of running the EUREKA Secretariat
  - Establishes a EUREKA National Information Point. The NIP countries would provide a help-desk function for potential EUREKA partners in European non-member countries with the following functions:
    - o channelling relevant information to and from these countries,
    - o screening project ideas emanating from interested companies and research institutes in their countries in accordance with EUREKA Project standards,
    - o serving as access points to the EUREKA Project database,
  - Participates in joint meetings with NPC's to be organised when appropriate, for the exchange of experience and for the joint consideration of problems and further improvements on cooperation.
- b) In relation to the EUREKA Association:
  - Pays an extra-contribution to the budget of the EUREKA Association in relation to a GDP-based formula (cf. Article 6 of EUREKA Association Statutes).
  - Considering the temporary status, NIP is non-Member of the EUREKA Association and thus does not have representatives in the EUREKA Association bodies.

## **2.5. Exclusion or resignation of a NIP country**

NIP Status shall be terminated through resignation or dismissal.

- a) A NIP country could be suspended or dismissed if:
- It has not paid its annual contribution to the EUREKA Association, in cases of infringements to the provisions of the Statutes of the Association as well as all other possible regulations issued or approved by the Association in relation with it.
  - At the end of the temporary period decided by the MC or by the HLG by delegated power from the MC, the NIP country has not fulfilled conditions laid out in Annex VII “Performance monitoring and procedures encouraging participation in EUREKA projects”.
  - The HLG may propose by enhanced majority (4/5) to the Ministerial Conference the suspension or dismissal of NIP countries, after the NIP country has been invited to present his/her defence before the HLG. The NIP country whose suspension or dismissal is discussed is not allowed to participate in the voting.
- b) Each NIP country can resign from EUREKA at the end of the financial year, after the resigning NIP country has fulfilled all its obligations related to the payment of its contribution or any other amount owed to the EUREKA Association.

The resignation procedure shall consist in a formal letter (written notice) sent to the President of the EUREKA Association and copied to the Head of the Secretariat, by the competent authorities (Minister or equivalent) of the resigning NIP country at least three (3) months before the end of the financial year.

## **3. Associated country**

### **3.1. Definition and criteria**

The EUREKA Associated countries are those States recognized by the United Nations and signatory of an Association Agreement with EUREKA, accepting rights and obligations defined and regulated by the EUREKA Doc. HLG 2846, Associated countries - Regulations and Procedures, replaced among other fundamental EUREKA documents by the Regulatory Corpus since its approval by the Ministerial Conference held the 30th of June 2017. Are also Associated countries those that will join later or renewing the Association Agreement after the last cited date, agreeing upon the cited Regulatory Corpus.

Associated countries fulfil these criteria:

- a) No location restrictions for Associated countries except countries from geographical Europe as defined in 1.2 a).
- b) Pursues an active market economy policy and is member of the World Trade Organisation;



- c) Has in place democracy and human rights protection;
- d) Has gained experience and demonstrated financial commitment with EUREKA through project participation with industries and research institutes, as project-by-project third country participant, or by means of at least a Globalstars call.
- e) Enjoys facilities, structures and resources for project implementation at a level, also beneficial to the other project partners.
- f) Possesses financial instruments and resources for membership and project participation.
- g) Has established appropriate framework conditions like export and non-proliferation control arrangements and is not part of the EU list of non-cooperative tax jurisdictions;
- h) Has adopted proper protection rules for intellectual property rights.

### **3.2. Procedure of application**

A formal application consists of a letter sent to EUREKA Chair and copied to the Head of the EUREKA Secretariat, by the competent authorities (Minister or equivalent) of the applicant country, requesting that it be accepted as Associate country, and outlining the mutual benefits resulting from its participation in the Network. The Chair will forward the application letter immediately to all HLR's of EUREKA Full Members.

The Chair with the support of the Executive Group, and the EUREKA Secretariat is in-charge of the application procedure.

The detailed procedure to apply as Associated country includes the following steps:

- a) Once the application is formally received, the Chair will ask the EUREKA Secretariat to prepare a short report on the mutual benefits that may be expected to result from the requested association. The application will be examined by the EG and the EUREKA Secretariat on the basis of an assessment that checks whether all the criteria are fulfilled. A representative of the applicant country may be invited to give information to the EG. The EG will make a recommendation to the Chair.
- b) Based on the EUREKA Secretariat report and after receiving the EG advice, the Chair make a proposal to the HLG that will carry out a preliminary assessment and discussion. A full evaluation procedure will only proceed if the HLG decided positively on the fulfilment of the mutual benefit criterion.
- c) If a positive decision results from the preliminary discussion of mutual benefits in the HLG, the ESE will be charged with preparing a check list of items to be verified in each application.
- d) The core elements of the check-list will probe the fulfilments by the applicant country of the admission criteria in the corresponding EUREKA Regulations. All

applications that pass the initial mutual-benefit examination will be screened against these admission criteria:

- Identification of Mutual benefits
  - Adequate IPR regulations
  - Dynamic innovation policy
  - Adequate and dedicated budget for public support projects
  - Administrative infrastructure fulfilling the role of interface with EUREKA and project generation, acting as brokers and facilitators.
  - Full commitment at the ministerial level
- e) The Authorities of the applicant Associated country send to the Chair and the ESE a file addressing all the admission criteria on the check list.
- f) A fact finding mission by the Chair and the ESE will be organised. It should be joined by one or more EUREKA Members, invited by the Chair. The two main objectives of this mission will be:
- To verify the extent to which the admission criteria are likely to be met in full
  - To negotiate a draft Association Agreement, which will include targets for participation in projects
- g) The candidate Associated country will be invited to present its case to the HLG.
- h) The HLG shall decide by enhanced majority (4/5) whether to recommend the granting of the Associated status for approval by the Ministerial Conference
- i) The decision in the Ministerial Conference, or in the HLG by delegated power from the MC, will follow the procedures used for admission of a new Member.

After approval by the MC, or by the HLG by delegated power from the MC, the Association Agreement shall be signed by the official governmental representatives of the EUREKA Chair country and of the applicant Associated country.

### **3.3. Consequences of the Association status**

- a) Each country will appoint one representative to the NPC and one to the HLG. The representatives have no voting rights in EUREKA Meetings and no representatives in the EUREKA AISBL bodies. In case a representative cannot attend a EUREKA Meeting, the representative of the Associated country may nominate a proxy.
- b) Participation in EUREKA Meetings:
- The representative to the NPC can participate in all NPC Meetings and in all bilateral meeting sessions preceding NPC Meetings. The participation in the meeting should be such as to maximize the opportunity for contacts with NPCs to generate projects. NPC representative may be accompanied by a colleague.
  - HLRs shall be invited to all HLG open session meetings.
  - NPC and HLG representatives can participate in all joint NPC/HLG Meetings. Representatives may take the floor in the discussion of any of the agenda items.
- c) Participation and organisation of EUREKA Events

- Associated countries can participate in EUREKA Events as any EUREKA Full Member.
  - They may organise dedicated EUREKA Events, and can participate in brokerage events and other similar EUREKA Events.
  - May organise dedicated EUREKA Brokerage Events and other similar type of activities.
  - Will be invited to training events (not only the representative to the NPC but also managers dealing with projects)
- d) Associated countries can participate in EUREKA Project and Programmes as stated in Annex VI. Participation in EUREKA affiliated organisations like Clusters and Umbrellas depends on internal regulations and decisions of those organisations.
- e) Pays an extra-contribution to the budget of the EUREKA Association as of the first year in relation to the usual GDP-based formula, 50% of the contribution in case the applicant would have been a EUREKA Full Member. Contribution will not be higher than that of the highest amount paid by a EUREKA Full Member.
- f) Relationship with the EUREKA Secretariat:
- An Associated country may provide information about project matters in its own system/country through a web page to be made available by the Secretariat.
  - The material of the page will be the responsibility of the Associated country, within the general guidelines of EUREKA provided by the ESE.
  - Will get full access to project information for those in which its project is taking part.
  - Associated countries may second personnel to the EUREKA Secretariat.

### **3.4. Exclusion or resignation of an Associated country**

Association shall be terminated through resignation or dismissal.

- a) An Associated country can be suspended or dismissed if it has not paid its annual contribution to the budget of the EUREKA Association, in cases of infringements to the provisions of the Statutes of the EUREKA Association as well as all other possible regulations issued or approved by the EUREKA Association in relation with it.

The HLG may propose by enhanced majority (4/5) to the MC the suspension or dismissal of an Associated country, after the Associated country has been invited to present his/her defence before the HLG. The Associated country whose suspension or dismissal is discussed is not allowed to participate in the voting.

- b) Each Associated country can resign from EUREKA at the end of the financial year, after the resigning Associated country has fulfilled all its obligations related to the payment of its contribution or any other amount owed to the EUREKA Association.

The resignation procedure shall consist in a formal letter (written notice) sent to the President of the Association and copied to the Head of the Secretariat, by the competent authorities (Minister or equivalent) of the resigning Associated country at least three (3) months before the end of the financial year.

### **3.5. Renewal of the Association status**

The Associated country status is granted by the Ministerial Conference for successive periods of four years.

At the end of each period, a new specific recommendation of the HLG to the MC is needed. The recommendation of the HLG will be mainly based on:

- The examination of the extent of fulfilments of the obligations under the corresponding Association Agreement on the basis of an evaluation report timely drawn up by the ESE.
- The assessment of conditions laid out in Annex VII “Performance monitoring and procedures encouraging participation in EUREKA projects”.

No other new application process will be necessary in case of renewal other than an exchange of letters with the Chair.

The Ministerial Conference, or the HLG by delegated power from the MC, will decide on the renewal of the Association.

## **4. Partner country**

### **4.1 Definition and criteria**

The EUREKA Partner countries are those States recognized by the United Nations and signatory of a Partnership Agreement with EUREKA, accepting rights and obligations defined and regulated by the EUREKA Regulatory Corpus since its approval by the Ministerial Conference held the 30th of June 2017. They fulfil these criteria:

- a) Associated countries after a minimum of two periods of association (eight years) invited by the Chair, by initiative and after decision of the HLG, to become EUREKA Partners. No automatism is foreseen for Associated countries to access the Partner Status.
- b) Pursues an active market economy policy and is member of the World Trade Organisation;
- c) Has in place democracy and human rights protection;
- d) Has demonstrated a continuous active role and financial commitment with EUREKA through project participation with industries and research institutes according to indicators included in the Performance monitoring report mentioned in Annex VII.
- e) Enjoys facilities, structures and resources for project implementation at a level, also beneficial to the other project partners;

- f) Possesses financial instruments and resources for Partnership and project participation;
- g) Has established appropriate framework conditions like export and non-proliferation control arrangements and is not part of the EU list of non-cooperative tax jurisdictions;
- h) Has adopted proper protection rules for intellectual property rights.

The Partner country status shall be considered as permanent, once decided by the EUREKA decision making bodies.

#### **4.2 Procedure of admission**

- a) The procedure starts by initiative of at least four EUREKA Full Members, that presents the request to give the Partnership status to an Associated country, in a HLG meeting or by written procedure. From this moment, the Chair shall ask the EUREKA Secretariat to prepare a report on the fulfilment of the criteria for Partnership, and, especially, on the activity and financial performance of the proposed Associated country.
- b) This report, once revised by the EG and the Full Members that initiated the procedure, shall be presented by the Chair to the HLG in order to take the decision about the invitation to the proposed Associated to become Partner country.
- c) After the HLG decision, a formal letter of invitation shall be sent by the EUREKA Chairperson to the competent authorities (Minister or equivalent) of the invited Associated country, offering the Partner country status and outlining the rights and liabilities resulting from its participation with such status in EUREKA, copied to the Head of the EUREKA Secretariat. The Chair will forward the invitation letter immediately to all HLR's of EUREKA Full Members.
- d) If the invited Associated accepts the Partner Status, its HLR will be offered to present its formal acceptance to the HLG. The HLG shall decide by enhanced majority (4/5) whether to recommend definitively the granting of the Partner status for approval by the Ministerial Conference.
- e) The decision in the Ministerial Conference, or in the HLG by delegated power from the MC, will follow the procedures used for admission of a new Member.
- f) After approval by the Ministerial Conference, or by the HLG by delegated power from the MC, the Partnership Agreement shall be signed by the official governmental representatives of the EUREKA Chair country and of the new Partner country.

#### **4.3. Consequences of the Partner status**

- a) Each Partner country will appoint one representative to the NPC and one to the HLG.
- b) Participation in EUREKA meetings:

- HLR of Partner countries have voting rights in the EUREKA meetings, exception made for items related to admission, exclusion or suspension of Full Members, NIP, Associated or Partner countries.
  - If the HLR of a Partner country cannot attend a EUREKA meeting he/she may nominate a proxy.
  - The representative to the NPC of a Partner country can participate in all NPC meetings and in all bilateral meeting sessions preceding NPC Meetings. The participation in the meeting should be such as to maximize the opportunity for contacts with NPCs to generate projects. NPC representative may be accompanied by a colleague.
  - HLG and NPC representatives of Partner countries can participate in all joint HLG/NPC Meetings.
- c) Participation in EUREKA Association meetings:
- HLR of Partner countries may be invited to the EUREKA Association General Assembly meetings as observers, with voice but without voting rights.
- d) Participation and organisation of EUREKA Events:
- Partner countries can participate in EUREKA Events as any EUREKA Member.
  - They may organise dedicated EUREKA Events, and can participate in brokerage events and other similar EUREKA Events.
  - May organise dedicated EUREKA Brokerage Events and other similar type of activities.
  - Will be invited to training events (not only the representative to the NPC but also managers dealing with projects)
- e) Partner countries can participate in EUREKA Project and Programmes as stated in Annex VI. Participation in EUREKA affiliated organisations like Clusters and Umbrellas depends on internal regulations and decisions of those organisations.
- f) Pays an extra-contribution to the budget of the EUREKA Association as of the first year in relation to the usual GDP-based formula, 100% of the contribution in case the applicant would have been a EUREKA Full Member. Contribution will not be higher than that of the highest amount paid by a Full Member.
- g) Relationship with the EUREKA Secretariat
- A Partner country may provide information about project matters in its own system/country through a web page to be made available by the EUREKA Secretariat.
  - The material of the page will be the responsibility of the Partner country, within the general guidelines of EUREKA provided by the EUREKA Secretariat ESE.
  - Will get full access to project information for those in which its project is taking part.
  - Partner countries may second personnel to the EUREKA Secretariat.

#### **4.4. Exclusion or resignation of a Partner country**

Partnership shall be terminated through resignation or dismissal.

- a) A Partner country could be suspended or dismissed if:

- It has not paid its annual contribution to the budget of the EUREKA Association, in cases of infringements to the provisions of the Statutes of the Association as well as all other possible regulations issued or approved by the EUREKA Association in relation with it.
- The EUREKA Partner Country has not fulfilled conditions laid out in Annex VII “Performance monitoring and procedures encouraging participation in EUREKA projects”.

The HLG may propose by enhanced majority (4/5) to the MC the suspension or dismissal of a Partner country, after the Partner country has been invited to present his/her defence before the HLG. The Partner country whose suspension or dismissal is discussed is not allowed to participate in the voting.

- b) Each Partner country can resign from the Association at the end of the financial year after the resigning Partner country has fulfilled all its obligations related to the payment of its contribution or any other amount owed to the Association.

The resignation procedure shall consist in a formal letter (written notice) sent to the President of the Association and copied to the Head of the Secretariat, by the competent authorities (Minister or equivalent) of the resigning Partner country at least three months before the end of the financial year.

The resignation of a Partner country from EUREKA excludes its HLR to be invited to the EUREKA Association GA meetings.

## **Annex III: Roles and responsibilities of EUREKA Bodies**

### **1. Ministerial Conference (MC)**

#### **1.1. Role**

The MC is the highest governing body within EUREKA.

#### **1.2. Composition and meetings**

The Ministerial Conference, composed by the Ministers responsible for EUREKA within the Governments of the EUREKA Full Member countries, shall be convened by the Chair after consultation of the HLG if there are significant issues to be discussed or decided upon.

The relevant Minister of the Chair country chairs the Ministerial Conference.

Ministers of NIP, Partner and Associated countries may be invited as observers.

#### **1.3. Competencies**

- a) The MC decides on fundamental policy and strategic issues affecting EUREKA and its role in the European Research Area including a decision on a EUREKA Strategic Road Map on a proposal by the High-Level Group (HLG), and offers/gives guidance to the HLG.
- b) The MC decides –on proposal of the HLG– on the Chairs to follow the present Chair.
- c) The MC gives its approval on the admission of new Members; the admission on Associated countries and renewal of the Associated country status and dismisses Members, NIPs and Associated countries.
- d) In between the MC meetings, MC delegates to the HLG all the necessary decisions for the well-functioning and development of the EUREKA Activities.

#### **1.4. Decision-making process**

If consensus cannot be obtained, decisions are taken as follows (each Member, being present or represented, having one vote):

- a) By enhanced majority (4/5), for the following issues: proposals of admission, exclusion or suspension of a EUREKA Full Member, NIP, Associated or Partner countries. The EUREKA participating country affected by this decision process shall not be allowed to participate to the voting.
- b) By qualified majority (3/4) for the other questions.

In any case a quorum of 2/3 of the Members should be required to take the decision. Abstentions will not be taken into consideration when counting the votes of the Members.



## **2. High Level Group (HLG)**

### **2.1. Composition and meetings**

The HLG is composed of High Level Representatives (HLRs) of EUREKA participating countries.

Each HLR is acting on behalf of the Minister of its country.

The HLR participates:

- to the bodies of the EUREKA as foreseen in the text below
- to the bodies of the EUREKA Association as foreseen in the Statutes in force

The agenda for the HLG meeting shall be divided into an open session with HLG representatives of the Associated country and NIP and a closed session (analogue to other international organisations).

Only EUREKA Full Member countries have full voting rights. Partner countries have voting rights exception made for items related to admission, exclusion or suspension of EUREKA Full Members, Associated or Partner countries. Associated countries have not voting rights.

The HLG should meet at least three times a year: in autumn, winter and in summer at the end of the Chair.

### **2.2. Role**

The High Level Group (HLG) is the key decision-making body within EUREKA and may act on behalf of the Ministerial Conference in between the MC meetings as stated in 1.3.

It is generally responsible for the policy development, for monitoring and guiding the functioning of EUREKA, for deciding on project endorsement and for supervising the work of the NPC group and the EUREKA Secretariat.

### **2.3. Competencies**

#### **a) Towards the Ministerial Conference**

- Assists the Ministerial Conference in carrying out its tasks and prepares its meetings, including a briefing on projects to be notified to the Ministerial Conference.
- Reviews the strategic impact of projects and makes recommendations to the MC
- Proposes to the Chair/to the MC the admission of new Full Members or new Associated countries upon application or new Partner countries by own initiative, and the renewal of the Associated country status at the end of a four year period.
- Proposes the exclusion of EUREKA Full Members, NIPs, Associated countries and Partner countries;
- On the EUREKA Strategic Roadmap:

- Proposes its periodical review/update to the Ministerial Conference
  - Guarantees its implementation and sustainability
- b) Towards the Executive Group:
- Approves the EG members upon proposal of the Chair;
  - May delegate its specific powers to the Executive Group
- c) Approves Globalstars calls
- d) Decides on the Annual Work Programme proposed by the Chair
- e) May establish ad hoc Working Groups regarding specific questions
- f) Oversees links with other international bodies
- g) Towards the EUREKA Association AISBL:
- Agrees the Annual Budget presented by the Head of the Secretariat
  - Proposes to the General Assembly as Head of the Secretariat a seconded candidate presented by a Full EUREKA Member, or an external candidate, in both cases selected after appropriate recruitment processes.
  - Organizes (with EG) the selection procedure of the Head of the EUREKA Secretariat.
  - Approves:
    - initial appointments of seconded staff, and subsequent extensions;
    - the grading of posts in the EUREKA Secretariat ~~ESE~~ and the nationality of the staff to be appointed;
    - the new Head of the EUREKA Secretariat recruitment processes
  - The directly employed staff will be appointed on terms and conditions to be established by the Head of the EUREKA Secretariat and subject to the budgetary approval of the HLG and the General Assembly of the AISBL

#### **2.4. Decision-making process**

- a) If consensus cannot be obtained, the decisions are taken as follows, (each Member, being present or represented, having one vote):
- By enhanced majority (4/5), for the proposal of exclusion or suspension or admission of a Full Member, NIP or Associated country (the HLR of the Member whose dismissal, suspension or admission is discussed is not allowed to participate to the voting);
  - By three quarters majority (3/4) on all other issues except when it relates to budgetary decisions of the Association;
  - For decisions related to the Budget of the EUREKA Association, a double majority is needed:
    - a three quarters (3/4) majority
    - representing at least two thirds (2/3) of the financial contributions for the membership in the Association. EUREKA Members with a financial contribution less than 1% will be allocated with 1%.
- b) In any case a quorum of two thirds (2/3) of the EUREKA Full Members and Partner countries is required to take decisions, exception made for items related to

admission, exclusion or suspension of EUREKA Full Members, NIP, Associated or Partner countries, where a quorum of two thirds (2/3) of the Full Members is required.

- c) Abstentions will not be taken into consideration when counting the votes of the EUREKA Full Members or Partner countries.

### **3. The EUREKA Chair**

#### **3.1. Role of the Chair country**

The role of the country holding the Chair is to propose initiatives for, and sustain the momentum of the work of EUREKA, to organise the meetings of EUREKA Bodies and Association Bodies (Annual Work Plan).

The Chair is held by EUREKA Full Members on voluntary basis. EUREKA Full Member countries wishing to hold the EUREKA Chair shall announce its decision to the HLG at least a year in advance.

The Chair country shall convince at least another EUREKA Full Member country to hold the Chair after the forthcoming Chair, being convenient to secure more Member candidates for successive Chairs

#### **3.2 Appointment of the Chairperson**

The Chair country chairs the MC, HLG, EG, NPC and the Association bodies during its one year term starting the 1<sup>st</sup> of July until the 30<sup>th</sup> of June.

The Chair country appoints one single Chairperson of the HLG, the EG, the EUREKA Association and of its organs.

A second Chairperson is appointed to chair the NPC Group.

The cited Chairpersons (HLG and NPC Group) do not have any voting right within the organs they chair.

#### **3.3. Role of the HLG Chairperson**

- a) Representation: the HLG Chairperson is the official representative of EUREKA and of the AISBL towards the outside world, including other institutions and third parties.

The power of representation includes the power to engage EUREKA and the EUREKA Association by his signature.

- b) Political role and pulse role: the HLG Chairperson proposes initiatives and provides leadership for activities of EUREKA as described in parts B. and E. of General rules of this EUREKA Regulatory Corpus.

The HLG Chairperson organises and chairs all the meetings and conferences in the interest of EUREKA Activities.

The HLG Chairperson manages the continuing development of EUREKA during its term and prepares draft decisions with the EUREKA Secretariat support.

A Chair may decide to invite members of the Parliaments of the participating countries and of the European Parliament for an Inter-parliamentary EUREKA Conference (IPC)

### 3.4. Competencies of the HLG Chairperson

#### a) Towards the MC

- Acts under the mandate of the Ministerial Conference respectively the HLG
- Decides whether there are significant issues to justify organising a MC meeting during its Chairpersonship term after consultation with the HLG.
- Convenes ordinary meetings and extraordinary meetings on the request of at least four members of the HLG.
- Proposes the Strategic Road Map review with the EUREKA Secretariat support
- Regarding the Annual Work Programme :
  - o Implements the Annual Work Programme in cooperation with the NPC network for its operational elements;
  - o Ensures the sustainability of the next Annual Work Programme and its consistency with the Strategic Road Map, consulting the HLG for their political elements;
  - o Supports the incoming Chair in the preparation of the next Annual Work Programme, to be proposed at HLG

#### b) Towards the EUREKA Association

Acts as described in the Statutes of the Association under Title V “Presidency”.

## 4. The Executive Group (EG)

### 4.1. Composition and appointment

The Chairperson of the High Level Group convenes and chairs the EG meetings.

The EG shall be a small and efficient body of HLRs from EUREKA Full Members approved by the HLG on a proposal by the Chair.

It shall consist of the Chairperson and at least 7 members: 3 members representing the past, acting and forthcoming Chairs (the Troika) and 4 more members to ensure an appropriate balance between most active countries (regarding the generation of new projects), the size of countries and their geographical position.

The European Commission is invited to attend the EG meetings (permanent observer status).

The Head of the EUREKA Secretariat is invited to attend the EG meetings.

The Chair may invite other EUREKA HLRs from EUREKA Full Members or Partner countries, or other people (appointed *ad personam*) to attend meetings if it is deemed to be useful.

The maximum term for EG membership is two years; the mandate is twice renewable for a period of one year.

#### **4.2. Role**

The role of the EG is to act as an advisory body to the Chair.

#### **4.3. Functions**

The EG advises and assists:

- a) The Chair in all issues which the Chair addresses, in particular on the Strategic Road Map review;
- b) The current Chair on the implementation of the political priorities of the Annual Work Programme;
- c) The incoming Chair on the political priorities of the Annual Work Programme to be presented and endorsed by HLG;
- d) The Chair in any governance and managerial aspects.
- e) The EG and the EUREKA Secretariat support the Chair in the Membership application procedures.

#### **4.4. Relationship with other bodies**

All bodies communicate with the EG through the HLG/EG Chairperson.

Agendas and other relevant documents of the EG meetings shall be made available to all HLG representatives for information, before the next HLG meeting and after verification of all EG members.

### **5. The Working Groups**

Ad hoc Working Groups may be established by the HLG for a defined period regarding specific questions when appropriate, for example, considering policy and strategy issues and, where possible and appropriate, presenting options and recommendations for action to the HLG and the Chair, including updates on the Strategic Road Map.

### **6. NPC**

#### **6.1. Role**

The role of the NPC and its national office is to manage the national project-related activities of EUREKA at operational level, focussing particularly on projects, their generation, their national and international support and follow-up.

The NPC Group forms a unique repository of experience as most of the individual NPC Members are closely involved in the core activities of EUREKA, i.e. the project generation. The Group therefore constitutes an excellent forum for exchange of experience among the NPC and for discussions of best practice.

It is especially the role of the NPC to secure that the quality of EUREKA projects comply with the demands set up for EUREKA projects by the HLG.

The NPC Group is accountable to the HLG.

## **6.2. Competence**

Each individual NPC member:

- a) Announces its objective for project generation in the first NPC and HLG meetings of every chairmanship year;
- b) Is responsible for the national EUREKA Activities as they are defined in the individual national EUREKA set-up;
- c) Ensures that the national participants in a EUREKA project fulfil the quality demands on EUREKA project participants;
- d) In cooperation with the other NPC members involved in a given project, ensures that the projects in total fulfil the quality demands on a EUREKA Project;
- e) Informs in due time the relevant NPC members as to the funding situation for its potential project participation;
- f) Ensures that National Offices are producing accurate and up-to-date project data to the ESE.

The NPC Group

- a) Supports the Chair in implementing the Annual Work Programme;
- b) Recommends to the HLG the endorsement of new EUREKA projects;
- c) Creates and utilises working procedures that stimulate project generation, such as networking and the use of ad-hoc groups of NPC Members;
- d) Proposes amendments to be agreed by the HLG regarding procedures for endorsement, project assessment, and other mutual activities when needed;
- e) Oversees the activities of the Umbrellas and Clusters;
- f) Coordinates the time schedule for international project generation activities;
- g) Supplies relevant input to the preparation of the Annual Work Programme;
- h) Implements a common evaluating system for assessing projects;
- i) Gives advice and suggestions to the HLG on all questions concerning generation and management of projects.

### **6.3. Composition**

Each EUREKA Participating Country appoints a National Project Coordinator (NPC) as member of the NPC Group.

### **6.4. Meetings**

The number of NPC meetings is decided by the Chair which may also convene extraordinary meetings.

At the NPC meetings, the work may be organised in Working Groups when appropriate.

### **6.5. Relationship with other bodies**

While the HLG decides on policy matters, the experience of the NPC Members means that they have a role in contributing ideas to the policy discussion of the HLG on the request of the HLG.

## **7. EUREKA Association and EUREKA Secretariat**

The EUREKA Secretariat is the supportive administration to the EUREKA network and activities. It is also responsible for the statutory obligations of the EUREKA Association subject to the Belgian law.

Any concern related to the AISBL and the EUREKA Secretariat is handled in the Statutes of the EUREKA Association.

**Annex IV: Statutes of the EUREKA Association (AISBL)**

**Statutes of the EUREKA Association (AISBL)<sup>8</sup>**

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<sup>8</sup> The present text of the Statutes of the AISBL “EUREKA Association” shall enter into force after having followed the procedures prescribed by the Statutes presently in force and the Belgian regulation.



Table des matières	Table of contents
Préambule	Preamble
<b>Titre 1 : Dénomination, siège et objet.</b>	<b>Title I: Denomination, registered office and purpose.</b>
Article 1 Dénomination	Article 1 Denomination
Article 2 Siège	Article 2 Registered office
Article 3 Objet	Article 3 Purpose
<b>Titre II : Composition de l'Association – Membres</b>	<b>Title II: Composition of the Association- Members</b>
Article 4 Composition et représentation	Article 4 Composition and representation
Article 5 Admission et perte de la qualité de membres	Article 5 Admission and loss of membership
Article 6 Contribution annuelle des Etats participants	Article 6 Yearly Participating countries contribution
<b>Titre III Assemblée Générale</b>	<b>Title III General Assembly</b>
Article 7 Réunion, vote et compétences	Article 7 Meeting, vote and powers
Article 8 Adoption des décisions	Article 8 Adoption of the decisions
Article 9 Compétences exclusives	Article 9 Attributed competencies
<b>Titre IV Bureau Exécutif</b>	<b>Title IV : Executive Board</b>
Article 10 Missions	Article 10 Missions
Article 11 Composition and nomination	Article 11 Composition and appointment
Article 12 Réunions	Article 12 Meetings
Article 13 Décisions	Article 13 Decisions
<b>Titre V Présidence</b>	<b>Title V Presidency</b>
Article 14 Nomination et révocation	Article 14 Appointment and dismissal
Article 15 Rôle	Article 15 Role
Article 16 Compétences exclusives	Article 16 Attributed competencies
<b>Titre VI Le Secrétariat et le Directeur du Secrétariat</b>	<b>Title VI The Secretariat and the Head of the Secretariat</b>
<b>A. Le Secrétariat</b>	<b>A. The Secretariat</b>
Article 17 Mission et rôle	Article 17 Mission and role
Article 18 Composition	Article 18 Composition
Article 19 Compétences	Article 19 Competencies
<b>B. Directeur du Secrétariat</b>	<b>B. Head of the Secretariat</b>
Article 20 Missions	Article 20 Missions
Article 21 Nomination	Article 21 Appointment
Article 22 Fonctions	Article 22 Functions
<b>Titre VII Budget - comptes</b>	<b>Title VII : Budget - accounts</b>
Article 23	Article 23
<b>Titre VIII Engagements de l'Association</b>	<b>Title VIII Commitments of the Association</b>
Article 24	Article 24
<b>Titre IX Modifications des Statuts de l'Association - Dissolution</b>	<b>Title IX Modification of the Statutes of the Association–Dissolution</b>
Article 25	Article 25
<b>Titre X Dispositions générales</b>	<b>Title X General Provisions</b>
Article 26 Convocation	Article 26 Convocation
Article 27 Régime légal	Article 27 Legal Regime
Article 28 Régime linguistique	Article 28 Linguistic Regime
<b>Annexe 1</b>	<b>Annex 1</b>

Lors de l'Assemblée Générale des membres tenue le 30 juin 2017 à Madrid, le texte suivant fut adopté à l'unanimité des membres présents ou représentés :

**Préambule**

Considérant que le Memorandum d'accord relatif au Secrétariat d'EUREKA conclu entre les membres d'EUREKA dont la dernière révision de Londres date du 19 juin 1997 dénommé « Memorandum d'accord » décrit le fonctionnement du Secrétariat d'EUREKA.

Conformément au Memorandum d'Accord (paragraphe 18), le Secrétariat est une entité juridique indépendante créée sous la forme d'une association internationale sans but lucratif (AISBL) soumise au droit belge.

Considérant que l'EUREKA Regulatory Corpus remplace le Mémorandum d' Accord de Londres du 19 juin 1997 et prévoit que le fonctionnement du Secrétariat d' EUREKA est défini dans les Statuts de l'Association EUREKA.

Considérant que les membres d'EUREKA et l'Union Européenne acceptent de déléguer au Secrétariat d'EUREKA la mise en œuvre du programme conjoint Eurostars ; le Secrétariat d'EUREKA a été désigné comme étant la structure de mise en œuvre dudit programme.

Considérant que les derniers Statuts doivent être amendés en raison de l'évolution du contexte dans lequel EUREKA déploie son activité et de l'exercice lié à la gouvernance d'EUREKA, les nouveaux Statuts se lisent comme suit :

**Titre 1 : Dénomination, siège et objet.**

Article 1 Dénomination

1.1 L'Association est une association internationale sans but lucratif et à but scientifique régie par les dispositions du titre III de la loi du 27 juin 1921 sur « les associations sans but lucratif, les associations internationales sans but lucratif, les fondations, les partis politiques européens et les fondations politiques européennes » telle que modifiée par la loi du 2 mai 2002 sur les « associations sans but lucratif, les associations internationales sans but lucratif et les fondations » et ses Arrêtés Royaux d'application ainsi que la loi du 1er décembre 2013 « portant réforme des arrondissements judiciaires et modifiant le Code judiciaire en vue de renforcer la mobilité des membres

At the General Assembly of the Members held on the 30th June 2017 in Madrid, the following text was adopted unanimously by the Members present or represented:

**Preamble**

Whereas the content of the Memorandum of Understanding on the EUREKA Secretariat concluded between the Members of Eureka, last revised in London on 19 June 1997 called “the Memorandum of Understanding”) provides for the operation of the EUREKA Secretariat.

Pursuant to the Memorandum of Understanding (paragraph 18), the Secretariat is an independent legal entity as a non-profit-making international association (AISBL) under Belgian law.

Whereas the EUREKA Regulatory Corpus replaces the Memorandum of Understanding of London of the 19<sup>th</sup> June 1997 and provides that the functioning of the EUREKA Secretariat is defined within the Statutes of the EUREKA Association.

Whereas the EUREKA Members and the European Union agreed to delegate to the EUREKA Secretariat the implementation of the Eurostars Joint Program; the Eureka Secretariat has been appointed as the dedicated implementation structure of the said program.

Whereas the last Statutes of the EUREKA Secretariat should be amended due to the evolution of the context in which EUREKA deploys its activities and exercise on governance rules, the new Statutes are the following:

**Title 1: Denomination, registered office and purpose.**

Article 1 Denomination

The Association is an international scientific and non-profit Association governed by the provisions under Title III of the Law of the 27th of June 1921 relating to “non-profit associations, International non-profit associations, foundations, European political parties and European political foundations”, as amended by the Law of 2nd May 2002 related to “non-profit associations, international non-profit associations and foundations” and their implementing Royal Decrees as well as the legislation of 1st December 2013 implementing “reform of judicial districts and the Judicial Code in order to improve the mobility of judicial order ‘members’”. The Association is called “EUREKA Association”.

de l'ordre judiciaire ». L'Association est dénommée « Association d'EUREKA».

#### Article 2 Siège

2.1 Le siège social de l'Association est établi à Bruxelles.

2.2 Il peut être transféré en tout autre lieu en Région de Bruxelles-Capitale par une simple décision du Bureau Exécutif.

Le siège est actuellement sis rue Neerveld, 107 à B – 1200 Bruxelles.

Toute décision relative au transfert du siège social doit être publiée dans le mois de la prise de décision aux annexes du Moniteur belge.

2.3 L'arrondissement judiciaire de l'Association est l'arrondissement de Bruxelles.

#### Article 3 Objet

L'Association poursuit des activités à but scientifique, d'utilité internationale et dénuées de but lucratif. Elle a pour objet :

- a) d'agir en qualité de bureau central pour la collecte et la diffusion d'informations relatives à des projets de recherche et développement technologiques ;
- b) De fournir une assistance aux entreprises et établissements de recherche intéressés par de tels projets ;
- c) De fournir son assistance quant aux arrangements administratifs à prévoir pour les réunions d'EUREKA ;
- d) De mettre en œuvre et de gérer les programmes de R&D confiés à l'Association par l'Union Européenne ou les Etats Membres. Les décisions liées à l'exécution de tels programmes seront prises conformément aux règles fixées dans une annexe faisant partie intégrante des présents Statuts.
- e) En général, de contribuer à la réalisation des objectifs définis et à définir par les Membres

#### Article 2 Registered office

2.1 The headquarters of the Association is located in Brussels.

2.2 It may be moved to any other location in the region of Brussels Capital by a simple decision of the Executive Board.

Its office is currently located at rue Neerveld, 107 in B – 1200 Brussels.

Each decision taken related to the transfer of the headquarters has to be published within a month of the decision being made in the annexes of the Belgian State Gazette.

2.3 The judicial district of the Association is the district of Brussels.

#### Article 3 Purpose

The Association carries out scientific activities which are of international utility and lacking of lucrative aim. It has the following purpose:

- a) to act as a central office for the collection and dissemination of information on technological research and development projects;
- b) to provide assistance to business enterprises and research establishments concerned by such projects;
- c) to provide assistance with the administrative arrangements required for EUREKA meetings;
- d) To implement and manage R&D Programmes entrusted to the Association by the European Union or the Member States. Decisions related to the execution of such Programmes will be taken according to the rules set out in an Annex, which is an integral part of these Statutes.
- e) In general, to contribute to the aims formulated and to be formulated by the Members of EUREKA in accordance

d'EUREKA conformément au Regulatory Corpus d'EUREKA concernant l'Association d' EUREKA.

**Titre II : Composition de l'Association– Membres**

Article 4 Composition et représentation

4.1. Composition

Les membres de l'Association sont les Membres effectifs d'EUREKA.

Les membres effectifs d'EUREKA sont les Etats signataires du Memorandum d'Accord du 30 juin 1986 et ceux ayant adhéré par la suite au dit Memorandum d'Accord, remplacé parmi d'autres textes fondamentaux d'EUREKA par le Regulatory Corpus adopté par la Conférence Ministérielle du 30 juin 2017 ; ainsi que ceux ayant adhéré au Regulatory Corpus à une date ultérieure.

4.2. Représentation

Chaque membre est représenté par un Représentant de Haut Niveau EUREKA (HLR) désigné par son/ses autorité(s) nationale(s) compétente(s).

L'Union Européenne est représentée par la Commission Européenne qui désigne un fonctionnaire en qualité de Représentant de Haut Niveau EUREKA (HLR).

Le HLR sera désigné en raison de compétences particulières qu'il possède qui sont de nature à favoriser la réalisation des objectifs de l'Association.

4.3 Participation à l'Association des Membres non-effectifs d'EUREKA

Les groupes d'Etats participants à EUREKA autres que les membres effectifs (i.e. NIPs, Associés, Partenaires tels que définis à l'Annexe II du Regulatory Corpus) ne sont pas membres de l'Association. Cependant :

- leurs Représentants au Groupe de Haut Niveau d'EUREKA peuvent être invités aux réunions de l'Association d'EUREKA en tant qu'observateurs ;
- contribuent au budget de l'Association par des

with the EUREKA Regulatory Corpus relating to the EUREKA Association.

**Title II: Composition of the Association - Members**

Article 4 Composition and representation

4.1. Composition

The Association Members are the Full Members of EUREKA.

EUREKA Full Members are those States signatory of the Memorandum of Understanding of the 30th of June 1986 and those having joined at a later date agreeing upon the cited Memorandum of Understanding, replaced among other fundamental EUREKA documents by the Regulatory Corpus since its approval by the Ministerial Conference held the 30th of June 2017; also those that will join later than the cited date, agreeing upon the present Regulatory Corpus.<sup>9</sup>

4.2 Representation

Each Member is represented by one EUREKA High Level Representative (HLR) designated by its national competent authority(ies).

The European Union is represented by the European Commission which designates an official as EUREKA High Level Representative (HLR).

The HLR is designated due to his/her particular skills set that he/she will contribute to the achievement of the purposes of the Association.

4.3. Participation in the Association of non-Full Members of EUREKA

Other groups of participating countries of EUREKA than Full Members (NIPs, Associated and Partners as defined in the annex II of the Regulatory Corpus) are not Members of the Association, but:

- its High Level Representatives to the EUREKA High Level Group could be invited to the EUREKA Association meetings as observers;
- contribute to the Association budget with its

<sup>9</sup> At the time of approval of the present Regulatory Corpus, EUREKA Full Members are: Austria, Belgium, Bulgaria, Croatia, Republic of Cyprus, Czech Republic, Denmark, Estonia, Finland, France, FYROM, Germany, Greece, Hungary, Iceland, Ireland, Israel, Italy, Latvia, Lithuania, Luxembourg, Malta, Monaco, Montenegro, Netherlands, Norway, Poland, Portugal, Romania, Russian Federation, San Marino, Serbia, Slovakia, Slovenia, Spain, Sweden, Switzerland, Turkey, Ukraine, the United Kingdom and the European Union.

contributions spécifiques en vertu de leurs accords dans le cadre de l'initiative EUREKA tel que défini aux Annexes II et VIII du Regulatory Corpus ;

- 
- bénéficient des services du Secrétariat d'EUREKA.

#### Article 5 Admission et perte de la qualité de Membres

5.1. L'admission de nouveaux membres est décidée par l'Assemblée Générale sur proposition du Bureau Exécutif.

5.2. L'admission en tant que nouveau membre implique l'acceptation des Statuts en vigueur de l'Association, ainsi que de toutes les autres règles éventuellement édictées ou approuvées par l'Association en relation avec celle-ci.

Cette acceptation doit être notifiée par courrier officiel envoyé par le Ministre du pays candidat au Président de l'Association avec copie au Directeur du Secrétariat.

5.3. La qualité de Membre se perd par démission ou exclusion.

#### 5.4. Démission d'un Membre

a) Chaque membre peut démissionner de l'Association à la fin de l'exercice financier après que le Membre démissionnaire ait rempli ses obligations liées au paiement de sa cotisation ou de tout autre montant dû à l'Association.

b) La procédure de démission consiste en une lettre officielle (notification écrite) envoyée au Président de l'Association et une copie au Directeur du Secrétariat, par les autorités compétentes (Ministre ou équivalent) du membre démissionnaire au moins trois (3) mois avant la fin de l'exercice financier.

#### 5.5. Exclusion ou suspension d'un Membre

Un membre peut être exclu/suspendu notamment en cas de défaut de paiement de la cotisation annuelle, en cas de non-respect des dispositions des Statuts de l'Association ainsi qu'aux autres règles éventuellement édictées ou approuvées par l'Association en relation avec celle-ci.

L'exclusion/la suspension d'un Membre est décidée par l'Assemblée Générale sur proposition du Bureau

extra-contributions in virtue of their Agreements within the EUREKA initiative framework as defined in Annexes II and VIII of this Regulatory Corpus;

- benefit from services of the EUREKA Secretariat

#### Article 5 Admission and loss of membership.

5.1. The admission of new Members will be decided by the General Assembly, by proposal of the Executive Board.

5.2. The admission of a new Member requires the acceptance of the Statutes of the Association in force as well as all other possible regulations issued or approved by the Association in relation with it.

This acceptance shall be communicated by a formal letter sent by the Minister of the applicant State to the President of the Association and copied to the Head of the Secretariat.

5.3. Membership shall be terminated through resignation or dismissal.

#### 5.4. Resignation of a Member

a) Each Member can resign from the Association at the end of the financial year after the resigning Member has fulfilled all its obligations related to the payment of its contribution or any other amount owed to the Association.

b) The resignation procedure shall consist in a formal letter (written notice) sent to the President of the Association and copied to the Head of the Secretariat, by the competent authorities (Minister or equivalent) of the resigning Member at least three (3) months before the end of the financial year.

#### 5.5. Dismissal or Suspension of a Member

A Member can be dismissed/suspended, particularly, if it has not paid its annual contribution, in cases of infringements to the provisions of the Statutes of the Association as well as to all other possible regulations issued or approved by the Association in relation with it.

The dismissal/suspension of a Member is decided by the General Assembly on proposal of the Executive Board.

Exécutif.

Le HLR d'un membre dont l'exclusion/la suspension est proposée sera invité à assister à l'Assemblée Générale afin de présenter sa défense.

La convocation est envoyée par courrier recommandé, avec mention des raisons de la proposition d'exclusion/de suspension. Dans ce cas, le HLR du Membre proposé à l'exclusion/suspension ne pourra prendre part au vote relatif à l'exclusion/la suspension de l'Etat partie.

L'exclusion/La suspension sera à effet immédiat après la décision de l'Assemblée Générale.

5.6 Sans préjudice de l'application d'accords spécifiques conclus avec l'Association, le membre qui a démissionné ou qui est exclu de l'Association n'a aucun droit sur les actifs de l'Association.

Dans ce cas, le Membre démissionnaire ou exclu ne peut revendiquer le remboursement de ses cotisations ni de tout autre apport.

Article 6 Contribution annuelle des Etats participants

6.1 Tout Etat participant à EUREKA contribue aux activités de l'Association d'EUREKA par une contribution annuelle telle que définie aux Annexes II et VIII du Regulatory Corpus-

6.2 La contribution annuelle des Etats participants doit être versée à temps et au plus tard le 31 décembre de l'année n de contribution.

6.3 La contribution annuelle est versée en une seule fois. Toutefois, tout Etat participant peut faire la demande dument justifiée à l'Assemblée Générale de lui accorder un versement semestriel (en janvier et en juillet de l'année n de contribution).

6.4 Tout retard de paiement entraînera l'envoi d'un courrier de rappel en juin et en novembre de l'année n de contribution et fera l'objet d'un point spécifique à l'Ordre du Jour aux Assemblées Générales d'été et d'hiver.

6.5 A compter du 1er janvier de l'année n+1 de contribution, l'Etat participant en retard de paiement est automatiquement suspendu du droit de vote (Membres effectifs) ou de participer aux réunions de l'Assemblée Générale (Etats partenaires). Les membres conservent toutefois, le droit de parole.

The HLR of a Member of whose dismissal/suspension is proposed will be invited to attend the General Assembly in order to present its defense.

The invitation is sent by registered mail indicating the reasons of the proposed dismissal/suspension. In this case, the HLR of the Member proposed for dismissal/suspension is not allowed to take part in the vote relating to the dismissal/suspension of the participating State.

The dismissal/suspension shall have an immediate effect after the decision of the General Assembly.

5.6. Without prejudice to the application of specific agreements concluded with the Association, the Member who has resigned or who is dismissed from the Association has no right to the assets of the Association. In this case, the resigned or dismissed Member is not entitled to claim for refund its contributions or any other possible contributions.

Article 6 Yearly Participating countries contribution

6.1 Each EUREKA participating country contributes to the EUREKA Association activities with a yearly contribution as defined in Annexes II and VIII of this Regulatory Corpus.

6.2 This participating countries contribution shall be paid in due time and at the latest by 31 December of the year n of contribution.

6.3 The payment of the yearly contribution is made once. However, any EUREKA participating country can make a substantiated request to the General Assembly to grant him a biannual payment (January and July of the year n of contribution).

6.4 Any late payment will result in the sending of a reminder in June and November of the year n of contribution and will be the subject of a specific item on the Agenda of the summer and winter General Assemblies.

6.5 From 1st January of the year n+1 of contribution, the EUREKA participating country delayed in payment is automatically suspended from the right to vote (Full Members) or to participate to the General Assembly meetings (Partner countries). Members shall, however, retain the right to speak.

6.6 En juin de l'année n+1 de contribution, une Assemblée Générale Extraordinaire sera réunie dans les conditions prévues aux articles 7 et 8 des présents Statuts pour décider des mesures nécessaires à prendre pour trouver une issue à la situation. Ces mesures peuvent aller jusqu'à l'exclusion de l'Association d'EUREKA.

6.7 Conformément à l'article 5.5 des présents Statuts, le HLR d'un Etat participant à EUREKA dont l'exclusion est proposée sera invité à assister à l'Assemblée Générale mentionnée au 6.4 ainsi qu'à l'Assemblée Générale Extraordinaire mentionnée au 6.6 afin de pouvoir présenter sa défense.

### **Titre III : Assemblée Générale**

#### **Article 7 Réunion, vote et compétences**

7.1 L'Assemblée Générale est l'organe suprême de l'Association.

L'Assemblée Générale est composée de participants qui sont les Représentants de Haut Niveau (HLR) de tous les Membres de l'Association.

Les HLRs des Etats Partenaires, tels que définis à l'Annexe II du Regulatory Corpus, peuvent être invités par le Président à participer aux réunions de l'Assemblée Générale en tant qu'observateurs avec droit de parole mais sans droit de vote.

7.2 L'Assemblée Générale ordinaire se réunit de plein droit trois fois par an (en automne, au printemps et en été). Elle est dûment convoquée par le Président de l'Association au lieu indiqué dans la convocation.

L'Assemblée Générale ordinaire pourra également être réunie à la demande écrite d'au moins un quart des membres de l'Association.

7.3 Une Assemblée Générale extraordinaire pourra être réunie sur convocation du Président de l'Association ou à la demande écrite d'au moins 4 Membres de l'Association.

7.4 Les participants de l'Assemblée Générale peuvent se faire représenter par une personne, ayant ou non la qualité de participant de l'Assemblée Générale, dûment munie d'une procuration à cet effet. Une personne ne peut être porteuse de plus d'une procuration.

6.6 In June of the year n+1 of contribution, an Extraordinary General Assembly will be convened under the conditions laid down in Articles 7 and 8 of the present Statutes to decide on the necessary measures to find a way out of the situation. Such measures may even include the exclusion from the EUREKA Association.

6.7 According to the Article 5.5 of the present Statutes, the HLR of a EUREKA participating country of whose dismissal is proposed will be invited to attend the General Assembly mentioned in 6.4 and the Extraordinary General Assembly mentioned in 6.6 in order to be able to present its defense.

### **Title III: General Assembly**

#### **Article 7 Meeting, vote and powers**

7.1 The General Assembly is the highest body within the Association.

The General Assembly is composed by participants that are the High Level Representatives (HLR) of all the Members of the Association.

HLRs of EUREKA Partner countries, as defined in Annex II of this Regulatory Corpus, may be invited by the Chair to participate in General Assembly meetings as observers with voice, but not having voting rights.

7.2 The ordinary General Assembly meets by right three times per year (in autumn, spring, and summer). It is duly convened by the President of the Association, at the place indicated in the notice.

The ordinary General Assembly can also be assembled under written request of at least one quarter of the Members of the Association.

7.3 An extraordinary General Assembly can be held by invitation of the President of the Association or under the written request of at least 4 Members of the Association.

7.4 The participants of the General Assembly may also arrange to be represented by a person, participant or non-participant of the General Assembly, duly authorized. A person cannot hold more than one proxy.

7.5 Les Assemblées Générales sont présidées par le Président de l'Association ou, en son absence, par un participant du Bureau Exécutif qui aura été désigné par le Président à cet effet.

Sans préjudice des dispositions visées à l'article 25.1 des présents Statuts, les Assemblées Générales seront convoquées par écrit par le Président de l'Association moyennant un préavis d'au moins 15 jours et avec indication des lieux, de la date et de l'heure de la réunion. L'ordre du jour de la réunion sera adressé avec la convocation écrite.

#### Article 8 : Adoption des décisions

8.1 S'il ne peut être obtenu de consensus à leur égard, les décisions de l'Assemblée Générale sont prises comme suit (chaque Membre de l'Assemblée Générale - présent ou représenté - disposant d'une voix):

8.2 A la majorité qualifiée (4/5) pour les décisions portant sur les points suivants :

\* modification des Statuts de l'Association (cf. article 25 infra) ;

\* admission d'un nouveau Membre de l'Association tel que défini à l'article 4.1.

\* exclusion d'un Membre de l'Association ; le HLR du Membre dont l'exclusion est débattue ne peut participer au vote.

8.3 A la majorité des trois-quarts (3/4) pour les décisions portant sur tous les autres points que ceux mentionnés ci-avant, excepté celles relatives au budget.

8.4 Pour les décisions relatives au budget, une double majorité est nécessaire :

\* une majorité des trois-quarts (3/4) des votes

\* représentant au moins deux tiers (2/3) des contributions financières des membres dans le budget de l'Association de l'année budgétaire précédente. Lors du calcul des cotisations à cet effet, la contribution financière relative aux programmes mentionnés à l'article 3(d) des présents Statuts n'est pas prise en considération. Les membres dont la contribution financière est inférieure à 1% se verront allouer à ce titre 1%.

8.5 Les abstentions ne sont pas prises en compte pour le calcul des voix.

8.6 Dans tous les cas, un quorum de présence des deux-tiers (2/3) des participants de l'Assemblée Générale est requis pour prendre les décisions.

7.5 The General Assembly Meetings shall be chaired by the President of the Association or, in case of absence, by a participant of the Executive Board who has been designated by the President for this purpose.

Without prejudice of the provisions referred to in Article 25.1 of the present Statutes, the invitations to attend to the General Assemblies will be made in writing by the President of the Association, at least 15 days in advance, and will indicate the place, the date and the time of the meeting. The agenda of the meeting will be sent with the written invitation.

#### Article 8: Adoption of the decisions

8.1 If a consensus cannot be obtained, decisions in the General Assembly are taken as follows (each Member of the General Assembly – present or represented – has one vote):

8.2 By enhanced qualified majority (4/5) for the decisions on the following points:

\* Modification of the Statutes of the Association (cf. Article 25 infra);

\* Admission of a new Member of the Association as defined in the article 4.1

\* Dismissal of a Member of the Association; the HLR of the Member whose dismissal is discussed is not allowed to participate to the voting.

8.3. By a three-quarters (3/4) majority for the decisions on all other issues than the ones mentioned above, except whenever budgetary decisions are concerned.

8.4 For the decisions relating to the budget, the following double majority is needed:

\* Three-quarters (3/4) majority of the votes

\* Representing at least two-thirds (2/3) of the financial contribution for the membership to the budget of the Association of the previous financial year. When calculating the contributions to the Association for this purpose, the financing related to such programmes as mentioned in Article 3(d) of the present Statutes is not taken into consideration. Members with a financial contribution less than 1% will be allocated with 1%.

8.5 Abstentions are not taken into consideration when counting the votes.

8.6 In all circumstances, a quorum of two thirds (2/3) of the Members of the General Assembly is required to take decisions.



## 8.7 Procédure écrite

En cas de circonstances exceptionnelles, l'Assemblée Générale peut délibérer en procédure écrite si le Président décide d'y avoir recours. La durée de consultation est d'au moins 10 jours calendriers. Les règles du quorum et de vote seront rappelées par écrit, par le Président, lors de l'envoi de la procédure écrite.

### Article 9 Compétences exclusives

9.1 L'Assemblée Générale possède la plénitude des pouvoirs permettant la réalisation de l'objet de l'Association.

Elle ne peut statuer que sur un sujet à l'ordre du jour approuvé par elle.

9.2 Lui sont exclusivement réservées les compétences suivantes :

- L'admission de nouveaux Membres de l'Association
- L'exclusion de Membres de l'Association ;
- L'admission et l'exclusion de Membres participant aux Programmes mentionnés à l'article 3(d) des présents Statuts ;
- L'élection du Président de l'Association, parmi les HLR des Membres de l'Association;
- La nomination et la fixation de la rémunération du commissaire aux comptes;
- La nomination et le licenciement du Directeur du Secrétariat ;
- La nomination ou l'exclusion des Membres du Bureau Exécutif
- L'adoption des règles internes du Secrétariat (ESE Handbook) préparées par le Directeur du Secrétariat, après supervision par le Président de l'Association et approuvées par le Bureau Exécutif.
- L'approbation des comptes relatifs à l'exercice financier précédent et le vote de la décharge aux participants du Bureau Exécutif pour la gestion des affaires de l'Association au cours de l'exercice financier précédent ;
- L'approbation du Business Plan et du budget de l'Association pour l'exercice financier de l'année suivante ;
- La décision sur le montant des contributions des membres de l'Association pour chaque exercice financier ;
- La modification des Statuts de l'Association ;
- La dissolution de l'Association.

## 8.7 Written procedure

In exceptional circumstances, the General Assembly may conduct business by written procedure if the President decides to use it. The duration of the consultation is, at least, 10 calendar days. The rules of quorum and of vote will be reminded by written, by the President, when the written procedure will be sent.

### Article 9 Attributed competencies

9.1 The General Assembly shall have full powers for achieving the purpose of the Association.

It can only act upon matters on the agenda which it has approved.

9.2 It is vested with the following exclusive competences:

- The admission of new Members of the Association
- The dismissal of Members from the Association;
- The admission and dismissal of Members of Programmes mentioned in Article 3(d) of the present Statutes
- The election of the President of the Association among the HLR of the Members of the Association.
- The appointment and the decision on the retribution of the legal auditor;
- The appointment and the dismissal of the Head of the Secretariat;
- The appointment and the dismissal of the Members of the Executive Board
- The adoption of the internal rules of the Secretariat (ESE Handbook) prepared by the Head of the Secretariat, once supervised by the President of the Association and approved by the Executive Board.
- The approval of the accounts relating to the preceding financial year, as well as the voting related to the discharge to be given to the participants of the Executive Board for the management of the Association for the preceding financial year;
- The approval of the Business Plan and the Budget of the Association for the next financial year;
- The decision on the contributions of the Members of the Association for each financial year;
- The modification of the Statutes of Association;
- The dissolution of the Association.

9.3 Toutes les Décisions de l'Assemblée Générale, y compris celles résultant des compétences exclusives (cf. article 9.2), sont prises sur base des documents préparés par le Bureau Exécutif.

9.4 Les décisions de l'Assemblée Générale sont portées à la connaissance de tous les Représentants de Haut Niveau des Membres de l'Association. Les conclusions des délibérations des réunions de l'Assemblée Générale sont consignées dans les procès-verbaux signés par le Président et conservés dans un registre tenu au siège social de l'Association.

#### **Titre IV : Bureau Exécutif**

##### Article 10 Missions

10.1 Le Bureau Exécutif est l'organe de gestion de l'Association notamment chargé de la préparation et de la mise en œuvre des décisions de l'Assemblée Générale.

Il prépare notamment les comptes annuels, le Business Plan et le budget, le plan financier et le rapport d'activité qui seront soumis à l'approbation de l'Assemblée Générale. Le Comité d'Audit et de Risques contribue au Bureau Exécutif dans ses fonctions conformément à la Charte relative à l'Audit et au Risque.

10.2 Le Bureau Exécutif délègue la gestion journalière de l'Association/du Secrétariat au Directeur du Secrétariat.

Le Bureau Exécutif peut également lui déléguer des pouvoirs spéciaux et déterminés.

##### Article 11 Composition et nomination

11.1. Le Bureau Exécutif est composé d'au moins sept (7) participants.

11.2. Les participants au Bureau Exécutif sont élus parmi les Représentants de Haut Niveau des Membres de l'Association lors de l'Assemblée Générale réunie en été, pour une durée maximum de deux ans. Ce mandat est renouvelable deux fois pour, à chaque fois, une nouvelle période d'un an.

La troika des Présidents est participant de droit (Président précédent, Président en exercice et Président suivant).

9.3 All the Decisions of the General Assembly, including the decisions resulting from exclusive competences (cf. Article 9.2), are taken on the basis of the documents prepared by the Executive Board.

9.4 All the High Level Representatives of the Members of the Association will be informed of the decisions of the General Assembly. The conclusions of the deliberations of the meetings of the General Assembly shall be entered on the minutes signed by the President and kept in a register held at the registered office of the Association.

#### **Title IV: Executive Board**

##### Article 10 Mission

10.1 The Board is entrusted with the management of the Association, in charge with the implementation of the decisions of the General Assembly.

It shall prepare the annual accounts, the Business Plan and the budget, the financial plan and the activity report which will be submitted for the approval of the General Assembly. The Audit and Risk Committee contributes to the Executive Board in its functions according to the Audit and Risk Committee Charter.

10.2. The Executive Board entrusts the Head of Secretariat with the daily management of the Association/Secretariat.

The Executive Board may also delegate to her/him special defined powers.

##### Article 11 Composition and appointment

11.1. Executive Board is composed of at least seven (7) participants.

11.2. The participants of the Executive Board will be elected among the High Level Representatives of the Members of the Association by the General Assembly during the meeting held in summer for a maximum mandate of two years. The mandate is twice renewable each for a period of one year.

The troika of Presidents is ex officio participant (former President, President in charge and the following President).

Chaque année, quatre (4) participants au Bureau Exécutif peuvent être réélus ou remplacés.

11.3 Si un siège est vacant en cours de mandat, la cooptation d'un participant au Bureau Exécutif est possible.

La décision devient effective après ratification de la cooptation par l'Assemblée Générale.

#### Article 12 Réunions

12.1 Le Bureau Exécutif se réunit autant de fois que les intérêts de l'Association le requièrent à l'initiative du Président ou d'au moins trois participants au Bureau Exécutif. Il se réunit au moins deux fois par an.

12.2 Les convocations aux réunions du Bureau Exécutif seront faites par le Président par écrit, au moins six jours à l'avance, avec indication des lieux, jours et heure de la réunion. L'ordre du jour de la réunion sera adressé avec la convocation.

#### Article 13 Décisions

13.1 Un quorum de quatre (4) participants au moins est requis pour prendre une décision.

Dans le cas où un participant du Bureau Exécutif ne peut pas être présent à une réunion, il/elle peut désigner un représentant.

13.2 S'il ne peut être obtenu de consensus à leur égard, les décisions du Bureau Exécutif sont prises à la majorité simple de ses participants, chaque participant du Bureau Exécutif disposant d'une voix.

-Les participants du Bureau Exécutif peuvent se faire représenter par une personne, ayant ou non la qualité de participant, dûment munie d'une procuration à cet effet. Une personne ne peut être porteuse de plus d'une procuration.

-Les abstentions ne sont pas prises en considération pour le calcul des voix.

#### 13.3 Procédure écrite

En cas de circonstances exceptionnelles le Bureau Exécutif peut délibérer en procédure écrite si le Président décide d'y avoir recours. La durée de consultation est d'au moins 10 jours calendriers. Les

Each year, four (4) participants of the Executive Board can be renewed or replaced.

11.3 If a seat is vacant during the term of office, a co-option of a participant of the Executive Board is possible.

Such decision shall become effective through ratification of the co-option by the General Assembly.

#### Article 12 Meetings

12.1 The Executive Board meets as often as required for the interests of the Association, on invitation of the President or of at least three participants of the Executive Board. They will meet at least two times a year.

12.2 The invitations to the meetings of the Executive Board will be made by the President in writing, at least six days in advance, with indication of the place, date and time of the meeting. The agenda of the meeting will be sent with the invitation.

#### Article 13 Decisions

13.1 A quorum of four (4) participants is required to take decisions.

In case a participant of the Executive Board cannot attend a meeting, he/she may nominate a proxy.

13.2 If a consensus cannot be obtained the decisions of the Executive Board will be taken by a simple majority of its participants, each participant of the Executive Board having one vote.

- The participants of the Executive Board may also arrange to be represented by a person, participant or non-participant, duly authorized. A person cannot hold more than one proxy.

- Abstentions shall not be taken into consideration when counting the votes.

#### 13.3 Written procedure

In exceptional circumstances, the Executive Board may conduct business by written procedure if the President decides to use it. The duration of the consultation is, at least, 10 calendar days. The rules of quorum and of vote

règles du quorum et de vote seront rappelées par écrit, par le Président, lors de l'envoi de la procédure écrite.

13.4 Les décisions du Bureau Exécutif sont inscrites dans un registre signé par le Président. Ce registre est tenu à la disposition de tous les membres de l'Association et conservé au siège social de l'Association.

## **Titre V Présidence**

### **Article 14 Nomination et révocation**

#### **14.1 Nomination**

L'Assemblée Générale désigne le Président de l'Association, qui agit en tant que Président de l'Assemblée Générale et du Bureau Exécutif de l'Association.

Le pays ayant la présidence est représenté dans les différentes instances par deux personnes (le Président et le HLR du pays).

Le Président ne dispose pas du droit de vote dans les organes qu'il préside (Bureau Exécutif et Assemblée Générale).

#### **14.2 Révocation**

Le mandat du Président dure un an à partir du 1er Juillet jusqu'au 30 juin suivant.

Le Président peut être révoqué sur décision de l'Assemblée Générale.

### **Article 15 Rôle**

#### **15.1 Représentation**

Le Président est le représentant officiel de l'Association à l'égard du monde extérieur en ce y compris vis à vis d'autres institutions et des tiers.

Le pouvoir de représentation inclut le pouvoir d'engager l'Association par sa signature. Le Président peut déléguer la représentation de l'Association à un autre participant au Bureau Exécutif ou au Directeur du Secrétariat

will be reminded by written, by the President, when the written procedure will be sent.

13.4. The decisions of the Executive Board shall be entered into a register signed by the President. The register shall be made available to all the Members of the Association and held at the registered office of the Association.

## **Title V: Presidency**

### **Article 14 Appointment and dismissal**

#### **14.1 Appointment**

The General Assembly appoints the President of the Association, who acts as the Chairperson of the General Assembly and of the Executive Board of the Association

The Chair Country is represented in different bodies by two persons (the President and the HLR of the Country).

The President does not have any voting right within the bodies he/she chairs (Executive Board and General Assembly).

#### **14.2 Dismissal**

The President mandate is one-year term from 1 of July until 30 of June.

The President shall be dismissed on decision of the General Assembly.

### **Article 15 Role**

#### **15.1 Representation**

The President is the official representative of the Association towards the outside world including other institutions and third parties.

The power of representation includes the power to engage the Association by his/her signature. The President may delegate the representation of the Association to another participant of the Executive Board or to the Head of the Secretariat.

Le Président est responsable devant l'Assemblée Générale.

Les actions judiciaires ou d'arbitrage impliquant l'Association, tant à titre de demandeur qu'à titre de défendeur, relèvent de la responsabilité du Bureau Exécutif, représenté par le Président ou un participant du Bureau Exécutif désigné par le Président à cet effet.

#### 15.2 Rôle d'impulsion des actions

Le Président propose des initiatives et fournit une guidance pour les activités de l'Association telles que définies à l'article 3 des présents Statuts.

Le Président organise et préside toutes les réunions et conférences dans l'intérêt des activités de l'Association.

Le Président gère le développement continu de l'Association au cours de son mandat et prépare des projets de décisions, avec l'appui du Secrétariat, pour les organes de l'Association.

#### Article 16 Compétences exclusives

16.1 Le Président convoque des réunions ordinaires conformément aux articles 7 et 12 des présents Statuts.

Le Président convoque des réunions extraordinaires de l'Assemblée Générale conformément aux articles 7 et 25 des présents Statuts.

16.2 Le Président en exercice soutient le Président entrant dans la préparation de l'année suivante.

16.3 Le Président signe les registres des décisions du Bureau Exécutif et de l'Assemblée Générale.

### **Titre VI: Le Secrétariat d'EUREKA et le Directeur du Secrétariat**

#### **A. Le Secrétariat d'EUREKA**

##### Article 17 Mission et rôle

17.1 Le Secrétariat a pour mission de fournir un soutien continu au réseau principalement à un niveau de travail, mais aussi en collectant et en diffusant l'information, en maintenant une base de données des projets, en venant en soutien des réunions et en aidant à promouvoir l'initiative.

The President is responsible before the General Assembly.

Legal actions or arbitration in which the Association is involved, either as plaintiff or as defendant, shall be monitored by the Executive Board, represented by the President or another Executive Board participant duly authorized by the President for this purpose.

#### 15.2 Political pulse role

The President proposes initiatives and provides leadership for activities of the Association as described in the Articles 3 of the present Statutes.

The President organizes and chairs all the meeting and conferences in the interest of Association's activities.

The President manages the continuing development of the Association during its term and prepares draft decisions, with the Secretariat support, for the Association bodies.

#### Article 16 Attributed competencies

16.1 The President convenes ordinary meetings according to Articles 7 and 12 of the present Statutes.

The President convenes extraordinary meetings of the General Assembly according to Articles 7 and 25 of the present Statutes.

16.2 The President in function supports the incoming President in the preparation of the following year.

16.3 The President signs register of the Executive Board and of the General Assembly decisions.

### **Title VI: The EUREKA Secretariat and the Head of the Secretariat**

#### **A. The EUREKA Secretariat**

##### Article 17 Mission and role

17.1 The Secretariat has the mission to provide continuous support to the network primarily at a working level but as well through collecting and disseminating information, maintaining a database of projects, supporting meetings and assisting in the promotion of the initiative.

17.2 Le Secrétariat apportera son soutien à la Présidence dans l'élaboration et l'accomplissement de son Programme de Travail Annuel et de la Feuille de route stratégique d'EUREKA.

17.3 Le Secrétariat est également chargé de

-faciliter les communications entre les différentes composantes du réseau.

-mettre en œuvre des programmes EUREKA. Le Secrétariat est la structure de mise en œuvre consacrée au programme Eurostars.

-d'une manière générale veiller à assurer l'efficacité et la transparence d'EUREKA et des activités de l'Association/du Secrétariat.

17.4 Les activités du Secrétariat sont exécutées sous la responsabilité de la Conférence Ministérielle d'EUREKA, de l'Assemblée Générale, du Bureau Exécutif et du Président de l'Association.

#### Article 18 Composition

18.1. La composition du personnel du Secrétariat d'EUREKA doit refléter la participation des pays participants à EUREKA.

Tout le personnel du Secrétariat est responsable devant le Directeur du Secrétariat et le soutient dans l'accomplissement de son rôle.

#### 18.2 Détachés

Le personnel détaché doit constituer un groupe professionnel équilibré entre les Etats participants à EUREKA. Un membre du personnel détaché doit toujours provenir de la Commission Européenne (détaché de droit).

Les fonctions et le mandat du personnel détaché doivent être approuvés par le Bureau Exécutif sur base d'une proposition du Directeur du Secrétariat.

#### 18.3 Personnel directement employé

Le personnel sous contrat de droit belge sera ressortissant d'un pays participant à EUREKA et doit être légalement autorisés à travailler en Belgique.

Le personnel directement employé est nommé selon des modalités et conditions établies par le Directeur, après approbation du Bureau Exécutif et l'approbation budgétaire de l'Assemblée Générale.

17.2 The Secretariat will give support to the Presidency in the definition and development of its Annual Work Programme and the EUREKA Strategic Roadmap.

17.3 The Secretariat is as well in charge of

-facilitating communications between the different components of the network.

-for implementing the EUREKA programmes. The Secretariat is the dedicated implementation structure for Eurostars programme.

-in general it seeks to ensure the effectiveness and transparency of EUREKA and the Association/Secretariat activities.

17.4 The Secretariat activities are executed under the responsibility of the EUREKA Ministerial Conference, the General Assembly, the Executive Board and the President of the Association.

#### Article 18 Composition

18.1. The composition of the staff of the EUREKA Secretariat should reflect the distribution of participating countries in EUREKA.

All the staff of the Secretariat is accountable to the Head of the Secretariat by supporting him/her in fulfilling his/her role.

#### 18.2 Secondees

The seconded staff shall constitute a professional balanced group between the EUREKA participating countries. One of the seconded staff shall always be from the European Commission (seconded by right).

The position and the term of the seconded staff shall be approved by the Executive Board on the basis of a proposal made by the Head of the Secretariat.

#### 18.3 Directly employed staff

The staff employed under Belgian law contract will be nationals of a EUREKA Participating country and be legally entitled to work in Belgium.

Directly employed staff are appointed on terms and conditions to be established by the Head, after approval by the Executive Board and subject to the budgetary approval of the General Assembly.

#### Article 19 Compétences

19.1 Le Secrétariat a le pouvoir d'entrer en relation contractuelle avec les fournisseurs de biens et services nécessaires. Il sera juridiquement responsable des actes ou omissions de son personnel, agissant en leur qualité professionnelle.

19.2 Le Secrétariat prépare le projet de budget pour chaque année civile qui sera présenté à l'Assemblée Générale par le Directeur.

19.3 Le Secrétariat gère la base de données des informations sur les projets, établie sur base des données fournies par les organismes nationaux et fournit des analyses sur les informations détenues dans cette base de données, y compris le développement d'un aperçu des tendances de projets.

19.4 Le Secrétariat soutient le travail de promotion des organismes nationaux, à travers la préparation centrale des données de base (telles que les actualités EUREKA et le rapport annuel), la fourniture de conseils ad hoc aux organismes nationaux et l'entreprise de vastes activités de promotion d'autres réseaux qui sont les mieux centralisés, comme la représentation lors des grandes foires commerciales, ou la maintenance du site Internet. Les activités de promotion du Secrétariat sont menées conformément au cadre prévu par le plan de communication, par le biais de discussions avec les NPC, dans le cadre du Business Plan du Secrétariat.

19.5 Le Secrétariat fournit un point de contact entre EUREKA et les organismes internationaux compétents.

19.6 Le Secrétariat soutient l'intégration des nouveaux membres et le travail des NIP, des Etats Associés et Partenaires par la fourniture d'informations, de conseils et de formation et, le cas échéant, de soutien direct.

19.7 Le Secrétariat entreprend des évaluations continues et systématiques des projets EUREKA, comme convenu par l'Assemblée Générale/le Bureau Exécutif.

19.8 Le Secrétariat offre son soutien administratif aux réunions EUREKA et réalise la préparation des procès-verbaux et la traduction des documents.

#### Article 19 Competencies

19.1 The Secretariat has the power to enter into contractual arrangements with suppliers of necessary goods and services. It will be legally responsible for the acts or omissions of its staff, acting in their professional capacity.

19.2 The Secretariat prepares draft budget for each calendar year which will be presented to the General Assembly by the Head.

19.3 The Secretariat manages the database of project information, based on the data provided by National Offices, and provides analyses of the information held on the database, including the development of overviews of project trends.

19.4 The Secretariat supports the promotional work of the National Offices, through the central preparation of core materials (such as EUREKA news and the Annual Report), the provision of ad-hoc advice to national offices and undertaking any other network wide promotional activities which are best undertaken centrally, such as representation at major trade fairs, or the maintenance of the Internet site. The promotional activities of the Secretariat are undertaken within the remit provided by the communications plan developed, through discussions with the NPCs, as part of the Secretariat Business Plan.

19.5 The Secretariat provides a point of contact between EUREKA and relevant international bodies.

19.6 The Secretariat supports the integration of new Members and the work of the NIPs, Associated and Partner countries through the provision of information, advice, and training and, where appropriate, direct support.

19.7 The Secretariat undertakes continuous and systematic evaluations of EUREKA projects as agreed by the General Assembly/Executive Board.

19.8 The Secretariat offers its administrative support to EUREKA meetings and realizes the preparation of minutes and the translation of documents.

## **B. Directeur du Secrétariat**

### Article 20 Missions

20.1 Le Directeur du Secrétariat est responsable de la mise en œuvre du Business Plan du Secrétariat /de l'Association sous la supervision du Président de l'Association après approbation du Bureau Exécutif et de l'Assemblée Générale.

### Article 21 Nomination

21.1 Le Directeur du Secrétariat est nommé par l'Assemblée Générale conformément aux dispositions de l'article 8.3 des présents Statuts.

La procédure de sélection est organisée par les organes d'EUREKA.

Le lauréat peut être un travailleur détaché ou employé sous contrat de droit belge.

21.2 Si le Directeur n'est pas un fonctionnaire mis à disposition d'une administration nationale, il est employé sous contrat de droit belge et à ce titre soumis aux dispositions du droit social du Royaume de Belgique. Il peut démissionner de ses fonctions ou en être démis par l'Assemblée Générale, conformément aux dispositions de la loi belge en vigueur.

### Article 22 Fonctions

22.1 Le Directeur du Secrétariat exerce ses fonctions à la gestion journalière de l'Association par délégation de pouvoirs du Bureau Exécutif incluant l'implémentation des programmes conformément aux dispositions de l'article 10.2 des présents Statuts. L'Auditeur Interne assiste le Directeur du Secrétariat and le Bureau Exécutif en toute indépendance professionnelle conformément à la Charte relative à l'auditeur interne.

22.2 Le Directeur du Secrétariat rend compte à l'Assemblée générale et au Bureau Exécutif.

## **Titre VII : Budget - Comptes**

### Article 23

23.1 L'exercice financier est clôturé chaque année le 31 décembre.

## **B. Head of the Secretariat**

### Article 20 Missions

20.1 The Head of the Secretariat is responsible for the execution of the Business Plan of the Secretariat/Association, under supervision of the President of the Association, after the approval by the Executive Board and the General Assembly.

### Article 21 Appointment

21.1 The Head of Secretariat is appointed by the General Assembly according to the provisions of Article 8.3 of the present Statutes.

The selection procedure is organized by EUREKA bodies.

The successful candidate can be a secondee or employed under a Belgian law contract.

21.2 If the Head is not a staff set at disposal from a national administration, he is employed under a Belgian law contract and as such is subject to the provisions of the social law of the Kingdom of Belgium. Therefore, he can resign or be dismissed of his duties by the General Assembly, according to the provisions of the Belgian law in force.

### Article 22 Functions

22.1 The Head of the Secretariat exercises his duties in the daily management of the Association by delegation of powers of the Executive Board including implementation of the programmes according to the provisions of Article 10.2 of the present Statutes. The Internal Auditor assists the Head of the Secretariat and the Executive Board with full professional independence according to the Internal Audit Charter.

22.2 The Head of the Secretariat reports to the General Assembly and to the Executive Board.

## **Title VII: Budget - accounts**

### Article 23

23.1 The financial year shall end on 31 December of each year.



23.2 Chaque année, le Bureau Exécutif établit les comptes annuels de l'exercice social écoulé, ainsi que le budget de l'exercice suivant. L'Assemblée Générale approuve les comptes annuels et le budget lors de sa plus prochaine réunion.

Le Bureau Exécutif est tenu de soumettre à l'Assemblée Générale les comptes de l'exercice écoulé et le budget de l'exercice suivant.

23.3 Dans les trente jours de leur approbation par l'Assemblée Générale, les comptes annuels de l'Association sont déposés par le Bureau Exécutif à la Banque Nationale de Belgique.

### **Titre VIII : Engagements de l'Association**

#### Article 24

Les actes qui engagent l'Association en dehors de la gestion journalière du Secrétariat/Association, sont signés soit par le Président du Bureau Exécutif ou, à défaut, par un participant du Bureau Exécutif désigné par lui à cet effet, soit par le Directeur du Secrétariat auquel le Bureau Exécutif a délégué des pouvoirs spéciaux et déterminés à cet effet.

### **Titre IX : Modification des Statuts de l'Association - Dissolution**

#### Article 25

25.1. Sans préjudice de l'article 55 de la loi de 1921 telle qu'amendée par la loi de 2002, relative aux « Associations sans but lucratif, aux Associations internationales sans but lucratif, aux Fondations, les partis politiques européens et les fondations politiques européennes », l'Association peut être dissoute ou les présents Statuts peuvent être modifiés à tout moment à l'initiative du Bureau Exécutif ou à la requête d'au moins deux tiers (2/3) des membres de l'Association.

Le Bureau Exécutif informera les membres de l'Association (HLR) au moins trois (3) mois à l'avance de la tenue d'une Assemblée générale appelée à se prononcer sur la modification des Statuts de l'Association ou sa dissolution.

25.2. L'Assemblée Générale Extraordinaire réunie à cet effet ne pourra valablement délibérer que si au moins deux-tiers (2/3) des Membres ayant droit de vote (i.e. HLR) sont présents ou valablement

23.2 Every year, the Executive Board establishes the annual accounts for the previous financial year and the following year's budget. The General Assembly approves the annual accounts and the budget during its next meeting.

The Executive Board shall submit to the General Assembly the accounts for the previous year and the budget for the following year.

23.3 Within thirty days of their approval by the General Assembly, the annual accounts of the Association shall be filed by the Executive Board at the National Bank of Belgium.

### **Title VIII: Commitments of the Association**

#### Article 24

Documents committing the Association, other than day-to-day management activities of the Secretariat/Association, shall be signed by the President of the Executive Board, or if failing to do so, either by a participant of the Executive Board appointed by her/him for this purpose or by the Head of the Secretariat to whom the Executive Board has delegated special powers for this purpose.

### **Title IX: Modification of the Statutes of the Association - Dissolution**

#### Article 25

25.1. Without prejudice to Article 55 of the law of 1921 as amended by the law of 2002, relating to "non-profit associations, international non-profit associations, foundations, European political parties and European political foundations", any proposal for amending the Statutes of Association or dissolving the Association must come from the Executive Board or from at least two-thirds (2/3) of the Members of the Association.

The Executive Board must inform the HLRs of the Members at least three (3) months in advance, of the proposal and the date of the General Assembly if it is to deliberate on the modification and or the dissolution.

25.2. The Extraordinary General Assembly of the Members called for this purpose shall conduct business, only if at least two-thirds (2/3) of the Members with voting rights (i.e. HLR) are present or represented.

représentés.

Tout Membre ayant droit de vote peut se faire représenter par procuration suivant les règles applicables à l'Assemblée Générale (Article 7.4).

La décision de modifier les Statuts de l'Association requiert l'unanimité des voix des Membres présents ou représentés par procuration à l'Assemblée Générale, chaque Membre disposant d'une voix.

Si le quorum de présences n'est pas atteint au sein de l'Assemblée Générale, une nouvelle assemblée sera convoquée dans le mois au moins 15 jours calendriers après la date de la dernière réunion. Cette nouvelle Assemblée Générale Extraordinaire pourra prendre une décision contraignante et définitive de modification des Statuts ou de dissolution de l'Association conformément aux règles de votes définies aux articles 8.1 à 8.5 des présents Statuts.

25.3. Les modifications apportées aux Statuts doivent être soumises au Service Public Fédéral Justice pour acceptation. Les Statuts modifiés ne seront opposables aux tiers qu'à compter de leur publication aux « Annexes du Moniteur belge ».

25.4. En cas de décision de dissolution de l'Association, l'Assemblée Générale désigne un ou plusieurs liquidateurs chargés de vendre les actifs de l'Association et de liquider ses dettes.

L'actif net éventuel, après liquidation, devra être affecté à une fin désintéressée.

## **Titre X : Dispositions générales**

### Article 26 Convocation

Les convocations aux réunions et les octrois de procurations sont faits par écrit, soit par lettre (recommandée), soit par fax ou par courrier électronique (« e-mail avec accusé de réception »).

### Article 27 Régime légal

Tout ce qui n'est pas prévu dans les présents Statuts ou par toutes les autres règles éventuellement édictées ou approuvées par l'Association en relation avec celle-ci, y compris les publications aux « Annexes du Moniteur belge », est régi conformément aux dispositions

Any Member with voting rights may be represented by a proxy according to the same rules as for the General Assembly (Article 7.4).

A decision to amend the Statutes of the Association shall require the unanimity of the votes cast by the Members present or represented by a proxy at the General Assembly, each Member having one vote.

If the General Assembly does not achieve the quorum stipulated above, a further Assembly shall be called within one the month at least 15 calendars-days after the date of the last meeting. Furthermore, the Extraordinary General Assembly shall be empowered to make a binding and final decision on the proposal to amend the Statutes of the Association or to dissolve the Association in accordance with the voting rules defined in Articles 8.1 to 8.5 of the present Statutes.

25.3. The amendments to the Statutes of the Association should be submitted to the Ministry of Justice for approval. The modified Statutes of the Association shall only have an effect on third parties after it has been published in the annexes of the Belgian State Gazette.

25.4. In the event of the decision to dissolve the Association, the General Assembly shall appoint one or more liquidators in charge with selling the Association's assets and setting its debts.

Any possible net asset that would appear after the liquidation has to be dedicated to a non-profit making scope.

## **Title X: General Provisions**

### Article 26 Convocation

Notice of meetings and award of proxies shall be made in writing, by letter (registered), or by fax or by electronic mail (« e-mail with acknowledgment of receipt »).

### Article 27 Legal Regime

Any matter not provided for in these Statutes or in all possible regulations issued or approved by the Association in relation with it, and in particular the matter of publications in the annexes of the Belgian State Gazette, shall be dealt with according to law.

légales.

**Article 28 Régime linguistique**

Pour l'interprétation des Statuts, seul le texte français fera foi.

**ANNEXE 1**

**PRISE DE DECISION RELATIVE AUX PROGRAMMES MENTIONNES A L'ARTICLE 3(d)**

Sans préjudice de toute annexe spécifique adoptée dans le cadre d'un programme donné, les règles suivantes s'appliquent à toute décision de l'Assemblée Générale en ce qui concerne la mise en œuvre et le suivi des programmes mentionnés à l'article 3(d) des présents Statuts:

**Article 1**

1.1. Pour les questions stratégiques relatives au programme concerné, les règles fixées au titre IV des Statuts s'appliquent.

1.2. Les questions stratégiques sont des questions qui

(i) revêtent l'importance pour tous les membres de l'Association, y compris l'admission et l'exclusion de membres participant aux programmes mentionnés à l'article 3(d) des présents Statuts ou

(ii) ont un impact financier non couvert par le financement distinct des programmes mentionnés à l'article 3(d) des présents Statuts.

**Article 2**

2.1. Pour ce qui touche aux questions autres que celles visées à l'article 1.2 de la présente annexe, et si un consensus ne peut être obtenu, les décisions de l'Assemblée générale sont prises à la majorité des trois quarts des membres participant au programme en question. Chaque membre présent ou représenté dispose d'une voix à l'exception de la Commission de l'Union Européenne qui ne dispose d'aucune voix pour les programmes auxquels elle contribue financièrement. Les abstentions ne seront pas prises en compte pour le comptage des voix. Dans tous les cas, un quorum de présences de deux tiers des membres participant au programme concerné est requis pour prendre les décisions.

**Article 28 Linguistic Regime**

For purposes of the interpretation of the Statutes, the French version shall be the sole authentic text.

**ANNEX 1**

**DECISION MAKING RELATED TO PROGRAMMES MENTIONED IN ARTICLE 3(d)**

Without prejudice to any specific annex adopted in respect to a particular programme, the following rules shall apply for any decision made by the General Assembly in respect to the running and implementation of programmes mentioned in Article 3(d) of the present Statutes :

**Article 1**

1.1. With respect to the strategic issues for the programme in question, the rules set out in titles II and III of the Statutes shall apply.

1.2. The strategic issues are issues which

(i) are of a general importance for all the Members of the Association, including the admission and dismissal of the participating Members of the programmes mentioned in Article 3(d) of the present Statutes or

(ii) have a financial impact which is not covered by the separate financing of programmes mentioned in Article 3(d) of the present Statutes.

**Article 2**

2.1. With respect to issues other than those mentioned in Article 1.2 of this annex, and if a consensus cannot be obtained, decisions in the General Assembly are taken by a majority of three-quarters of the Members of the parties to the programme in question. Each Member present or represented will have one vote except for the Commission of the European Union which will have no vote in programmes to which it contributes financially. Abstentions shall not be taken into consideration when counting the votes of the Members. In any case a quorum of two thirds of the Members participating to the programme concerned is required to make decisions.

2.2. Les questions visées à l'article 2.1 de la présente annexe sont les suivantes, sans préjudice des pouvoirs du Bureau Exécutif et des pouvoirs délégués du Directeur du Secrétariat :

- \* La supervision de la mise en œuvre du programme en question ;
- \* L'approbation des procédures opérationnelles pour assurer le suivi du programme ;
- \* L'approbation du calendrier des appels de propositions et des budgets prévus pour ces appels ;
- \* L'approbation de la liste classant les projets à financer.

2.3. En cas de désaccord concernant la nature stratégique d'une question, l'Assemblée Générale décidera d'appliquer les règles de vote ordinaire telles que décrites à l'article 8 des présents Statuts.

2.2 Issues which are covered by Article 2.1 of this Annex are, without prejudice to the powers of the Executive Board and of delegated powers of the Head of the Secretariat:

- \* Supervision of the implementation of the programme in question;
- \* Approval of the operational procedures to run the programme in question;
- \* Approval of the planning of the programme's calls for application and the calls' budgets;
- \* Approval of the ranking list of projects to be funded.

2.3. If a disagreement on the strategic nature of an issue should occur, the General Assembly will decide applying the normal voting rules as described in the Article 8 of the present Statutes.

## **Annex V: EUREKA Acts and Decision Processes**

### **1. Acts**

The EUREKA Acts are Decisions, Proposals and EUREKA Project Proposals.

#### **a) Decision**

The act of deciding on different matters proposed to EUREKA Bodies based on their specific competences. The decision is binding on those to whom it is addressed. Any modifications of the Decision should be adopted by the same body.

#### **b) Proposal**

The act of suggesting something for acceptance. The Proposal is a drafted decision presented to a EUREKA Body for consideration which can be discussed, modified and/or transformed into a Decision.

#### **c) EUREKA Project Proposal**

The project proposal is the description of the activities in the project, its business case, its technical outline, its structure, costs and division of work and a description of each partner capabilities, tasks and ambitions.

### **2. Decision Process**

#### **a) Approval and Endorsement**

The Approval and the Endorsement are two processes leading to a Decision on a draft text as a whole. Both happen with official vote.

The endorsement is, in particular, attributed by the HLG to a project which meets all EUREKA project criteria and for which the financing has been secured.

#### **b) Assistance and Support**

It is the act of assisting and supporting the governing bodies through the EUREKA activities from design of strategies and policies, draft proposal to the implementation of the decision taken.

## **Annex VI. EUREKA Activities: Programmes and projects**

This Annex consists of two parts: (1) General operative principles of EUREKA projects and (2) a list of regulatory documents of specific EUREKA Instruments, which could be updated and replaced according to part G of the General Rules (Review Procedures).

### **VI.1 General operative principles of cooperation in EUREKA projects**

1. EUREKA projects will be prepared by an intensive exchange of information among enterprises, institutes and – where appropriate –potential users. In this context the establishment of industrial fora in certain sectors could help to identify possible EUREKA projects.

2. Governments and the European Commission will support the exchange of information so as to inform all interested parties of envisaged projects.

3. EUREKA projects finally will result from the consultations among relevant parties. The enterprises/institutes concerned will carry out the project in group chosen by them.

4. The parties to a EUREKA project will determine the form of cooperation according to the specific requirements. The parties will likewise be responsible for determining the nature of the project management and for providing their own administrative support.

5. The entities (enterprises and institutes) participating in a EUREKA project will finance the project from their own funds, the capital market and any public funds made available to them.

6. The Governments of countries of enterprises and institutes participating in an agreed project and the European Commission when appropriate will establish its compliance with the objectives and criteria laid down for EUREKA. They will then jointly inform the Ministerial Conference through the High Representatives meeting as a group.

7. After such notification EUREKA projects should however remain open to other parties, should the project partners so desire.

8. EUREKA projects will satisfy the following criteria:

- a) Compliance with the objectives set out in General Rules, part F.
- b) Cooperation between participants (enterprises, research institutes)
- c) Some identified expected benefit from pursuing the project on a cooperative basis
- d) The use of advance technologies
- e) The aim of securing a significant technological advance in the product, process or service concerned
- f) Appropriately qualified participants – technically and managerially
- g) Adequate financial commitment by participating enterprises.

9. EUREKA project participants must be composed of at least two legal entities established in two different EUREKA participating countries where one of the entities

is established in a Full Member or Partner country and the other is established in another Full Member or Partner country or a NIP or Associated country (in the case of having a NIP or an Associated country this is called 1+1 project participation rule).

Legal entities established in any EUREKA participating country can be the main participant of a EUREKA project.

10. In order to facilitate international R&D&I cooperation between EUREKA Participating Countries, and non-EUREKA third countries, Globalstars calls rules have been set up as follows:

- To launch a Globalstars call, the following preconditions must be met:
  - o Call collaboration between at least 2 EUREKA Full Members or Partners and 1 GlobalStars third country (or group of GlobalStars third countries) outside the EUREKA Network.
  - o Or alternatively: Call collaboration between 1 EUREKA Full Member or Partner country and 1 Associated and 1 GlobalStars third country (or group of GlobalStars third countries) outside the EUREKA Network.
- On project level in the call, the minimum required number of participants should be 2 independent organisations, 1 organisation from a EUREKA Full Member, or NIP or Associated or Partner country and 1 organisation from a GlobalStars third country.
- Globalstars calls should be approved by the HLG.

## VI.2 EUREKA Programmes and projects: List of Regulatory Documents in force

Programme	Document	Code	Date
<b>EUREKA Network projects</b>			
VI.2.1.N	Procedures for EUREKA projects	PD EUREKA 010 Tampere HLG	May 1992
VI.2.2.N	The Procedures Related to Finished and Withdrawn projects	PD EUREKA 019 Tampere HLG	May 1992
VI.2.3.N	Continuous and Systematic Evaluation Process	PD EUREKA 021 Brussels HLG	June 1996
VI.2.4.N	Project Assessment Methodology (PAM)	OD EUREKA 002	June 2003
VI.2.5.N	Proposal for a Procedure for Project Endorsement	PD EUREKA 014 EUREKA Doc. 2003-05-04	Dec. 2003
VI.2.6.N	Decision on the Early Progress Check. Project Monitoring and Ex-Post Evaluation	PD EUREKA 018 EUREKA Doc. 2003-05-07	Dec. 2003
VI.2.7.N	Definition of Withdrawn and Finished projects	PD EUREKA 020 EUREKA Doc. 2004-0103	March 2004
VI.2.8.N	EUREKA Technology Market Areas	EUREKA doc. 2016-0207	June 2016
<b>EUREKA Clusters</b>			
VI.2.9.C	EUREKA Cluster Guidelines	EUREKA doc HLG/NPC 43 Stockholm	June 2016
<b>EUREKA Umbrellas</b>			
VI.2.10.U	Eureka Umbrella Guidelines	OD EUREKA 008	Oct. 2009
<b>E!Innovest</b>			
VI.2.11.I	EUREKA InnoVest Programme	EUREKA doc HLG3532 Brussels	Nov. 2016
<b>Globalstars</b>			
VI.2.12.G	Globalstars Implementing Guidelines	EUREKA doc. HLG/NPC35 Stockholm	June 2016
<b>Eurostars</b>			
VI.2.13.E	Eurostars 2: 2014-2020. Budapest document	MC30-03	June 2012
VI.2.14.E	State aid in the implementation of the Eurostars-2 Programme	LD EP2 03	June 2013
VI.2.15.E	Eurostars-2 General Implementing Guidelines	EUREKA doc. 3126 HLG3, Ankara	19 June 2013
VI.2.16.E	Decision of the European Parliament and of the Council	DECISION No 553/2014/EU	15 May 2014
VI.2.17.E	Eurostars-2 Delegation agreement	LD EP2 01	Dec. 2014



## **Annex VII. Performance monitoring and procedures encouraging participation in EUREKA projects.**

1. EUREKA will establish a continuous monitoring system of countries' performance based on proper objective and quantitative indicators.
2. In the beginning of year t, the ESE will elaborate the "Performance monitoring report" for year t-1, based on the above mentioned indicators. This report will be presented and discussed during the first HLG meeting on the first semester.
3. Based on the "Performance monitoring report" the HLG will agree which countries need to be addressed in more detail. For those cases, the ESE will elaborate the "Country Profile Report", analysing the general situation of the country in relation to EUREKA.
4. In view of these two reports, the HLG could invite the affected EUREKA Full Member or Partner Country to present a relaunch plan, with key objectives and milestones. Sharing of best practices between EUREKA countries should be encouraged.
5. The Performance monitoring report will be considered by HLRs for agreements on the following processes:
  - a) Admission of a EUREKA Full Member

According to the Performance monitoring report, HLRs should agree that candidate NIP countries for EUREKA Full Members have gained experience and demonstrated financial commitment with EUREKA through meaningful project participation with industries and research institutes.

- b) Admission of an EUREKA Partner country

According to the Performance monitoring report, HLRs should agree that Associated country candidate for EUREKA Partner country have demonstrated a continuous active role and financial commitment with EUREKA through project participation with industries and research institutes in EUREKA projects.

- c) Renewal of the Association Status

The renewal of the Association Status could be denied if HLRs do not make a positive assessment of the Associated country based on the Performance monitoring report in the last two years. In this case, the affected Associated shall be invited by

the HLG to present a relaunch plan according to point 4 of this Annex. The renewal decision will be based on the assessment of this relaunch plan.

d) Exclusion of a EUREKA Full Member or a Partner Country

The HLG could recommend the Full Member or Partner Country to be suspended or dismissed if the HLG has received a relaunch plan for this country according to point 4 of this Annex and five years after there is no positive assessment from HLG based on the Performance monitoring report.

e) Exclusion of a NIP country

The HLG could recommend not renewing the preparatory period of a NIP country if at the end of the preparatory period decided by the MC or by the HLG by delegated power from the MC, the country has not received in the last five years any positive assessment from HLG based on the Performance monitoring report.

## **Annex VIII. Distribution of administrative costs and individual contributions**

The General Assembly approves the distribution of the administrative costs of the EUREKA Association AISBL activities and adopts annually the individual contributions of the EUREKA participating countries, in coherence with the stipulated in Annex II.

The contribution is based on the Gross Domestic Product as it is considered that is a fairly good indicator of the technological capacities of a country.

The latest available GDP figures released by the OECD are taken as the primary basis for calculating the contributions.

a) **Maximum regular contribution for the five biggest Members of the Association**

The maximum contribution is proportional to the GDP of the smallest of the four biggest EUREKA Association Members in GDP terms. This maximum contribution is assigned to the four biggest Members and to the EU.

b) **Minimum regular contribution for the smallest Members of the Association**

The minimum contribution of 0.12 per cent is maintained for Members whose contribution calculated on the GDP would be less than that.

c) **Other regular contributions from Members of the Association**

When the share of the five biggest Members and that of those paying the minimum have been deducted from the total costs, the rest of the costs is shared between the other Members in proportion to their GDPs.

d) **Extra-contributions of non-Members of the Association**

Other participating countries to EUREKA, non-Members of the Association, pay also extra-contributions to the Association budget in virtue of their agreements, contractual or non-contractual, within the EUREKA framework.

