

Terms of Reference of the Management Structure for the Joint Programming Initiative “Water Challenges for a Changing World”

I. Preamble

In May 4th 2010, the High Level Group for Joint Programming (GPC) endorsed the Joint Programming Initiative (JPI) “Water Challenges for a Changing World”. The initiative was defined through a Vision Document which identified **Research, Development and Innovation (RDI) needs** at a high level. These will be further developed and detailed in the Strategic Agenda.

European water policy has ambitious goals and calls for the strengthening and further integration of European RDI in the field of water. This will require developing new knowledge and reinforcing mechanisms for knowledge and technology transfer to end-users. Joint Programming Initiatives focus on the harmonization of public research and innovation activities. This Joint Programming Initiative aims at tackling the ambitious challenge of achieving **sustainable water systems for a sustainable economy in Europe and abroad**. This will be obtained through a multi-disciplinary approach encompassing economic, ecological, societal and technological considerations.

2. The Management Structure

2.1. Composition

The Management Structure shall be composed of:

- **Governing Board (GB);**
- **Executive Board (EB);**
- **Advisory Boards (AB); and**
- **Secretariat.**

The Governing Board (GB) will be the decision making body. It will seek advice from the Advisory Boards (AB) and the Executive Board (EB). The EB will support the GB in all aspects concerning the preparation and implementation of decisions. The Secretariat will organise the day to day management and will implement the tasks assigned to it by the GB and the EB, reporting to both of them.

JPI bodies will exert their mandate with the utmost regard to transparency and fairness. Decisions will be governed by equal treatment and taking ethically relevant aspects in due account. In order to be able to tackle major societal challenges, continuity of the JPI management shall be ensured. This management structure shall have an initial lifespan of five years.

2.2. Participation

Any Member State (MS) of the European Union or any Associated Country to the European Framework Programme (AC) can be a **Partner** of this JPI. All JPI Partners will be represented at the GB and the EB. In addition, any MS or AC can act as **Observers** in this JPI. Observer countries can attend the GB and EB meetings. They are invited to participate in the discussions, although they can not participate in decision making processes.

New partners will inform of their intention to the President of the Governing Board in writing. Equally, JPI Partners can cease any time by informing the President of the GB in writing. The President of the GB will in turn inform all Partners of these changes. Each GB and EB meetings will start by reviewing changes in JPI partners and observers.

2.3. The Governing Board (GB)

The GB is the ultimate responsible for the JPI, and deals with JPI policy issues; its strategic decisions are based on advice provided by the Advisory Boards and the Executive Board. Its composition includes at least one representative of each Partner country. One of the country representatives will act as **National**

Delegate. Additional country representatives can attend GB meetings to advise the National Delegate. The GB is composed by a **President, a Vice-president and members.** The **European Commission** acts as a non-voting member. Representatives of Observer countries are welcome at GB meetings. GB members must be nominated in writing by RDI Programme Owner Institutions within each Partner Country.

The roles and functions of the GB include:

- To elect the President and Vice-president of the GB for a period of two years;
- To establish and update a vision document (VD) of the JPI, including the definition of the challenges and objectives;
- To adopt the Terms of Reference for different governance aspects;
- To establish and update a Strategic Agenda (SA) covering the aspects of research, development and innovation needed to accomplish the JPI objectives;
- To elaborate the strategic plan of activities derived from the SA.
- To adopt the composition of the other JPI boards;
- To approve contributions from Partner Countries and make budgetary arrangements;
- To adopt calls for proposals and other joint activities following the principle of variable geometry
- To implement the guidelines for Framework Conditions; and
- To report to Partner and Observer Countries, to the GPC, to the European Institutions and to any other political body.

The Vice-president shall automatically take the place of the President if the President can not attend to his/her duties. The terms of office of President and Vice-president shall begin on the first day after their predecessors' terms of office, with the possibility of one reappointment.

The GB shall **meet on a regular basis**, at least once a year. Additional meetings may be organised upon request of any of the members of the GB, or upon request of its President.

The members of the GB may also participate in urgent meetings by telephone conference, videoconference or other means of communication. Any decision so taken by the GB shall only be valid and effective if **confirmed in writing** by a sufficient number of partners without undue delay after such a meeting.

A **draft agenda** for a GB meeting shall be forwarded to the members of the Governing Board and shall be adopted at the beginning of each meeting. The draft agenda and meeting documents should reach National Delegates in sufficient advance of the meeting.

Points requiring decisions shall be indicated in the agenda. With the agreement of the partners present, urgent questions may be added to the agenda at any time prior to the end of the meeting. Items on the agenda may be deleted or carried over to a subsequent meeting with the approval of the members present or represented.

More than half of the JPI Partners shall constitute the **quorum** necessary for the GB meeting to be valid. In the absence of the quorum, the President may discuss the agenda items with the present partners, will close the meeting without making decisions and will convene another GB meeting as soon as possible.

The Governing Board shall take its decisions as far as possible by **consensus**. However, in absence of consensus, decisions shall be taken by a **voting** of its members present, upon suggestion from the President. Country delegates will have one vote each. Decisions at the GB will be made by majority.

The draft **minutes** - including the attendance list, a summary of the discussions, decisions and adopted resolutions - shall be forwarded to the Partners shortly after the meeting. Comments and/or objections will be forwarded to the President, and a consolidated draft will be produced. The draft minutes shall be definitively approved at the beginning of the next GB meeting.

A member of the GB shall not participate in any decision where a situation or circumstance of personal or professional nature can compromise his/her availability to decide in the interest of best performing his/her objectives and tasks. If a member of the GB considers himself/herself to be in a situation of potential **conflict of interest** he/she shall raise the issue with the President. The GB will decide whether he/she may participate in the discussion. A member in the GB may not simultaneously be member of the AB, the Secretariat, participant in a JPI project or evaluator of proposals for the JPI.

2.4. The Executive Board (EB)

The purpose of the EB is to implement the strategy defined and issued by the GB, to which the Executive Board is subordinated. The EB is composed by one delegate per partner country. It comprises a **President, a Vice-president and members**. EB members must be nominated in writing by RDI Programme Owner Institutions within each Partner Country. A high degree of coordination is expected between the representatives at the GB and EB for a given Partner Country.

The President of the Executive Board is the **JPI Coordinator**. The **European Commission** acts as a non-voting member. Representatives of Observer countries are welcome at EB meetings.

Its roles and functions include:

- To draft the implementation plan for the strategy elaborated by the Governing Board;
- To set the Terms of Reference for calls for proposals and draft the Guides for proposers for each call;
- To draft specific regulations for project evaluation and monitoring;
- To coordinate the implementation and follow-up of other Joint Activities;
- To run the financial management of the program; and

- To coordinate the Forward Looking Activities (FLA), the programme research activities (calls for proposals), the assessment of JPI impact, the training activities, and the dissemination of results.

The EB will be organised in **Task Forces** according to the specific needs of the moment.

The President of the EB will be appointed by the president of the GB upon his election. The vice-president of the EB will be appointed by the vice-president of the GB upon his election. The terms of office of President and Vice-president of the EB shall begin on the first day after their predecessors' terms of office, with the possibility of one reappointment. The Vice-president shall automatically take the place of the President if the President can not attend to his/her duties.

The EB shall **meet on a regular basis**, at least twice a year. Additional meetings may be organised upon request of any of the members of the EB, or upon request of its President.

A **draft agenda** for an EB meeting shall be forwarded to the members of the Executive Board and shall be adopted at the beginning of each meeting. The draft agenda and meeting documents should reach EB members in sufficient advance of the meeting.

The Executive Board shall adopt resolutions as far as possible by **consensus**. However, in absence of consensus, resolutions shall be taken by a **voting** of its members present, upon suggestion from the President. Country delegates will have one vote each. Resolutions at the EB will be adopted by simple majority.

The draft **minutes** - including the attendance list, a summary of the discussions, decisions and adopted resolutions - shall be forwarded to the Partners shortly after the meeting. Comments and/or objections will be forwarded to the President, and a consolidated draft will be produced. The draft minutes shall be definitively approved at the beginning of the next EB meeting.

A member of the EB shall not participate in any decision where a situation or circumstance of personal or professional nature can compromise his/her availability to decide in the interest of best performing his/her objectives and tasks. If a member of the EB considers himself/herself to be in a situation of potential **conflict of interest** he/she shall raise the issue with the President. The EB will decide whether he/she may participate in the discussion. A member in the EB may not simultaneously be member of the AB, the Secretariat, participant in a JPI project or evaluator of proposals for the JPI.

2.5. The Advisory Boards (AB)

The Advisory Boards give advice to the GB and EB on specific issues as requested. **Two independent bodies**, the Scientific and Technological Board and the Stakeholder Advisory Group perform these tasks. The Governing Board will decide on the size and membership of these bodies according to its needs.

2.5.1. The Scientific and Technological Board (STB)

The **STB** is comprised of Academia and Industry experts conducting research, development and innovation in the fields of interest of this JPI. Members of the STB shall be visionary Senior experts with recognised leadership in the specific relevant fields covered by the Water JPI. They shall come from public or private research and development institutions. The members of the STB shall serve in their individual capacity as independent experts. They shall be elected among the most pre-eminent scientists in the field. Their independence and integrity shall be beyond doubt.

The STB comprises a **President, a Vice-president and members**. STB will be endorsed of the following purposes:

- To provide input to the GB from a scientific and technological perspective on the main JPI documents and activities;
- To provide advice for the alignment and harmonization of the research priorities and programmes of the partner countries;
- To define scientific topics in synergy to those mentioned by the European Commission within each Work Program and by the Partner Countries;
- To propose these topics to the GB for approval, in close relation with the Strategic Agendas (SA) defined at the Partners States and at the EU; and
- To provide advice and support for evaluation procedures and any other scientific activity.

Its roles and functions include:

- To inform on the scientific and technological issues requested by the GB or expressed by stakeholders from an Academia/Industry perspective; and
- To contribute to the JPI long term strategy.

Members of the STB shall be appointed by the GB for a **term of 2 years**. Renewal is possible once. The President and Vice-president shall be elected among its members, for a term of 2 years, with the possibility of a second appointment.

The STB shall **meet as necessary** to fulfil the requirement of the JPI, as requested by the GB or the EB. Members of the GB and EB may attend the STB meetings as observers. The STB shall take its decisions by consensus of its members present or by voting (simple majority), on proposal from the President.

The STB or some of its members may be required for advice by the GB or EB without the need for a formal meeting.

Each decision adopted shall be reflected on the meetings of the STB. A statement of the views may be entered in the minutes along with the decision, if a member so requests.

A member of the STB shall not participate in any decision where a situation or circumstance of personal or professional nature can compromise his/her availability to decide in the interest of best performing his/her objectives and tasks and must leave the room on this particular agenda point. If the member of the STB considers himself/herself to be in a situation of potential **conflict of interest** he/she should raise the issue with the President of the STB, who in turn informs the members of the STB. The STB shall decide on whether he/she may participate in the discussion.

2.5.2. The Stakeholder Advisory Group (SAG)

The **SAG** will represent the water industry, local/national policy makers, users, NGOs, etc. with one representative per institution. The members of the STB shall serve in their individual capacity as independent experts. They shall be elected among the most pre-eminent professionals in the field. Their independence and integrity shall be beyond doubt.

The purpose of the SAG is to provide input to the GB from the RDI user perspective, and, to define urgent research, development and innovation needs in synergy with those mentioned by the European Commission, within each Work Program of the Framework Programme and by the Member States and the Associated Countries.

The STB comprises a **President, a Vice-president and members**. Its roles and functions include:

- To provide input to the GB from stakeholders' perspective on the main JPI documents and activities;
- To provide and assess scientific issues expressed by Scientific Board from stakeholders' perspective.
- To contribute to the JPI short term strategy.

Members of the SAG shall be appointed by the GB for a **term of 2 years**. Renewal is possible once. The President and Vice-president shall be elected among its members, for a term of 2 years, with the possibility of a second appointment.

The SAG shall **meet as necessary** to fulfil the requirement of the JPI, as requested by the GB or the EB. Members of the GB and EB may attend the SAG meetings as observers. The SAG shall take its decisions by consensus of its members present or by voting (simple majority), on proposal from the President.

The SAG or some of its members may be required for advice by the GB or EB without the need for a formal meeting.

Each decision adopted shall be reflected on the meetings of the SAG. A statement of the views may be entered in the minutes along with the decision, if a member so requests.

A member of the SAG shall not participate in any decision where a situation or circumstance of personal or professional nature can compromise his/her availability

to decide in the interest of best performing his/her objectives and tasks and must leave the room on this particular agenda point. If the member of the SAG considers himself/herself to be in a situation of potential **conflict of interest** he/she should raise the issue with the President of the SAG, who in turn informs the members of the SAG. The SAG shall decide on whether he/she may participate in the discussion.

Both the STB and the SAG will be organised in Task Forces according to the specific needs of the moment. The Advisory Boards will be the link between the JPI activities and ongoing national, international and EC-funded activities.

2.6. Secretariat

Subordinated to the EB, the Secretariat ensures technical support for the GB, the EB and the AB (Scientific Board and Stakeholders Advisory Group), taking care of the administrative implementation of JPI internal instruments. It will be integrated by technical staff and supervised by the Coordination of the JPI.

Its roles and functions include:

- Making necessary arrangements for the proper organisation and timetable of the meetings within the management structure;
- Assisting the Governing Board, the Executive Board and the Advisory Boards with the preparation of documents, reviews and reports;
- Ensuring the necessary logistical coordination and communication among different bodies of the management structure and the Task Forces;
- Compiling, archiving (filing) and transmitting reports and other documents (minutes of the meetings) submitted to it;
- Implementing the necessary budgetary arrangements to run the management structure;
- Organising communication activities; and
- Reporting to the Partner Countries and the European Commission on purely administrative issues.

3. Amendments

The Governing Board may approve amendments to the present Terms of Reference of the Management Structure for the Joint Programming Initiative “Water Challenges for a Changing World”. The present Terms of Reference shall be revised by decision of the Governing Board, at the request of at least one of its members. Amendments to the present Terms of Reference shall enter into force as soon as they are adopted by the Governing Board.