INTERNAL RULES
FOR COMMITTEES AND WORKING GROUPS

as adopted by the ELA Board of Directors at its meeting held on 12 September 2018

Note - These internal rules also apply to the Board of Directors and its members.

As provided for by Article 13.3 of the articles of association of ELA:

The Board of Directors may establish committees or working groups.

The Board of Directors shall define the functions of such committees or working groups, determine their objectives and appoint their members. To this end, the Chairman of the Board shall invite the Members to propose candidates.

For the sake of clarity and uniformity, the Board of Directors has decided to adopt the following binding procedural rules describing how all committees and working groups shall be composed, convened and held:

Participation Rules

- Balanced representation of big and small member associations as well as large and small European countries.
- Recommended maximum of 2 committees and/or working groups membership by the same person.
- Committee and working group members agree to participate to at least 50% of the meetings per year.

Members

Committee and working group members are proposed by the members of the Association, approved by the committee chairperson and appointed by the Board of Directors for three years – re-eligible.

Chairperson

Each committee shall be presided by a chairperson appointed by the Board of Directors for one year – re-eligible.

Convenor

Each working group shall be presided by a convenor appointed by the Board of Directors for one year – re-eligible.
Committee and working group sizes

- 3 members minimum for all committees and working groups
- Recommended 15 members maximum for all committees and working groups

If a member of the Association sends more than one representative to a committee or working group, the other participants will be considered as “deputies”.

The chairperson can occasionally invite participants of non-members (with information to the President beforehand), as well as members of another committee or working group, as observers.

Venue of meetings

All meetings shall be held at the ELA offices in Brussels or via conference calls organized by the ELA secretariat.

Exceptions have to be submitted to the President.

Number of meetings

Committees and working groups hold meetings whenever necessary, as decided by the chairperson of the committee or the convenor of the working group but it is recommended to hold between 2 and 4 meetings per year and to issue a planning for the whole year.

Working Groups

When a committee decides to set-up an ad hoc structure for a specific mission, this temporary organization has to be officially appointed by the Board and its tasks have to be clearly defined with a specific Mission document by the responsible committee to which it reports, to be approved by the ELA Board of Directors.

Organization of meetings

The secretariat of ELA must be informed by the chairperson/convenor at least 2 weeks in advance. The ELA secretariat will send the agenda of the meeting to all members of the committee and working group, either by letter, facsimile or e-mail in due course, prior to the meetings as scheduled. The agenda shall be scrupulously followed during the meeting.

At least one representative of the ELA Secretariat shall attend each meeting and act as secretary of said meeting. Said representative shall prepare minutes of each meeting, which shall be kept at ELA. A copy of the minutes will be sent to all committee and working group members (who attended the meeting or not).

The presence of a member of the Legal Committee can be requested by the chairperson when a topic of the agenda requires a legal opinion (see Antitrust Guidelines from ELA). The chairperson of the Legal Committee shall designate the member being present.

There are no informal meetings of any committee or working group and discussions on ELA matters shall not be undertaken in informal groups or on unannounced occasions.

Code of conduct

Each member of a committee or working group must have signed the ELA code of conduct.
Confidentiality

Except within his/her respective organization on a need-to-know basis or unless otherwise agreed by the ELA secretary general, each committee and working group member agrees, during the course of his/her participation, as well as thereafter, not to use and not to disclose to anyone any confidential information he/she may become aware of during the course of his/her participation.

Such confidential information includes but is not limited to all personal data, projects, technical information, concepts, software, working documents, reports, minutes of meetings, oral or written input or output of the committee or working group in question.

Information shall be deemed not to be secret or confidential if such information:

- was already known to the participant, otherwise than under an obligation of confidentiality, at the time of disclosure; or

- was generally available to the public or otherwise part of the public domain at the time of its disclosure.

Also nothing shall be construed to preclude the recipient from disclosing any information pursuant to a lawful order from a competent authority, except that in such case the recipient shall promptly notify the disclosing party prior to such disclosure or submission so that such disclosing party may appear and defend its interests in a timely manner.

Protection of personal data

Each member undertakes to process any personal data that he/she receives in the context of his/her participation to any committee or working group in compliance with Regulation 2016/679 on the protection of natural persons with regard to the processing of personal data and on the free movement of such data (the GDPR) (and any other applicable legislation, including under Belgian law). He/she shall be responsible for complying with the GDPR and data protection rules applicable for any personal data that the member receives or has access to in the context of his/her participation to any committee or working group.

Each member shall be responsible for implementing appropriate technical and organisational security measures protecting the personal data. If either party suspects a breach of personal data (within the meaning of the GDPR) potentially affecting the other party's personal data, it shall inform the other party immediately and provide all information that may be required to remedy the breach and, if applicable, to report the breach to the supervisory authorities and/or to the data subjects.

Each member is responsible to ensure, for all personal data that he/she provides to ELA and/or to other participants to any committee or working group that all data subjects are made aware that their data may be used in the context of the association work. ELA will keep the data for as long as required for the good administration of the association. The member must inform data subjects of their rights and provide any requests by data subjects to ELA at info@ela-aisbl.org.

Rights to Work Products

All ELA results and deliverables, prepared and drafted by (a participant to) a committee or working group (the “Work Products”) shall become the exclusive property of ELA, including the copyright to all copyrightable Work Products, and the participant hereby agrees to relinquish and assign to ELA all right, title and interest in and to all Work Products. This assignment shall be perpetual, irrevocable, worldwide and royalty-free. This assignment includes, but is not limited to, the exclusive right to publish, sell, give access to and license the use of the Work Products in all countries and all languages, in whole or in part, including any translation, abridgement, substantial part, modification or revision thereof, in book form, in a database on its own or with other works and in any form, including, without limitation, mechanical, aural, electronic and visual reproduction and publication, electronic storage and retrieval systems, including delivery of or giving access to the Work Products by electronic networks, and all other forms of electronic or electro-magnetic publication now known or hereinafter invented.

To the extent that any Work Products, or parts thereof, consist of information or data covered by intellectual property rights of third parties (including any background rights of any participant) and that such rights would prevent the valid acquisition of intellectual property rights by ELA on the Work
Products or parts thereof, the participant shall inform ELA as soon as possible of the existence of any such rights of third parties and the previous paragraph shall not apply to such information or data.

The participant shall not be entitled to disclose to any third party, or to submit for publication, any Work Products or parts thereof without the prior written authorisation of ELA.

I agree to apply these rules for the committee(s) and working group(s) chaired by me or to which I participate as member.

Name and first name……………………………………………………………………………………………………

Board of Directors/Committee/Working Group……………………………

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Date………………………………………………………………………………………………………

Signature………………………………………………………………………………………………