



Design Study



EGI_DS

DRAFT CONVENTION (STATUTES) OF THE EGI ORGANISATION EARLY DRAFT

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Abstract: Please note that the current version of this document constitutes an early and incomplete draft of the EGI_DS deliverable 5.2. This document aims to inform the representatives of the National Grid Initiatives (NGIs) about the current status of deliberations of EGI-DS, feedback from the NGIs is most welcome in order to arrive at a generally accepted definition of the EGI



**DRAFT CONVENTION (STATUTES)
OF THE EGI ORGANISATION**
Early Draft

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1. INTRODUCTION

1.1. PURPOSE

This document describes the draft definition of the European Grid Initiative (EGI) statutes as proposed by the EGI-DS team. It should be noted that this early draft will be presented to the participants of the EGI workshop in Rome and in particular to the representatives of the National Grid Initiatives (NGIs).

The conclusions presented in this document are by no means frozen. We see this document as a starting point to guide the discussions at the workshop.

The input received at the workshop and thereafter will provide input for a more final version of the deliverable D5.2.

Several points of the statutes can only be finalized after the legal structure as well as the location of EGI has been defined. Therefore this current draft should be seen rather as “draft elements of the EGI statutes”. Comments or places to be filled at a later stage are indicated by brackets: (example).

1.2. DOCUMENT ORGANISATION

1.3. APPLICATION AREA

This document will be presented to the EGI-DS Advisory Board (AB) constituted of the representatives of the NGIs. After possible modification and completion this will lead to the publication of the EGI blueprint due mid-2008.

1.4. REFERENCES

Table 1: Table of references

R 1	
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1.5. DOCUMENT AMENDMENT PROCEDURE

Amendments, comments and suggestions should be sent to the authors.

1.6. TERMINOLOGY

This subsection provides the definitions of terms, acronyms, and abbreviations required to properly interpret this document.

Definitions



Glossary

EGI	European Grid Initiative
ROC	Regional Operations Centre
NGI	National Grid Initiative



2. EXECUTIVE SUMMARY

3. DRAFT STATUTES

Please note that all provisions below - including names of governing bodies - are still subject to discussions and strategic decisions to be taken within the EGI-DS project. They may also be influenced by the legal structure as it may result either from a decision within EGI –DS and/or the call for tender to be issued to the National Grid Initiatives later this year.

3.1. ARTICLE I: ESTABLISHMENT OF THE EGI

1. The European Grid Initiative – hereafter referred to as “the EGI”- is hereby established.
2. The seat of the EGI shall be (to be defined following the call for tenders)

3.2. ARTICLE II: PURPOSE

1. The EGI shall ensure the long-term sustainability of the European e-infrastructure and coordinate the integration and interaction between National Grid Initiatives. The EGI shall not own the production Grid infrastructures which shall be owned by the National Grid Initiatives.
2. The sharing of tasks between the National Grid Initiatives and the EGI shall follow the “subsidiarity principle” meaning that tasks that are more effectively performed at the national or regional level should be left to the National Grid Initiatives. The EGI will ensure pan-European Grid operation and coordination - aiming at standardization wherever reasonable.
3. In view of the above, the EGI shall carry out the following activities:
 - a. The EGI shall operate the European level of the production Grid infrastructure for a wide range of scientific disciplines linking National Grid Initiatives. The regional level of operation is ensured by the National Grid Initiatives.
 - b. The EGI shall provide Grid services and support at the pan-European level, complementing and coordinating national services.
 - c. The EGI shall coordinate middleware development and standardization to enhance the infrastructure by soliciting targeted developments from leading EU and National Grid middleware development projects.
 - d. The EGI shall integrate, test, validate and package software from selected Grid middleware providers and make it widely available.
 - e. The EGI shall coordinate and implement a security policy.
 - f. The EGI shall link to other e-infrastructure projects and standardization bodies in Europe and elsewhere.
 - g. The EGI shall support the National Grid Initiatives in matters of training, dissemination and outreach.

3.3. ARTICLE III: MEMBERSHIP



1. The European National Grid Initiatives which have adhered to the EGI statutes shall be members of the EGI.
2. Other National Grid Initiatives may apply for membership if they fulfill the following conditions:
 - they must be nominated by their *national funding authorities* (precise term here still to be confirmed) to be the single representative of national grids in a given European country and to take all decisions within the scope of these statutes on behalf of these national grids,
 - they must contribute to the funding of the activities of the EGI in accordance with Article V of these statutes.
3. International Organizations of European Interest as defined by the EU or others recognized by the EGI Council may apply for associate membership of the EGI if they participate (via funding or in-kind contributions) in EGI activities. Associate membership will provide the following rights:
 - participation in Council meetings and the possibility to issue statements on EGI policy as defined by the EGI Council,
 - access to EGI services
3. Observers (should there be an observer status i.e. for the EU Commission and what would such status imply?)

3.4. ARTICLE IV: ORGANISATIONAL STRUCTURE

The governing bodies of the EGI shall be as follows:

- a Council representing the members;
- any other governing body the Council may decide to create;
- a Director.

(depending on the legal structure of the EGI other governing bodies may be required by the applicable law.)

3.5. ARTICLE IV-1: COUNCIL

1. The EGI members shall be represented in the EGI Council. The Council shall be composed of one authorized representative from each National Grid Initiative. Members may appoint a deputy or a proxy.
2. Associated members of the EGI and observers shall attend Council meetings. They shall have no right to vote but associated members may submit oral or written statements regarding the decisions to be taken by the Council.
3. The Council may invite experts if it deems appropriate.
4. The Council shall, subject to the provisions of these statutes:
 - a. determine the EGI policy in technical and administrative matters;
 - b. approve projects and activities (quid services?) of the EGI;
 - c. adopt the annual budget of the EGI;
 - d. decide on the contributions to the budget;
 - e. review expenditures and approve annual accounts of the EGI;

- f. appoint the Director and xxx(options to be discussed : “the Central Technical Officer, the Central Operational Officer or the Central Administration Officer” or “other members of the executive”);
 - g. decide on the staff establishments required and on employment conditions;
 - h. decide on application of membership, on exclusions or on requests for withdrawal;
 - i. amend these statutes;
 - j. have such other powers and perform such other functions as may be necessary to fulfill the purpose of the EGI.
5. The Council shall meet as often as necessary in person or by teleconference in such places as it shall decide. The Council shall meet at least once a year in person at the seat of the EGI.
 6. The Council shall, at a majority of xxx (to be defined) elect a chairman for a period of one year.
 7. (Convener - agenda - minutes to be defined)
 8. (Voting rights + procedures to be defined: should there be weighted voting rights or one party = one vote, majorities required, quorum etc.)

3.6. ARTICLE IV-2 (OTHER GOVERNING BODIES)

(to be defined also in view of requirement following from the legal status + applicable laws)

3.7. ARTIVLE IV-3 DIRECTORS AND STAFF

1. The Council shall nominate a Director as for a period of (to be defined) years.

(The Council may terminate the appointment of the Director, the Central Technical Officer, the Central Operational Officer or the Central Administration Officer- principle and conditions to be defined)

2. The Director will act as the general executive of the EGI and shall as such have, in particular, the following powers-responsibilities:

- appoint staff or terminate staff appointments within the framework conditions decided by the Council,
- represent the EGI with regard to third parties,
- prepare annual accounts and budgets,
- (others)

3. The Director shall be assisted by a (option to be discussed: “Chief Technical Officer, a Chief Operational Officer and a Chief Administration Officer” or “other members of the executive”) and staff.

(powers/tasks of the Central Technical Officer, the Central Operational Officer or the Central Administration Officer to be defined if they are permanent functions)

3.8. ARTICLE V: BUDGET – CONTRIBUTIONS

1. Each member of the EGI shall contribute in accordance with (key to be defined) to the annual budget as approved by the Council.

2. Each member of the EGI shall pay its yearly contribution in xx (to be defined) instalments at xx (periods to be defined).



3. The annual budget shall cover the cost for the functioning of the EGI and its basic activities as described in Article II above. (to be defined which activities will be covered by permanent funding and which will be funded externally).

(4. Specific EGI projects shall be financed by contributions from the EGI members participating in such projects as well as any other available funding sources.

(5. Funding of specific services)

3.9. ARTICLE VI: ACCOUNTS AND AUDITS

The Director shall present annual accounts for approval to the Council. (accounting principles to be defined in the light of the legal structure)

The annual accounts shall be audited by xxxx (to be defined in the light of the chosen legal structure)

3.10. ARTICLE VII: INTERNAL REGULATIONS OR DIRECTIVES

The Council shall adopt such internal regulations and directives, as it deems necessary for the functioning of the EGI.

3.11. ARTICLE VIII: LIABILITY OF MEMBERS

(types and limitations of liabilities to be discussed and defined also in the light of legal structure and applicable law)

3.12. ARTICLE IX: AMENDMENTS

The Council may amend these statutes by a unanimous vote.

3.13. ARTICLE X: EXCLUSION

A member who fails to pay its contribution for a given year may be excluded from the EGI by a vote by Council (majority to be defined - it being understood that the defaulting member shall not be allowed to participate in the vote).

Such exclusion from EGI shall be without prejudice to any liability arising from the default which has given rise to the exclusion.

3.14. ARTICLE XI: DURATION

EGI shall be established for duration of xxx (minimum duration to be defined) years (for an unlimited duration).

(this also depends on the legal structure chosen – as some have a limited duration in accordance with national applicable laws)

3.15. ARTICLE XII: DISSOLUTION

EGI shall be dissolved in case the number of its members falls below xxx (to be defined) or in case so decided by a unanimous vote by the Council.

(Consequences of dissolution to be decided in the light of the legal structure chosen).

3.16. ARTICLE XIII: LEGAL STATUS



The EGI shall have legal capacity to perform all such acts as are necessary to carry out its activities as defined under Article II and to enter validly into agreements with third parties. (precise legal structure + status (national, European), + privileges and immunities, if any, to be defined).

3.17. ARTICLE XIV: APPLICATION FOR MEMBERSHIP - WITHDRAWAL

1. National Grid Initiatives which are not yet members of the EGI and which fulfil the criteria set out in Article III above may apply for membership by submitting a motivated request in writing to the Director. The Director shall submit the request to the Council for approval within xxx (period) from submission. Approval by Council of the request for membership shall be by unanimous vote.
2. International Organisations of European Interest (others?) which fulfil the criteria set out in Article III above may apply for associate membership by submitting a motivated request in writing to the Director. The Director shall submit the request to the Council for approval within xxx (period) from submission. Approval by Council of the request for associate membership shall be by unanimous vote.
3. Requests for withdrawal from the EGI shall be submitted in writing to the Director. The Director shall submit the request to the Council for approval within xxx (period) from submission. Withdrawal shall in no event relieve the withdrawing member from any liability arising as a result of its membership prior to the effective date of withdrawal. (other consequences to be defined). Approval by Council of the request for withdrawal shall be by unanimous vote.



4. ANNEXES