



Statutes

I. Designation, identity, aim

Article 1 – Name

The initiative called "League of advanced European Neutron Sources", abbreviated as "LENS" (hereinafter the "Initiative") is hereby established.

Article 2 – Identity

The Initiative has a logo and a registered internet presence (lens-initiative.org) which provides the official contact information.

Article 3 – Purpose and activities

The Initiative has the not-for-profit purpose of promoting cooperation and projects between European-level neutron infrastructure providers offering transnational user programmes to external researchers (hereinafter: the "Facilities"). The Facilities remain independent but agree to cooperate and initiate joint efforts supported by the Initiative in order to create an effective eco-system of neutron Facilities.

It is the aim of the Initiative to support any form of activity that has the potential of strengthening European neutron science via enhanced collaboration among the Facilities. In this context, the Initiative places particular emphasis on the interaction with user communities and funding organizations and their representatives.

The Facilities in particular, commit to:

- Engaging in the common promotion of neutron science, with the objective of establishing neutron science as a brand recognized by all the stakeholders, and highlighting the scientific, societal or socio-economic impact of neutron science;
- Coordinating their exchanges with national and European organizations and stakeholders (including users and funders), with the objective of contributing to the shaping of future policies;
- Coordinating technical development strategies in order to profit best from collective expertise and avoid duplication of efforts, with a view to addressing the scientific and societal challenges of the future in the most efficient manner;
- Joining efforts in expanding existing and supporting new user communities both by topic and geographical origin, with the objective of strengthening Europe's neutron expertise;
- Concerting on access, based on the principles of the European Charter for Access to Research Infrastructures¹ with an emphasis on standardization for improved user experience;
- Achieving greater coherence in the development of data policy, data-handling, -storage, -analysis, -access along FAIR² principles, and promoting Open Science while protecting intellectual property rights, with the objective of facilitating the exchange and use of neutron research data over a broad range of scientific areas;
- Coordinating training activities and enhancing staff qualifications by facilitating staff mobility, with the objective of facilitating international career paths and developing skills in neutron science and neutron technologies;
- Facilitating industrial access and collaboration, with the objective of fostering innovation within the European Research Area.

¹ https://ec.europa.eu/research/infrastructures/pdf/2016_charterforaccessto-ris.pdf

² "Findability, Accessibility, Interoperability, and Reusability" – see: <https://www.nature.com/articles/sdata201618>

II. Membership and contributions

Article 4 – Membership

The Initiative shall be composed of members (hereinafter the “Members”).

The criteria for admission as a Member are:

- the candidate is the operator – in part or in total – of at least one or several European-level Facilities for neutron research, open to international use;
- the Facility offers international access to experimental devices and/or research services unique in their fields;
- access, when technically limited, is delivered on the recommendations of independent peer-review committees aiming at selecting the best research proposals;
- the Facilities are engaged in a quality process for continuously improving the instruments and services they offer to the research communities.

Institutions from academia and industry or networks can be invited as non-Members to contribute to specific tasks pursued by the Initiative. The respective working group decides whether the participation of non-Members in their tasks is beneficial.

Article 5 – Admission of new Members

Candidates may apply for admission to the Initiative if they fulfil the criteria in Article 4.

The conditions for admission are:

- the submission of an application fulfilling the criteria, documenting their commitment to the Initiative, and describing the Facility (or Facilities) they represent;
- the acceptance of the application by the General Assembly.

Article 6 – Rights and duties of Members

Without prejudice to other rights set out in these Statutes, or in applicable legislation, Members:

- shall take part in the activities of the Initiative and send a representative to the meetings of the General Assembly as set forth in Article 9.3;
- have access to documents and books recording the activities of the Initiative and obtain information on such activities;
- may resign from the Initiative, as set forth in Article 7.

Without prejudice to other duties set out in these Statutes, it shall be the Members' duty to:

- ensure continuing fulfilment of the criteria of quality and openness set out in the Statutes and take part in the activities necessary to fulfil the objectives of the Initiative;
- contribute to the needs of the Initiative under the conditions set out in the Statutes and Internal Rules;
- exercise their best efforts to implement the decisions of the bodies of the Initiative, in compliance with their own regulations, the articles of the Statutes, the Internal Rules and the applicable legislation.

All institutions (Members or non-Members) participating in activities of the Initiative will sign a non-disclosure agreement for the activities concerned.

Article 7 - Resignation or exclusion of a Member

Members have the right to withdraw from the Initiative by providing written notice to the Chair (as defined in Article 9), who shall inform the General Assembly within fifteen (15) calendar days of the notification. The withdrawal will become effective six months after the information to the General Assembly. The withdrawal shall not entitle the withdrawing Member to any reimbursement of expenses already incurred within the Initiative.

The Executive Board can propose the exclusion of a Member from the Initiative.

Members may be excluded from the Initiative by the General Assembly for one of the following reasons:

- failure to respect the Statutes of the Initiative and notably the duties and criteria set forth in Article 4;
- repeated actions contravening seriously the objectives of the Initiative and jeopardising their fulfilment or causing serious harm to the interests or the reputation of the Initiative;
- unwillingness to contribute to the Initiative under the conditions defined in Article 7 of the Statutes, or unwillingness to contribute to the working groups.

The General Assembly shall decide on the exclusion by majority vote, as indicated in Article 9 of the Statutes. At least thirty (30) calendar days in advance, the Member concerned shall be informed by the Chair of the decision being considered, and invited to produce all arguments in its defence, either in writing, or at the meeting of the General Assembly. Its representatives shall not take part in the vote. The decision of exclusion shall take immediate effect.

The Executive Board may suspend the Member involved until the decision of the Assembly.

III. Statutory bodies

Article 8 - The statutory bodies

The statutory bodies are:

- the General Assembly
- the Chair and the Vice-Chair
- the Executive Board.

The Chair and the Vice-Chair are assisted by an Executive Officer.

Article 9 - The General Assembly

9.1. Composition

The General Assembly is composed of the Members of the Initiative, represented by the Facility Directors (or equivalent function) and one proxy of the Facility.

9.2. Powers

The General Assembly shall have all powers to fulfil the scope and activities of the Initiative. Standing and ad-hoc working groups execute the activities of the Initiative.

The following fall under the exclusive competence of the General Assembly:

- acceptance and exclusion of Members;
- appointment of the General Assembly's delegates to the Executive Board, and approval of the Executive Board's delegated powers and Internal Rules;
- election of the Chair and Vice-Chair;
- appointment and dismissal of the Executive Officer upon proposal by the Chair;
- approval of priorities, projects, commitments;
- decisions on LENS resolutions/motions/position papers;
- assessment of reports on joint actions and closing down of actions when necessary;
- decisions on the establishment and dissolution of working groups and related regulations;
- modifications to the Initiative's Statutes and Internal Rules;
- dissolution and liquidation of the Initiative.

The General Assembly may delegate special powers to the Chair, to the Executive Board or to other persons.

9.3. Meetings

The General Assembly shall meet at least once a year, or at the written request of at least one third of the Members.

The General Assembly meetings are chaired by the Chair of the Initiative. If the Chair is not available, the Vice-Chair will chair the General Assembly meeting.

The invitations to the General Assemblies are made by the Chair and contain the date, the place and the agenda of the meeting and the relevant documents. They shall be addressed to the Members by letter or electronic mail and must arrive at least two (2) weeks in advance of the meeting date.

The hosting of meetings will, as far as possible, rotate between the Members, to facilitate contact between the Members.

The Internal Rules will provide further detail on the means and procedures to be used to enhance the informed participation or representation of the Members.

The European neutron user community is currently represented by ENSA. For this reason, ENSA may be invited to the meetings of the General Assembly and the Executive Board.

The Chair, the Vice-Chair or the Executive Officer signs the minutes of each General Assembly. The proxy mandates, opinions and votes communicated in writing, e-mail or other traceable support shall be annexed.

One copy of the minutes shall be sent to each Member of the Initiative.

9.4. Vote

The Initiative is strongly based on mutual trust between the Members and decisions by the General Assembly will be taken as much as possible by consensus. When voting is required, quorums are calculated based on the number of votes validly cast. Blank votes, void votes and abstentions do not count for the quorum.

Each Member has one vote.

All Members can express their opinion and vote in writing or by any other means of traceable (tele-)communication.

The deliberations can take the form of a telephone- or video-conference. The minutes must indicate precisely the technical means used.

The following decisions by the General Assembly require unanimity of the Members:

- acceptance of new Members and exclusion of Members;
- changes of the Statutes
- dissolution or liquidation of the Initiative;
- setting-up, approval, dismissal, substitution of the working groups

Any proposal aiming to change the Statutes or to dissolve the Initiative must come from the Chair or at least 2/3 of the Members. The Executive Officer shall inform the Members of the Initiative at least three months before the date of the General Assembly, which will deliberate on the proposal. The General Assembly shall determine the mode of dissolution and liquidation of the Initiative.

The following decisions by the Assembly require a 2/3 majority of the votes of the Members present or represented:

- election of the Chair and the Vice-Chair;
- appointment or dismissal of the Executive Officer;
- legal actions to be pursued in the interest of the Initiative, and special powers for specific actions.

All other issues require a simple majority of Members present or represented.

9.5. Quorum for decisions

The General Assembly can validly deliberate and decide only on the points indicated on the agenda. The Assembly can deliberate and decide on minor points not included on the agenda only if all Members are either present or represented. The General Assembly can deliberate and take valid decisions if two thirds of the Members are either present or represented.

Members may be mandated in writing by other Members to cast votes on behalf of the mandating Member. The written mandate must explicitly state the decision for which the mandate is given.

Article 10 - The Chair, Vice-Chair and Executive Officer

10.1 Representation of the Initiative

The Initiative is represented towards any third party by its Chair or Vice-Chair and another Executive Board member, acting together.

They however, have the right to delegate special powers to third persons.

10.2 Designation

The Chair and the Vice-Chair are elected in accordance with Article 9 by the General Assembly from the body of Members' representatives for a term of 2 years. This term can be extended by one year by the General Assembly. The Vice-Chair will be the nominated Chair of the next period.

The Executive Officer is designated in accordance with Article 9.2 and 10.3 upon proposal by the Chair.

10.3 Powers

The Chair:

- proposes to the General Assembly the appointment or dismissal of the Executive Officer;
- may propose a member of the General Assembly as Vice-Chair;
- sets the agenda and the date of the meetings of the General Assembly;
- chairs the General Assembly;
- invites any relevant external experts on a particular area on which it intends to express a detailed opinion.

The Vice-Chair shall stand in for the Chair when the situation requires.

The Executive Officer is responsible for all the Initiative's formal documentation and associated management, including agendas, minutes, follow-up on actions and meeting arrangements. The Executive Officer acts on the instructions of the Chair.

Article 11 - The Executive Board

11.1 Composition

The Executive Board consists of representatives of each Member and the leaders of the working groups. The Executive Officer chairs the meetings of the Executive Board. He/she may invite other experts for specific meetings. The Chair and the Vice-Chair of the General Assembly may join the meetings of the Executive Board.

The functions exercised by an Executive Board member terminate in the event of his/her decease, withdrawal, incapability, expiration of mandate, or dismissal.

An Executive Board member may be dismissed, in accordance with the applicable laws and proceedings, by decision of the General Assembly:

- if he/she no longer represents a Member;
- in case of serious misconduct in his/her duties;
- in case of a breach of the Statutes and/or Internal Rules;
- for any reason that may be prejudicial to the moral and/or material interests of the Initiative.

The Chair of the Initiative shall notify the decision of dismissal to the Executive Board member by registered letter with acknowledgement of receipt, within fifteen (15) days of the decision.

11.2. Scope

The Executive Board prepares decisions for the General Assembly.

The Executive Board has the executive powers to:

- manage the day-to day running of the Initiative, support the meetings of the General Assembly as required;
- suggest actions to be performed by the Members either jointly or of a part of a working group;

The General Assembly can delegate any executive power to the Executive Board.

11.3. Meetings and Invitations

The Executive Board shall meet as often as needed, at least twice a year. The Executive Board can meet by any means of communication (such as, but not limited to, conference call or video conference), upon invitation of the Executive Officer, or at the written request of the majority of the Executive Board members, addressed to the Executive Officer. The minutes must indicate precisely the technical means used.

The invitations to the meetings are issued by the Executive Officer and contain the date, the place and the agenda of the meeting and the relevant documentation. They shall be addressed to the Members in writing or by any other means of traceable (tele-)communication and must arrive at least two (2) weeks in advance of the meeting date.

11.4. Quorum and vote

Each Member of the Initiative has one vote.

All Members of the Executive Board can express their opinion and formulate their votes in writing or any other means of traceable (tele-)communication.

All meetings of the Executive Board can take the form of a telephone- or video-conference. The minutes must indicate precisely the technical means used.

The Executive Board's meeting requires at least 2/3 of the Initiative's Members, present or represented, to be valid.

The decisions of the Executive Board are adopted by simple majority vote of the participating or represented Members, except when deliberating on matters to be presented to the General Assembly, in which case a two-thirds majority is required.

In the event of equality of votes, the Executive Officer shall have the casting vote. If the Executive Officer also acts as the chair of a working group, he/she shall have two votes.

11.5. Minutes

The minutes shall be agreed upon by the Chair after reviewing by the Members within 30 days. The proxy mandates as well as the opinions and votes communicated in writing or by any other means of traceable (tele-)communication shall be annexed.

IV. General dispositions

Article 12 - Limited Liability

Member's liability is limited to the extent of their commitments to the Initiative.

Article 13 - The logo

The official logo of the Initiative may be used by all Members solely for purposes related to the Initiative's activities. Any other purpose requires the permission of the Chair, Vice-Chair or Executive Officer, as detailed in the Internal Rules.

Article 14 - Working language

The working language is English; nevertheless, a group of Members working together may use a different language provided that they make a final report on their work in English to the Members.

Article 15 - Internal Rules

The General Assembly may adopt and amend the Internal Rules of the Initiative, upon recommendation of the Executive Board. The Internal Rules specify in more detail the functioning of the Initiative and its bodies and may not conflict with the Statutes of the Initiative.

Article 16 – Non-stipend adhesion

The Initiative does not provide any stipend to any of its Members, Bodies, or representatives for its action in the Initiative.

Done at Liblice, 26 March 2019.



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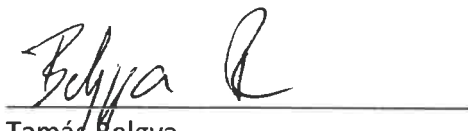
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