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## **PROPOSAL**

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From:	Secretary-General of the European Commission, signed by Mr Jordi AYET PUIGARNAU, Director
date of receipt:	11 July 2019
To:	Mr Jeppe TRANHOLM-MIKKELSEN, Secretary-General of the Council of the European Union
No. Cion doc.:	COM(2019) 331 final
Subject:	ANNEXES to the Proposal for a Regulation of the European Parliament and of the Council on the European Institute of Innovation and Technology (recast)

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Delegations will find attached the Annexes to document COM(2019) 331 final.

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Encl.: Annexes to COM(2019) 331 final



Brussels, 11.7.2019  
COM(2019) 331 final

ANNEXES 1 to 3

## **ANNEXES**

**to the**

**Proposal for a Regulation of the European Parliament and of the Council  
on the European Institute of Innovation and Technology (recast)**

{SEC(2019) 275 final} - {SWD(2019) 330 final} - {SWD(2019) 331 final}

↓ 1292/2013 Art. 2 and Annex  
(adapted)  
⇒ new

## ANNEX I

### *STATUTES OF THE EUROPEAN INSTITUTE OF INNOVATION AND TECHNOLOGY*

#### **SECTION 1**

##### *COMPOSITION OF THE GOVERNING BOARD*

~~1. The Governing Board shall consist both of appointed and of representative members.~~

~~12.~~ ~~There~~ ☒ The Governing Board ☒ shall be ☒ composed of ☒ ~~12~~ ⇒ 15 ☒ ~~appointed~~ members, appointed by the Commission, providing a balance between those with experience in business, higher education and research. ~~They shall have a four-year non-renewable~~ ☒ The ☒ term of office ☒ of the members of the Governing Board shall be four years ☒ . ⇒ The Commission may extend that term of office once by a two-year period on the proposal of the Governing Board ☒.

Whenever necessary, the Governing Board shall submit to the Commission a ⇒ shortlist of candidates for the purpose of ☒ ~~proposal for~~ appointment of a new member~~(s)~~ ☒ or members ☒. The ⇒ shortlisted ☒ ~~candidate(s)~~ ☒ candidates ☒ shall be ~~chosen~~ ☒ selected ☒ on the basis of the outcome of a transparent and open procedure ⇒ initiated by the EIT ☒, ~~involving consultation with stakeholders.~~

The Commission shall have regard to the balance between higher education, research, innovation and business experience as well as to gender and geographical balance and an appreciation of the higher education, research and innovation environment across the Union.

The Commission shall appoint the member~~(s)~~ ☒ or members ☒ and inform the European Parliament and the Council of the selection process and of the final appointment of those members of the Governing Board.

In the event that an ~~appointed~~ member is unable to complete his/her term of office, a substitute member shall be appointed by the same procedure as the incapacitated member in order to complete the latter's term of office. A substitute member who has served for a period of less than two years may be reappointed by the Commission for an additional period of four years at the request of the Governing Board.

~~During a transitional period, the Board members initially appointed for a six-year period shall complete their term of office. Until that time there shall be 18 appointed members. Within six months of entry into force of this Regulation, one third of the twelve members appointed in 2012 shall be chosen by the Governing Board with the Commission's approval to serve for a two-year period, one third for a four-year period and one third for a six-year period.~~

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↓ new

The Commission shall appoint three additional members of the Governing Board to reach the number of 15 within eighteen months of entry into force of this Regulation. The Board members appointed before the entry into force of this Regulation shall complete their non-renewable term of office.

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↓ 1292/2013 Art. 2 and Annex  
(adapted)  
⇒ new

In exceptional and duly justified circumstances, ⇒ in particular ⇐ in order to maintain the integrity of the Governing Board, the Commission may, ~~at~~ ☒ on ☒ its own initiative, terminate the term of office of a member of the Board.

~~3. There shall be three representative members elected by the KICs from among their partner organisations. They shall have a two-year term of office, renewable once. Their term of office shall cease if they leave the KIC.~~

~~The conditions and procedures for the election and replacement of the representative members shall be adopted by the Governing Board on the basis of a proposal from the Director. This mechanism shall ensure an appropriate representation of diversity and shall take into account the evolution of the KICs.~~

~~During a transitional period, the representative members initially elected for a three-year period shall complete their term of office. Until that time there shall be four representative members.~~

24. The Governing Board members shall act in the interests of the EIT, safeguarding its goals and mission, identity, autonomy and coherence, in an independent and transparent way.

## SECTION 2

### RESPONSIBILITIES OF THE GOVERNING BOARD

1. The Governing Board ⇒ , in exercising its responsibility for steering the activities of the EIT, ⇐ shall take ~~necessary~~ strategic decisions, in particular:

(a) adopt ⇒ the EIT's contribution to the Commission's proposal on ⇐ the EIT's ~~draft~~ Strategic Innovation Agenda (SIA);~~;~~

(b) ☒ adopt the ☒ EIT's ⇒ single programming document ⇐ ~~triennial rolling work programme~~, budget, annual accounts and balance sheet and ⇒ consolidated ⇐ annual activity report, ~~on the basis of a proposal from the Director;~~

(~~c~~) adopt criteria and procedures for financing, monitoring and evaluating the activities of the KICs, ⇒ including the maximum allocation of EIT funds to them ⇐ ~~on the basis of a proposal from the Director;~~

(~~d~~) adopt the selection procedure of the KICs;

(~~e~~) select and designate a partnership as a KIC or withdraw the designation where appropriate;

~~(e) ensure the continuing evaluation of the activities of the KICs;~~

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↓ new

(f) authorise the Director to prepare, negotiate and conclude framework partnership agreements, grant agreements and memoranda of cooperation, with the KICs;

(g) authorise the Director to extend framework partnership agreements with the KICs beyond the period initially set;

(h) authorise the Director to prepare, negotiate and conclude grant agreements with other legal entities;

(i) adopt effective monitoring and evaluation procedures relating to the performance of the EIT and KICs in accordance with Article 19, and supervise their implementation by the Director;

(j) take appropriate measures, including the reduction, modification or withdrawal of the EIT's financial contribution to the KICs or the termination of the framework partnership agreements with them;

(k) promote the EIT globally, so as to raise its attractiveness, and for this purpose authorise the Director to sign memoranda of understanding with Member States, associated countries or third countries;

(l) decide on the design and coordination of support actions undertaken by the KICs for the development of entrepreneurial and innovation capacity of higher education institutions and their integration in innovation ecosystems.

2. The Governing Board shall take other procedural and operational decisions necessary for the fulfilment of its tasks and the activities of the EIT, in particular:

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↓ 1292/2013 Art. 2 and Annex  
(adapted)  
⇒ new

~~(a<sup>f</sup>)~~ adopt its rules of procedure, those for the Executive Committee, as well as the specific financial rules of the EIT;

~~(b<sup>g</sup>)~~ define, ~~with the Commission's agreement,~~ appropriate fees for members of the Governing Board and of the Executive Committee, ~~such fees~~  which  shall be benchmarked against similar remuneration in the Member States;

~~(c<sup>h</sup>)~~ adopt a procedure for selecting the Executive Committee ~~and the Director;~~

~~(d<sup>i</sup>)~~ appoint  the Director  and if necessary  extend his/her term of office   or remove  ~~dismiss~~ the Director  from office  , ~~and exercise disciplinary authority over him/her~~  in accordance with Section 5 .

~~(e<sup>j</sup>)~~ appoint the Accounting Officer and the members of the Executive Committee;

~~(f<sup>k</sup>)~~ adopt a code of good conduct regarding conflicts of interest;

- ~~(g)~~ establish, where appropriate, advisory groups which may have a defined duration;
- ~~(h)~~ set up an Internal Auditing Function in accordance with  $\Rightarrow$  EIT's financial rules  $\Leftarrow$  ~~Commission Regulation (EC, Euratom) No 2343/2002<sup>1</sup>~~;
- ~~(n)~~ be empowered to establish a Foundation with the specific objective of promoting and supporting the activities of the EIT;
- ~~(ie)~~ decide on the  $\Rightarrow$  working  $\Leftarrow$   languages  language policy of the EIT, taking into account existing principles on multilingualism and the practical requirements of its operations;
- ~~(p)~~ promote the EIT globally, so as to raise its attractiveness and make it a world-class body for excellence in higher education, research and innovation.
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- (j) convene an annual senior-level meeting with the KICs.

3. The Governing Board shall take decisions in compliance with the Staff Regulations of Officials and the Conditions of Employment of Other Servants of the European Union, laid down in Council Regulation (EEC, Euratom, ECSC) No 259/68<sup>2</sup>, relating to the EIT staff and the conditions of its employment, in particular:

- (a) adopt the implementing measures for giving effect to the Staff Regulations and the Conditions of Employment of Other Servants, in accordance with Article 110(2) of the Staff Regulations;
- (b) exercise in accordance with point (c) the powers conferred by the Staff Regulations on the Appointing Authority and by the Conditions of Employment of Other Servants on the Authority Empowered to Conclude a Contract of Employment (the 'appointing authority powers');
- (c) adopt, in accordance with Article 110(2) of the Staff Regulations, a decision based on Article 2(1) of the Staff Regulations and Article 6 of the Conditions of Employment of Other Servants, delegating relevant appointing authority powers to the Director and defining the conditions under which this delegation of powers can be suspended. The Director shall be authorised to sub-delegate those powers;
- (d) adopt a decision to temporarily suspend, where exceptional circumstances so require, the delegation of the appointing authority powers to the Director and those sub-delegated by the latter and exercise them itself or delegate them to one of its members or to a staff member other than the Director.

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<sup>1</sup> ~~Commission Regulation (EC, Euratom) No 2343/2002 of 23 December 2002 on the framework Financial Regulation for the bodies referred to in Article 185 of Council Regulation (EC, Euratom) No 1605/2002 on the Financial Regulation applicable to the general budget of the European Communities (OJ L 357, 31.12.2002, p. 72)~~

<sup>2</sup> OJ L 56, 4.3, 1968, p. 1.

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↓ 1292/2013 Art. 2 and Annex  
⇒ new

### SECTION 3

#### *FUNCTIONING OF THE GOVERNING BOARD*

1. The Governing Board shall elect its Chairperson from among ~~the appointed~~ ⇒ its ⇐ members. The term of office of the Chairperson shall be two years, renewable once.

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↓ new

2. The representative of the Commission shall participate in the meetings of the Governing Board, without the right to vote, but his/her agreement shall be required in accordance with paragraph 5. He/she shall have the right to suggest points on the agenda of the Governing Board.

3. The Director shall participate in the meetings of the Governing Board, without the right to vote.

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↓ 1292/2013 Art. 2 and Annex  
(adapted)  
⇒ new

~~42. Without prejudice to paragraph 3, the~~ Governing Board shall adopt decisions by simple majority of members having a right to vote.

However, decisions under points (a), (b), (c), ~~(d)~~ ⇒ and (l) ⇐ of Section 2(1) and points ~~(d)~~ and ~~(e)~~ of Section 2(2), ~~and~~ ⇔ as well as ⇔ under paragraph 1 of this Section shall require a majority of two thirds of its members having the right to vote.

~~3. The representative members may not vote on decisions under points (b), (c), (d), (e), (f), (g), (i), (j), (k), (o) and (p) of Section 2.~~

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↓ new

5. Decisions of the Governing Board under points (c), (g), (i) and (k) of Section 2(1), point (b) of Section 2(2) and point (a) of Section 2(3) shall require agreement of the Commission, expressed by its representative in the Governing Board.

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↓ 1292/2013 Art. 2 and Annex  
⇒ new

~~64.~~ The Governing Board shall meet in ordinary session at least ~~three~~ ⇒ four ⇐ times a year and in extraordinary session when convened by its Chairperson or at the request of at least one third of all its members ⇒ or the representative of the Commission ⇐.

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↓ 1292/2013 Art. 2 and Annex  
(adapted)  
⇒ new

#### SECTION 4

##### ⊗ THE EXECUTIVE COMMITTEE ⊗

~~15.~~ ~~The Governing Board shall be assisted by~~ The Executive Committee ⊗ shall assist the Governing Board in the performance of its tasks ⊗.

2. The Executive Committee shall consist of ~~three appointed~~ ⇒ four ⇐ members and the Chairperson of the Governing Board, who shall also chair the Executive Committee. The ~~three~~ ⇒ four ⇐ members other than the Chairperson shall be chosen by the Governing Board from among the Governing Board's ~~appointed~~ members ⇒ , providing a balance between those with experience in business, higher education and research ⇐ . ⇒ The term of office of the members of the Executive Committee shall be two years, renewable once. ⇐

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↓ new

3. The Executive Committee shall prepare the meetings of the Governing Board in cooperation with the Director.

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↓ 1292/2013 Art. 2 and Annex

4. The Governing Board may delegate specific tasks to the Executive Committee.

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↓ new

5. The Governing Board may request the Executive Committee to supervise and monitor the implementation of decisions and recommendations of the Governing Board.

6. The Executive Committee shall be consulted on the draft EIT's contribution to the Commission's proposal on the SIA, draft single programming document, draft consolidated annual activity report, draft annual budget and draft annual accounts and balance sheet before their submission to the Governing Board.

7. Decisions of the Executive Committee shall be adopted on the basis of a majority of the members present. Each member shall have one vote.

8. The representative of the Commission shall participate in the meetings of the Executive Committee, without the right to vote. The representative of the Commission shall have the right to suggest points on the agenda of the Executive Committee.

9. The Director shall participate in the meetings of the Executive Committee, without the right to vote.

10. The members of the Executive Committee shall act in the interests of the EIT, safeguarding its goals and mission, identity, autonomy and coherence, in an independent and



transparent way. They shall regularly report to the Governing Board on the adopted decisions and tasks assigned to them by the Governing Board.

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↓ 1292/2013 Art. 2 and Annex  
(adapted)  
⇒ new

## SECTION 54

### THE DIRECTOR

1. The Director shall be a person with expertise and high reputation in the areas where the EIT operates. ⇒ The Director shall be a member of the EIT staff and shall be engaged as a temporary agent under Article 2(a) of the Conditions of Employment of Other Servants. ⇐

2. The Director shall be appointed by the Governing Board ⇒ from a list of candidates proposed by the Commission, following an open and transparent selection procedure. For the purpose of concluding the contract with the Director, the EIT shall be represented by the Chairperson of the Governing Board. ⇐

~~3.~~ The ~~for a~~ term of office of ~~the~~ Director shall be ~~four~~ years. The Governing Board ⇒, acting on a proposal from the Commission that takes into account its evaluation of the Director's performance and the EIT's future tasks and challenges, ⇐ may extend that term of office once by ~~for~~ a ~~four-year~~ period ⇒ of up to two years ⇐ ~~when it considers that the interests of the EIT are best served by so doing.~~ ⇒ A Director whose term of office has been extended may not participate in another selection procedure for the same post. ⇐

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↓ new

4. The Director may be removed from office only upon a decision of the Governing Board acting on a proposal from the Commission.

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↓ 1292/2013 Art. 2 and Annex  
⇒ new

52. The Director shall be responsible for operations and for the day-to-day management of the EIT and shall be its legal representative. The Director shall be accountable to the Governing Board and report to it on an ongoing basis on the development of the EIT activities ⇒ and all activities falling under his/her responsibility ⇐.

63. The Director shall in particular:

- (a) organise and manage the activities of the EIT;
- (b) support the Governing Board and the Executive Committee in their work, provide the secretariat for their meetings and supply all information necessary for the performance of their duties;

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↓ new

(c) support the Governing Board in preparing the EIT's contribution to the Commission's proposal on the SIA;

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↓ 1292/2013 Art. 2 and Annex  
(adapted)  
⇒ new

~~(de)~~ prepare ~~a draft (SIA)~~, ⇒ the draft single programming document ⇐ ~~a preliminary rolling triennial work programme~~, the draft ⇒ consolidated ⇐ annual  activity  report and the draft annual budget for submission to the Governing Board;

~~(ed)~~ prepare and administer the KICs selection process and ensure that the various stages of that process are carried out in a transparent and objective manner ⇒ , under the supervision of the Governing Board ⇐ ;

~~(fe)~~ prepare, negotiate and conclude ⇒ , with the agreement of the Governing Board, framework partnership agreements, grant ⇐ ~~contractual~~ agreements ⇒ and memoranda of cooperation, ⇐ with the KICs;

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↓ new

(g) prepare, negotiate and conclude, with the agreement of the Governing Board, grant agreements with other legal entities;

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↓ 1292/2013 Art. 2 and Annex  
(adapted)  
⇒ new

~~(hf)~~ organise ⇒ the meetings of ⇐ the Stakeholder Forum, ~~including~~  and of  the ~~special configuration of~~ Member States' ~~R~~representatives ⇒ Group, under the supervision of the Governing Board ⇐ ;

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↓ new

(i) sign, with the agreement of the Governing Board, memoranda of understanding with Member States, associated or third countries with the aim to promote the EIT globally;

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↓ 1292/2013 Art. 2 and Annex  
(adapted)  
⇒ new

(j~~g~~) ensure the implementation of effective monitoring and evaluation procedures relating to the performance of the EIT in accordance with Article ~~1916~~ of this Regulation ⇒ , under the supervision of the Governing Board; ⇐

(k~~h~~) be responsible for administrative and financial matters, ⇒ in accordance with the principle of sound financial management, ⇐ including the implementation of the EIT budget, taking due account of advice received from the Internal Auditing Function;

~~(i) be responsible for all staff matters;~~

(l~~i~~) submit the draft annual accounts and balance sheet to the Internal Auditing Function, and subsequently to the Governing Board, ~~through the Executive Committee;~~

(m~~k~~) ensure that the obligations of the EIT with regard to the contracts and agreements it has concluded are met ⇒ , under the supervision of the Governing Board ⇐ ;

(n~~l~~) ensure effective communication with the Union's institutions ⇒ , under the supervision of the Governing Board ⇐ ;

(o~~m~~) act in the interests of the EIT, safeguarding its goals and mission, identity, autonomy and coherence, in an independent and transparent way.

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↓ new

7. The Director shall perform any other tasks entrusted to him/her by the Governing Board and under its responsibility.

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↓ 1292/2013 Art. 2 and Annex  
(adapted)  
⇒ new

## SECTION ~~65~~

### STAFF OF THE EIT ~~⊗~~ AND SECONDED NATIONAL EXPERTS ~~⊗~~

1. The staff of the EIT shall consist of personnel employed directly by the EIT ~~under fixed-term contracts.~~ ⇒ The Staff Regulations, ⇐ ~~t~~The ~~C~~onditions of ~~E~~mployment of ~~O~~ther ~~S~~ervants ⇒ and the rules adopted by agreement between the institutions ⇐ of the ~~E~~uropean Union ⇒ for giving effect to them ⇐ shall apply to ~~the Director and~~ the staff of the EIT.

2. ~~⊗~~ National ~~⊗~~ ~~e~~xperts may be seconded to the EIT for a limited period. The Governing Board shall adopt provisions enabling seconded ~~⊗~~ national ~~⊗~~ experts to work at the EIT and defining their rights and responsibilities.

~~3. The EIT shall exercise, with regard to its staff, the powers which are devolved to the authority authorised to conclude contracts with its staff.~~

~~4. A member of staff may be required to make good, in whole or in part, any damage suffered by the EIT as a result of serious misconduct on his/her part in the course of or in connection with the performance of his/her duties.~~

## **ANNEX II**

### **Repealed Regulation and the amendment thereto**

Regulation (EC) No 294/2008 of the European Parliament and of the Council (OJ L 97, 9.4.2008, p. 1)

Regulation (EU) No 1292/2013 of the European Parliament and of the Council (OJ L 347, 20.12.2013, p. 174)

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### ANNEX III

#### CORRELATION TABLE

Regulation (EC) No 294/2008	This Regulation
Article 1	Article 1
Article 2, point 1	Article 2, point 1
Article 2, point 2	Article 2, point 2
Article 2, point 3	-
Article 2, point 5	Article 2, point 3
Article 2, point 6	Article 2, point 4
Article 2, point 7	Article 2, point 5
-	Article 2, point 6
Article 2, point 8	-
Article 2, point 9	Article 2, point 7
Article 2, point 9a	Article 2, point 8
Article 2, point 10	Article 2, point 9
-	Article 2, point 10
Article 2, point 11	Article 2, point 11
-	Article 2, point 12
-	Article 2, point 13
Article 3	Article 3
Article 4(1)(a)	Article 5(1)(a) and (b)
Article 4(1)(c)	Article 5(1)(c)
Article 4(1)(d)	Article 5(1)(d)
Article 4(2)	-
Article 4(3)	Article 5(2)
Article 5(1)(a) to (c)	Article 6(a) to (d)
Article 5(1)(d)	-

Article 5(1)(e) to (i)  
Article 5(1)(j)  
Article 5(1)(k)  
-  
Article 5(2)  
Article 6(1)(a) to (e)  
Article 6(2)(a) to (e)  
Article 6(3)  
-  
Article 7(1)  
Article 7(1a)  
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Article 7(5)  
Article 7a  
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Article 9  
Article 11  
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Article 6(e) to (i)  
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Article 6(j) and (k)  
Article 6(l)  
-  
Article 7(1)(a) to (e)  
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Article 20(3)	Article 21(2)
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Article 20(10)	Article 21(6)
Article 21(1)	Article 22(1)
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Article 22	Article 23
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Annex	Annex I
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