

Legal Entity Analysis Workshop, Amsterdam Airport 20170529 meeting minutes

Agenda

Beginning 10.30

Ending 16.00 – 17.00

1. Opening words (Sanna)

Actors and roles beyond PPP (IAC->GA, Nat. consortiums, Nat. contact points)

Level of commitment nationally, varies from country to country

Spain: MoU

Germany: Lol (conditional)

Sweden: Mutual understanding, agreement needed

Czech Republic: Contract with ministry

Romania: MoU -> JRU

France: -> Consortium agreement

Estonia: Agreement needed

Norway: MoU, to be updated after roadmap decision

Finland: MoU for ACTRIS, Contract for INAR

Netherlands: Consortium Agreement for CESAR

More tight agreements / contracts expected later on

Nat. contact points are the key for communication and dissemination of information to RPOs.
Engagement of a wide community needed.

Working mode: airport meetings, longer workshops, project meeting, other

National feedback needed 2017:

- WP1 Gov. structure
- WP2 Legal entity analysis
- WP3 Cost book
- WP4 Concept papers
- WP5 Nat. Facility requirements
- WP6 Access survey
- WP8 Socio-economic analysis survey

Clarify the distribution of documents whenever documents are shared. Provide a solid plan of document preparation and circulation for each deliverable

Planned final governance structure. What will be inside legal entity?

Expected outcome

- Roles of nat. cons. and contact points
- What is legal entity (LE)
- What the LE doc should contain
- Message to IAC
- Timeline of LE analysis document

Scope of the document clearly stated in the beginning

Rearrange the document so that it starts by analysing what ACTRIS is and what is the ACTRIS vision.

Are there any other realistic options than ERIC?

What is included in ERIC? pro's and con's.

Will CF's or CF leaders be inside in ERIC or connected via service agreement? pro's, con's and compromises. Complicated in any case.

Not realistic to have entire CF's be inside ERIC (ownership, distribution)

Level of being inside ERIC? How much independence do you give out

Who can use the ACTRIS brand?

Can Data Centre services be included in or harmonized with European Open Science Cloud?

How much of your facility capacity is used for ACTRIS? -Can vary.

Obligations towards GAW etc. –Consider in capacity sharing and capacity provision planning.

Don't mention the other infrastructures' capabilities or lack of them.

2. Discussions on Collaboration at the Operational Level

-Co-location

Have to handle national and central facilities separately. For national facilities we have no decision power. Co-location is not saving money, but increasing impact for the same money.

-Joint services

Joining is not rejected at legal base, but for access modes and science domains. ACTRIS offers physical access, which ICOS etc. do not offer. This also affects budgetting and management.

3. Discussions on Collaboration at the Management Level

-National Level Activities

-European Level Activities

Head office collaboration is knowledge transfer. Simple collocation does not help because ICOS is payed 100% for its own activities.

Shared good practices

Understanding the processes, same tax office etc.

4. Discussions on Collaboration at the Governance Level

-Joint bodies

Joint boards etc.

-One legal entity

Concepts of ICOS and ACTRIS are different (Ari Asmi)

Joining is not realistic or wanted by either ACTRIS or another RI. Merging might be realistic in future once ACTRIS exists as a LE

5. Discussions on Collaboration with other Initiatives

Contracts

1. Opening words

- Sanna's ppt-presentation and introduction emphasising the important role of national contact points in communicating and working together with national stakeholders and national ACTRIS community
- national consortium commitment varies btw countries, if there is funding the requirements for some sort of contractual agreement may already be there
 - concerns CF and NF

- round table about what kind of agreement there are for countries
 - Sp MoU
 - Germany: LoI on European level; similar within Germany for all institutes participating ACTRIS but not decided the level yet
 - SWE: not national funding, will apply in 2 years; there is mutual agreement about ACTRIS and ICOS btw institutes but not on paper; need to make an agreement some sort
 - Czech Rep: LoI, 2016 are funded by ministry and had to sign contract btw beneficiaries, so they have contract 6 yrs
 - Romania: MoU, go for Joint research unit arrangement
 - FR: national roadmap, are drafting Consortium agreement
 - Estonia: 2 partners + 1; no activity from ministry side; need to make some written statement
 - Norway: MoU with one inst; have ACTRIS proposal and on roadmap; more institutions in national proposal after which make MoU
 - Finland: have ACTRIS MoU within ACTRIS Finland for RPOs; then have national INAR research institute under which we will have more formal contract (INAR RI including ACTRIS is on the roadmap)
 - Netherlands: Ministry rep; we have an old consortium agreement from 2010 that applies, some sort of network in place
- discussion on the process how to circulate ACTRIS documentation, concepts, plans, etc among national reps; time is short and no time to do very elaborate and lengthy circulation with any of the docs
- check point especially is before the IAC meeting when nat reps should see with their IAC reps the items and papers on the agenda

Slide on governance: what is the target proposal on governance

Slide on the purpose and aims of the meeting: 4 items; there are ERICs that already try to seek synergies

- Document lacks the **background and aims of the legal entity analysis**
- what WE need as ACTriS, not just look what is out there
- all the **analysis** ACTRIS itself is missing, need that before analysing collaboration
 - what is the vision of ACTRIS (need other people writing many sections)
 - need to know our structure before you can analysi collaborations
 - community clearly needs MORE and clear information about pros and cons being inside and outside
- **include why ERIC** (this is recognised in all EUr countries); why ASBL (why not); legal landscape of env RI is needed somehow; →stakeholders already consider ERIC and will include only justification about ERIC as a choise, and give short description ACTriS as an ERIC

--usually if ERIC is not chosen it is normally NEGATIVE choice, that one country could not sign for an ERIC or some country has problem with IP right issue, so negative reason

Fundamental questions re CF being in ERIC or out: if part are in and then CF have different status, is that feasible

If CF are in the ERIC then it needs to have plenty of money to pay their costs.

Need to think of the way to coordinate CFs very well.

One point why in Romania CF don't want to be in is that then they lose all the flexibility. Also transferring all the assets from RO to ERIC is a problem.

Discussion about who can use the brand.

CF are often multinational consortia. But only to provide the services agreed through SLA.

This is expected from the document, for the RPOs, in or out. What is required if CF is outside or inside, what are consequences.

There can be CFs that have contracts to contribute to other ERICs, WMO etc. Many of CFs are also already existing and working.

- Need to be written if CF is part of the ERIC only partly, what are consequences.
- Need to only discuss if ACTRIS needs to have legally binding contracts to any other legal entity
- Scientific and technical reasons make ACTRIS so different much that it justifies the legal entity of its own.
 - Also physical access provision is very different, you can get satellite time, etc (Mark) which is unique.
 - service portfolio is different

2. Discussions on Collaboration at the Operational Level

-Co-location

- co-location of both NF (stations contributing to many RIs) and also CF, these should be separated

COMMON BASIC OPERATIONS

- need percentages dedicated to ACTRIS (not in this document, later for ESFRI and financial estimations)
- small savings to overheads, but big gains from colocation to face to face meetings in operations

Co-location does not really save money

It cannot be claimed to be a financial benefit because most of the facilities already exist

Main benefit is the knowledge transfer.

Scientific benefit are the main argument. Where you want the data from can differ. TO save one euro is not that big argument than what is the potential future scientific impact.

In Sweden and Netherlands are ESFRI/RI committee are requiring that everything need to be collocated

-Joint services

What is the document about missing

Scope of the document in the beginning

What if ACTRIS was ERIC or not

Pros and cons of having things inside or outside

Community needs the explanation of things

Different legal entities or just why ACTRIS is an ERIC

Why not an ERIC is usually negative choice, explain why

Inside or outside ERIC

-is the process delayed

-can the Central Facility be given different status by putting them in the ERIC or outside the ERIC

- what is possible in the short term

-if inside you have to put a lot of money in the ERIC

-coordination is essential

-if inside ERIC you lose flexibility

-ownership and equipment will never change

-if outside we have less line management

-when outside you have possibility to decide who are the persons working for things – this is not done in ERIC

- CF activities are part of organisations already

- different structures of CFs

- if inside clear coherence and management power, in same organisation

-need for datacentre because they are already existing

- already cooperating with other RIs and how that affects the management

- what can CFs on behalf of the ACTRIS do

-only the Director on the payroll or who should be on payroll

-VAT exemption

-procurement rules

Co location

Can be based on scientific reasons

Steering possible on Central Facility level

How can Central Facilities be shared by different countries and what are the implications

Much more difficult to build an infrastructure so that the CFs are shared with other infrastructures

Cooperation with other initiatives needs contracts and thus we need an ERIC

Data, calibration centres, technics are different, scientific point of view possible, ministries want to have separation because the scientific evaluation criteria are different

ACTRIS is providing physical access which is different from other infrastructures

ICOS for example gets finance and cannot do work or share work with any other

People working together is a benefit of collocating, knowledge transfer

Science is different and ACTRIS have physical access

If you use ICOS equipment and it fails ACTRIS is fails in sustainability

Others do not want ACTRIS

ACTRIS can't join but we can collaborate, should be described why it is useful to cooperate on the same premises

Integrating would be a long process, would require modification of statutes, business models etc.

Funding models different if physical access

Would not be joining but merging

Who could sign on behalf of ACTRIS

Concepts are different in different infrastructures (presentation by Ari Asmi in ENVRI)

Cooperation with e-infrastructures

Management level – good practices shared, same tax office, same auditors so using same service providers

Governance – good practices, common boards joint boards

Mention Yagos and ICOS because ICOS and ACTRIS both atmospheric

Existing RI collaboration mentioned, future possibilities