

DECISION
N° SRG [...]/2014

THE STATES REPRESENTATIVES GROUP OF THE SHIFT2RAIL JOINT UNDERTAKING,

Having regard to Council Regulation (EU) No 642/2014 of 16 June 2014 establishing the Shift2Rail Joint Undertaking (hereinafter "S2R Regulation), in particular Article 14 of the Statutes of the Shift2Rail Joint Undertaking set out in Annex I of the S2R Regulation;

Having regard to Article 14(8) of the Shift2Rail Statutes, stating that the States Representatives Group (hereinafter the "SRG") shall adopt its own rules of procedure;

Having regard to Articles 14(4) to 14(5) of the Shift2Rail Statutes, setting the role and tasks of the States Representatives Group;

Having regard to the appointment of representatives to the Shift2Rail States Representative Group by the Member States and the countries associated to the Horizon 2020 Framework Programme (hereinafter the "States");

In its ordinary meeting of 21 October 2014, has adopted the following decision:

Article 1

The rules of procedure of the States Representatives Group of the Shift2Rail Joint Undertaking annexed to this decision are hereby adopted.

Done at Brussels, 21 October 2014

The SRG Chairperson

RULES OF PROCEDURE OF THE STATES REPRESENTATIVES GROUP OF THE SHIFT2RAIL JOINT UNDERTAKING

Article 1 Membership

1. The States Representatives Group shall consist of one representative of each EU Member State and of each country associated to the Horizon 2020 Framework Programme (hereinafter the "States"). Each State shall nominate one representative. Each representative may have one appointed alternate.
2. In nominating their representatives, the States shall ensure that there is no conflict of interest or potential conflict of interests between the representative and any other activity they may have in relation to the S2R JU.
3. Hereinafter, the representatives nominated by the States shall be referred to as the "SRG members".
4. The names and functions / posts of the SRG members shall be published on the S2R website.
5. SRG members may be assisted at meetings by supporting experts. Each individual SRG member shall decide on the number of supporting experts he or she requires for each meeting, to a maximum number of two. The SRG member shall inform the Chairperson and the Executive Director of the S2R JU of the names of the experts attending meetings if any.
6. In the event of the replacement of a SRG member, the relevant authorities shall notify in due time the SRG Chairperson in writing, and will copy the Executive Director of the S2R JU into this communication. The replacement will become effective from the date of reception of the notification.
7. States which have not nominated a SRG member can send a representative of their choice to SRG meetings as an observer with no voting rights. The Chairperson and the Executive Director of the S2R JU shall be informed before each meeting of the names and positions of observers attending if any.

Article 2 Chairperson and Vice-Chairperson

1. The SRG shall elect its Chairperson and a Vice-Chairperson from among its members.
2. In cases where the Chairperson is unable to fulfil his/her functions, the Vice-Chairperson shall act in the Chairperson's stead.

3. Candidates to the positions of Chairperson or Vice-Chairpersons can put forward their candidacy themselves, or be proposed as candidates by other representatives. All candidacies, accepted by the candidates themselves, will be put to a vote among SRG members.
4. If there are more than two candidates for either position, the elections for Chairperson or Vice-Chairperson will have two voting rounds each. After a first voting round, the two candidates with the highest number of votes will enter a second and final voting round; the successful candidate shall be the one elected by simple majority. If there is no candidate for the position of the Vice-Chairperson, the second most successful candidate for the position of Chairperson shall be elected Vice-Chairperson, subject to his/her agreement.
5. The Chairperson and Vice-Chairperson will be elected for a period of two years. They may be re-elected once.
6. Elections shall take place at the last meeting of the SRG under the chairpersonship of the outgoing Chairperson.
7. If the office of the Chairperson or Vice-Chairperson falls vacant, the Vice-Chairperson or Chairperson, as appropriate, shall initiate no later than within three months the procedure for electing a successor. The representative then elected shall serve as Chairperson or Vice-Chairperson for the remainder of his/her predecessor's term.
8. In exceptional conditions, in the absence of both the Chairperson and Vice-Chairperson, the SRG members shall select an interim Chairperson among those present at the meeting.
9. Upon request from at least 50% of the SRG members, a vote can be held on the removal of the Chairperson and/or the Vice-Chairperson from office. The Executive Director of the S2R JU shall chair this proceeding and organise the vote according to the procedures set in Articles 7(2), 7(3) and 7(4).

Article 3
Attendance at meetings

1. The SRG members should attend all meetings of the SRG.
2. In addition, SRG meeting shall be attended by:
 - The Executive Director of the S2R JU or his/her representative;
 - The Chairperson of the S2R Governing Board or his/her representative.
3. The members of the Single European Rail Area Committee, established by Article 62 of Directive 2012/34/EU of the European Parliament and of the Council, or their representatives, and the members of the Railway Interoperability and Safety

Committee, established by Article 29 of Directive 2008/57/EC of the European Parliament and of the Council may take part in the SRG meetings.

4. A limited number of staff members of the European Commission shall have the right to attend the SRG meetings as observers.
5. The SRG Chairperson may also invite external participants, on his/her own initiative or following proposals from the Executive Director of the S2R JU or the Chair of the S2R Governing Board, to take part in the meetings in duly justified cases, for instance if their presence is relevant to a specific item on the agenda.

Article 4 *Convening of meetings*

1. SRG meetings shall hold its ordinary meetings at least twice a year.
2. The Chairperson shall convene the SRG meeting with the support of the Executive Director of the S2R JU by sending a written notice (by means of a letter or e-mail), accompanied by the provisional agenda to each SRG Member no later than six weeks before each meeting.
3. Extraordinary meetings may be convened upon request of the Chairperson or at least one third of the SRG members, after having informed the Executive Director of the S2R JU. Notification of extraordinary meetings must be circulated no later than three weeks before the meeting date.
4. Meetings shall normally take place at the seat of the JU.
5. When circumstances require, and after having received the agreement of two-thirds of the SRG members, the Chairperson may change the date of a SRG meeting in coordination with the Executive Director of the S2R JU no later than a week before the original or revised date of the meeting, whichever is earlier.

Article 5 *Agenda*

1. The provisional agenda for each meeting shall be drawn up by the Chairperson assisted by the Vice-Chairperson and in consultation with the Executive Director of the S2R JU.
2. The agenda and any other relevant documentation should be forwarded to the SRG members at least 20 working days prior to each meeting.
3. The agenda shall be adopted at the beginning of each meeting.
4. With the agreement of the Chairperson, urgent questions may be added to the agenda at any time during the meeting. However, decisions on items that were not included in the provisional agenda circulated to the SRG Members shall be subject to a written

procedure. Items on the agenda may be deleted or carried over to a subsequent meeting.

Article 6
Quorum

To ensure the quality of the discussion and the involvement of the SRG members, 50% of the total number of SRG members shall constitute the quorum necessary for the meeting to be valid.

Article 7
Voting

1. Each nominated representative, or his/her alternate, shall have one equal vote. An SRG member can also be represented by another SRG member, provided the latter submits to the Chairperson the power of attorney given to him/her. An SRG member cannot represent more than one other member.
2. The SRG members shall use their best efforts to achieve consensus. Failing consensus, the SRG shall adopt its decisions, opinions and/or recommendations by a two-thirds majority of the members present and voting.
3. The votes shall be cast by show of hands unless a secret ballot is requested by at least one third of voting members present. A secret ballot shall be used when electing or removing a Chairperson or a Vice-Chairperson from office.
4. Each decision, opinion and/or recommendation adopted by the SRG as well as the record of votes (if applicable) shall be recorded in the minutes. Upon request by a SRG member, a statement of his/her views may be entered in the minutes together with the final decision, opinion and/or recommendation adopted.

Article 8
Written procedure

1. Between two SRG meetings, decisions, opinions or recommendations may be obtained by written procedure. The Executive Director of the S2R JU, upon instructions from the Chairperson, shall send the proposal to all SRG members, identifying a deadline for replies, which shall not be less than 20 working days. In duly justified cases of urgency, the Chairperson may set a shorter deadline, but not less than 10 working days. The tacit acceptance principle is applied after that period. The proposal shall be considered adopted if it receives the agreement (explicit or tacit) of at least two thirds of the SRG members.
2. A proposal for a decision, opinion or recommendation to be taken by written procedure shall not be subject to amendments; it shall be approved or rejected in its entirety. If a proposal is rejected, it may be included in the agenda of the next SRG meeting at the request of at least one third of the SRG members.

3. The result of the written procedure shall be notified to the SRG members from the Executive Director of the S2R JU no later than 10 working days after the deadline for replies to the procedure.

Article 9
Minutes

1. Draft minutes of SRG meetings, including an attendance list, shall be drawn up by a secretariat placed under the responsibility of the Executive Director of the S2R JU not later than 10 working days after the meeting and shall be sent to the SRG Chairperson for approval. Once approved by the Chairperson, the Executive Director of the S2R JU shall send the minutes to the SRG not later than 15 working days after the meeting.
2. The SRG members shall send their written comments to the Chairperson and the secretariat not later than 10 working days after receipt of the draft minutes. The tacit acceptance principle is implied after that period.
3. The Executive Director of the S2R JU shall support the Chairperson to consolidate the minutes. Formal approval of the minutes shall take place at the following SRG meeting.

Article 10
Confidentiality

1. The proceedings of the SRG shall be confidential.
2. The SRG members and any other person attending a SRG meeting shall respect the confidential character of these proceedings and shall protect any sensitive information, whose disclosure could damage the interests of the S2R JU, its members and partners, and/or the participants in the activities of the S2R JU. The general rule is that all information received by the SRG members should not be disseminated, unless authorised by the Executive Director and the Chairperson.
3. The decisions and minutes of the meetings of the SRG shall be subject to the provisions of Articles 15 and 16 of the S2R Regulation and the measures taken for their implementation.

Article 11
Resources

1. Participants to the SRG meetings shall bear all travel and subsistence expenses incurred in connection with them.
2. The Executive Director of the S2R JU shall provide the secretariat and the appropriate administrative support to enable the SRG to carry out its work.

Article 12
Amendment of the Rules of Procedure

1. At the request of a SRG member, the SRG may amend these Rules of Procedure following approval by decision of the SRG.
2. Amendments to the Rules of Procedure are approved by at least two thirds of all nominated representatives and shall enter into force on the day of their adoption by the SRG.

Article 13
General provisions

The Rules of Procedure and its amendments shall be published on the S2R JU website.

Article 14
Entry into force

These Rules of Procedure shall enter into force on the day of their adoption by the SRG.