

Shift2Rail Joint Undertaking (S2R JU)

27th MEETING OF THE S2R JU GOVERNING BOARD

Informal Meeting

23 March 2021

Remote connection

PRESENT:

European Union, represented by the European Commission	Keir FITCH, DG MOVE	Observer
	Elena Mihaela WILLIAMS, DG MOVE	Observer
	John CLEUREN, DG RTD	Observer
	Phillippe FROISSARD, DG RTD	Observer
ALSTOM	Nicolas CASTRES SAINT MARTIN	Member
AZD Praha	Michal PAVEL	Alternate Member
CAF	Jorge DE CASTO	Alternate Member

DEUTSCHE BAHN	Ralf MARXEN	Alternate Member
EUROC	Thomas PETRASCHKEK	Member
HACON	Lars DEITERDING	Alternate Member
HITACHI RAIL STS	Antonella TROMBETTA	Member
INDRA	Javier RIVILA LIZANO	Member
KNORR - BREMSE	Hans-Christian HILSE	Member
KNORR - BREMSE	Martin Ertl	Alternate Member
NETWORK RAIL	Robert AMPOMAH	Member
SIEMENS	Jürgen SCHLAHT	Alternate Member
SMART DEMAIN CONSORTIUM	Henk SAMSON	Member
SMARTRACON CONSORTIUM	Michael MEYER ZU HÖRSTE	Alternate Member
SNCF	Christophe CHERON	Alternate Member
SNCF	Sophie DESNOST	Member
THALES (Industrial Spokesperson)	Yves PERRAIL	Member
TRAFIKVERKET	Bo OLSSON	Alternate Member
VVAC+	Filip KITANOSKI	Member

European Railway Agency	Anna GIGANTINO	Observer
Chairperson of the States Representative Group	Sarah BITTNER-KRAUTSACK	Observer
Vice-Chairperson of the States Representative Group	Miroslav HALTUF	Observer
Chairperson of the Scientific Committee	Angela DI FEBBRARO	Observer
S2R	Carlo M BORGHINI	Executive Director
	Giorgio TRAVAINI	Observer
	Vincent DECLERFAYT	Observer
	Isaac GONZALEZ GARCIA	Observer
	Valerie LORGÉ	GB Secretariat

AERFITEC	Carlos ERASO	Observer
RAILENIUM	Eric TREGOAT	Observer
FAIVELEY Transport	Roberto TIONE	Observer

TALGO	Alfredo GONZALEZ	Observer
--------------	------------------	----------

LIST OF DECISIONS:

As the 27th GB meeting was an informal meeting, no Decisions were adopted by the Governing Board on 23 March 2021.

OVERVIEW OF DISCUSSIONS:

INTRODUCTION

The DG MOVE representative (Mr. Keir Fitch) indicated that the Chair, Mrs Elisabeth Werner, has been appointed as Deputy Secretary General of the Commission responsible for policy coordination. Matthew Baldwin is acting Director. Due to the lack of availability of the Chair and Co-Chair, Mr Keir Fitch was delegated to chair the meeting. Consequently, the meeting should be treated as an informal meeting.

The DG MOVE representative welcomed the participants to the 27th Governing Board meeting held remotely via Microsoft Teams.

In accordance with Art. 4(1) of the Rules of Procedure of the Governing Board, the Governing Board should hold its ordinary meetings at least three times a year. The Executive Director highlighted that this provision will be respected in 2021, since an additional GB meeting will take place end of June/beginning of July for the award of the mini-call 2021.

The DG MOVE representative indicated that all documents relating to the meeting were circulated in advance according to the Rules of Procedure. He briefly presented the items on the Agenda.

1. WELCOME FROM THE CHAIR AND ADOPTION OF THE AGENDA

The final agenda was approved by the Board.

1. WELCOME FROM THE CHAIR AND ADOPTION OF THE AGENDA <ul style="list-style-type: none"> • Declarations of conflict of interest based on the Agenda items 	10:00
2. INFORMATION FROM THE COMMISSION	
3. REPORT OF THE EXECUTIVE DIRECTOR ON S2R JU ACTIVITIES	
4. ADOPTION OF THE MINUTES OF THE GB OF 19 NOVEMBER 2020	10:45
ITEMS FOR DECISION OF THE GOVERNING BOARD	
5. GB DECISION ON EXTENSION OF TERM OF OFFICE OF S2R JU EXECUTIVE DIRECTOR <i>European Commission Document</i>	10:50
ITEMS FOR DISCUSSION OF THE GOVERNING BOARD	
6. UPDATE ON EUROPE'S RAIL EUROPEAN PARTNERSHIP <i>Information in particular on the transition between the S2R and Europe's Rail</i>	11:00
7. PROPOSAL OF THE EXECUTIVE DIRECTOR TO AMEND THE ANNUAL WORK PLAN 2021 – <i>DECISION VIA WRITTEN PROCEDURE</i>	11:30
8. PRESENTATION OF THE DRAFT ANNUAL ACTIVITY REPORT (AAR) 2020 AND THE PROVISIONAL ANNUAL ACCOUNTS - UPDATE ON MEMBERS' IN-KIND CONTRIBUTIONS AND OVERVIEW OF CERTIFICATION	12:00
9. EUROPEAN YEAR OF RAIL: S2R JU COMMUNICATION ACTIVITIES	12:15
10. REPERCUSSIONS ON S2R JU MEMBERSHIP OF THE TAKE-OVER BY ALSTOM OF BOMBARDIER <i>Presentation by Alstom representative</i>	12:40
11. ANNUAL DECLARATION OF CONFLICT OF INTEREST AND MINI CVs OF GB MEMBERS AND OBSERVERS	13:00
ANY OTHER BUSINESS	
12. AOB <ul style="list-style-type: none"> - INDICATIVE LIST OF DOCUMENTS TO BE ADOPTED BY WRITTEN PROCEDURE OR AT THE NEXT BOARD MEETING - INDICATIVE DATES OF THE NEXT MEETING(S): <ul style="list-style-type: none"> - 22 June 2021 - 25 November 2021 	13:05

The Chair asked all members of the Governing Board to declare and sign a declaration of confidentiality and absence of conflict of interest, and to abstain from deliberations should a conflict of interest on the matter exist.

2. INFORMATION FROM THE COMMISSION

The DG MOVE representative indicated that information would be provided on Europe's Rail Partnership under point 6.

3. REPORT OF THE EXECUTIVE DIRECTOR ON S2R JU ACTIVITIES

For additional details, please refer to the presentation.

The S2R Executive Director provided an update on programme activities since the last GB meeting held on 19 November.

He underlined the progress of the work during the initial months of 2021, making references to the presentation distributed in advance to the meeting.

He continued presenting the planned activities of the following months, indicating also the new mini call expected to be launched following the GB discussion and future amendment of the AWP 2021.

The ED informed that the Preliminary Draft Annual Work Plan 2022 was sent to the Governing Board and to the SRG Chairperson and Vice-Chairperson on 1st February 2021 and a new version will need to be prepared in view of the launch of Europe's Rail.

The ED provided participants with an overview of the number of projects under the S2R Programme - 99 projects, of which 72 ongoing and 27 closed - as well as S2R Projects' average value in TPC. He highlighted the risks associated to projects participated by a large number of entities with small contributions on a period of 3 – 5 years; this should be considered in the context of the set up of the future programme.

The ED then provided participants with an update on the ED Programme Board activities in supporting the ED in the overall management of the programme. The EDPB examined the status of the progress of the Programme, in particular in view of the input of the TPWs of ERA (Archi, Freight, etc.), the conclusion of the ATO GoA2 freight/passenger tests in CH/UK, and the In2Track3 grant agreement preparation progress and impact on TDs. The change-requests from L4R were also assessed, with recommendations for the application of Formal Methods to support the Railway System Architecture currently developed in LinX4Rail Task 5.2 and potentially for the System Pillar.

Concerning the MCCOLA, he indicated that S2R received the final new version from one member and a new and lighter approach that will be proposed to the EDPB during its next meeting. He stressed that new projects should take the MCCOLA into account.

The ED informed the GB, which took note, that in accordance with the initial set up, he intends to continue the EDPB up to end of S2R and propose a similar structure in the context of Europe's Rail. In this respect, the programme governance shall anticipate the lessons learned from S2R.

Moreover, the ED provided participants with an update on the European DAC Delivery Programme, involving more than 40 companies and more than 160 experts. He underlined the major change of role of CAF in DAC activities, and stressed that the importance of the process that is on-going. An amendment to the AWP2021 is proposed in this respect under point 7 of the agenda.

The DB representative asked about the long-term financial planning for the EDDP. The ED underscored that as part of the AWP2021, funding activities are considered for 2021 and 2022, and that where the description of R&I is included and what best position for the European DAC delivery is - in the system pillar, innovation pillar or both - will be a decision of the future candidate founding members. The DG MOVE representative underlined that neither the system pillar nor the innovation pillar are vehicles for financing rollout of technologies; due to lack of resources, the Union cannot be expected to finance the entirety of these activities.

Furthermore, the ED updated participants on the Call for expression of interest (CEI) - Experts for ad hoc assignments to support the JU. S2R avails itself with senior expertise for ad hoc activities, such as the set up of the system pillar and the DAC delivery Programme. The CEI was published in the EU OJ on 04/01/2021 for applications from individuals (“natural persons”) with a view to establishing two lists of senior external experts and 12 areas of expertise (sub-lists).

The Industrial Spokesperson asked for the names of the experts. The names of the candidates already selected under the “S2R.20.CEI.01: Call for expression of interest – Senior external experts to assist the Shift2Rail Joint Undertaking with high level support and advice in relation to the R&I activities” are the following: Andy Doherty, Jens Engelmann, Miroslav Haltuf, Mikael Korvi and Stefano Ricci. Being an expert on the list does not result directly in contracted activities. Experts are engaged based on the tasks to be performed.

In addition, as regards projects’ results delivery, the ED shared details on the CCA Work Area 3.5: Virtual Certification, which has reached a maturity level. The next steps will involve testing of the process with a range of examples to confirm that the requirements set by the framework are appropriate and achievable (PINT3, PIVOT2) and handover the proposed generic approach as S2R contribution to relevant active working groups of CEN and CENELEC.

Concerning the on-going cooperation with regions and international organizations, he indicated that an MoU was signed with CUTRIC on 23/10 at the S2R Innovation Days. A Cooperation Agreement with the Permanent Secretariat of the Western Balkan Transport Community was signed on 26/10 at the Western Balkan Ministerial Meeting. The MoU with CEN/CENELEC has been approved by the GB, and some last consultations are ongoing. The preparation of the signing process is foreseen for the MoU with UIC in July. The MoU with ACRI is on hold.

The ED informed the GB participants that a meeting was held on 22 March with EP members on the Europe’s Rail Partnership, during which the EP members shared their desire to see Europe Rail develop further relations with regions, as a key element to ensure the local presence of activities.

The Industrial Spokesperson shared his wish to see the content and objectives of future MoUs discussed in EDPB meetings.

The ED informed that 2021 will be dominated by the European Year of Rail activities. Under this umbrella, S2R will (co-)organise three major events, which will be further developed under point 9 of the agenda.

The SRG Vice-Chairperson stated that the Prague conference in 2022 received the confirmation to become a side event of Czech Presidency in October 2022.

The DG MOVE representative underlined that the new JU will be scrutinized on efficient deployment of funds and draw the attention to the small participation per member.

4. ADOPTION OF THE MINUTES OF THE GB OF [INSERT DATE]

The Chair invited the participants to comment on the minutes of the twenty sixth Governing Board meeting, which included the comments received.

The Executive Director highlighted the rephrasing of the following formal clarification under section 5 on the adoption of the AWP and budget 2021: *“In the budget 2020, 4 million € of payment appropriations are proposed to be transferred from the Title 3 (operational budget) to the Title 4 (unused appropriations), in order to re-enter in the following budget year (included in the AWP and budget 2021) in accordance with Article 6§5 of the S2R Financial Rules”.*

The GB members adopted the minutes.

ITEMS FOR DECISION OF THE GOVERNING BOARD

5. GB DECISION ON EXTENSION OF TERM OF OFFICE OF S2R JU EXECUTIVE DIRECTOR

The DG MOVE representative underlined that the S2R JU ED’s term ends on 15 May 2021 and stressed the common desire to see his term extended. However, the decision on extension of term of office has not yet been endorsed by the College of Commissioners. It is on the agenda for this week’s College meeting, so the urgent written procedure should be launched shortly after this meeting.

The extension of the term of office would then run until May 2026.

The Industrial Spokesperson underscored that all GB members welcome the extension of the ED’s term, and hope for a swift resolution this week.

The ED thanked the GB for its trust, and stressed that the process for recruiting the successor should be launched 2 years in advance, in order to avoid gaps. He invited the GB to ensure that by mid-2024, the process for recruiting the ED successor is launched to ensure the continuity of operations.

ITEMS FOR DISCUSSION OF THE GOVERNING BOARD

6. UPDATE ON EUROPE'S RAIL EUROPEAN PARTNERSHIP

The founding of the JUs will be established with the adoption of the Council Regulation establishing the Joint Undertakings under Horizon Europe, also called the Single Basic Act (SBA). The DG MOVE representative stated that the SBA proposal was adopted by the Commission on 23 February. Negotiations within the Research WP of the Council have been launched in the hope to launch Europe's Rail JU in Q4 2021. The Portuguese Presidency is committed to work rapidly on the proposal, with an ambitious target of adoption in June. Europe's Rail specific part of the proposal was not yet discussed in detail in the Council WG. The first meeting is scheduled on Monday 29 March.

He underlined that work on the Master Plan has started, and thanked the GB members for their comments. The Master Plan will present a common, forward-looking roadmap based on a system view, presenting the areas of intervention within the scope of the JU. It will be prepared by the JU together with the Commission and needs to be adopted by the GB. Under HEU, the Master Plan also needs to be presented to the EP and the Council. Preparatory work already kicked off, based on inputs such as SRIA developed by ERRAC and the Industry Paper.

Work on the system pillar is also well underway in the group between JU and the Commission with respect to the definition of the basic framework for the system pillar. Sectoral bodies are invited to nominate their representatives in this respect.

The SRG Chairperson asked when the outline of open calls would be available and how the SRG will be involved in the work on the Master Plan. The DG MOVE representative stated that in the future JU, all calls will be open. The financial support from the JU will be mainly provided by grants following open calls. This means that no reference to percentages of the budget to be allocated to FM or AM or Open Calls are included in the SBA, as everything will be open. At this stage, work is on-going on the Master Plan and the SRG could be informally consulted still before summer.

The ED underscored that open calls will be the general approach. In accordance with the Single Basic Act proposal, it should be possible to introduce additional conditions that require the participation of members in duly justified reasons, for example with a multiannual approach, to have flagship projects and/or large scale demos, with a with projects covering the full life cycle of R&I.

The DB representative shared the strong interest of Germany to be involved in the activities of the Master Plan. The DG MOVE representative answered that Europe's Rail should be up and running in the autumn, which leaves little time for a consultative process, but that all suggestions are welcome. The ED proposed to involve the SRG in a meeting on the Master Plan in May, in order to integrate comments in the final version of the Master Plan. The DG MOVE representative highlighted that it is vital that the SRG brings together research and transport interests. The SRG Chairperson and Vice-Chairperson appreciated the proposal for SRG involvement in the Master Plan preparation via a consultation process to be held in May, which was finally agreed upon.

7. PROPOSAL OF THE EXECUTIVE DIRECTOR TO AMEND THE ANNUAL WORK PLAN 2021 –DECISION VIA WRITTEN PROCEDURE

On 1st March, a proposal for amendment was sent to the GB

The ED indicated that with GB Decision 08/2020 of 19 November 2020, the S2R Governing Board adopted the Annual Work Plan and Budget for 2021. The AWP 2021 does not include any call and focuses mainly on the delivery of the ongoing projects, in view of demonstrations activities taking place in the next few years. At the moment of the preparation of the AWP, - no information was available about possible unused funding within the budget appropriations of the JU for operational activities; - similarly, no information was provided from the projects on resources to be released for possible new activities. Additionally, the launch of the successor of the S2R JU was not yet fully planned and the legislative process was still pending the decision of the Commission on the formal proposal.

Taking into consideration the above, the S2R JU has proceeded to an analysis of its resources, not only for operational activities, but also covering its future running costs. At the end of 2020, the S2R JU has received from the Union all the necessary budgetary appropriations (commitments) to cover the 50% of the running costs for the years 2021-2024. This is complemented on a yearly basis by the 50% appropriations to be provided by the Members other than Union till 2024. It is expected that the new rail research and innovation partnership starts as from 1 Jan 2022, at the latest; in accordance with the transition measures included in the Commission proposal of 23 February to establish the European Partnerships under Article 187 TFEU. The running costs will be covered by the new HE funding and Industry Members. In this case, it will be up to the Europe's Rail JU to decide, at that time, what to do with the appropriations for running costs coming from the S2R unused budget, i.e. to continue using them to cover the running costs or transfer them for operational activities. The obligations of the S2R JU Members to pay for the running costs until 2024 remain in any case unchanged; a possible underspending in terms of running costs, between the two JUs may result in monies given back to the Members at the end of the successor of S2R JU or not being collected by then.

The amount of unused appropriations received from the Union for the JU running costs, already included in Title IV of the Budget 2021, amounts to EUR 3.2 million to cover years 2022 to 2024. This amount will be received during the same three years by the Members other than the Union.

In order to maximize the performance and impact of the JU, taking into consideration the above, the Executive Director proposed to the Governing Board:

- to transfer the amount of the unused appropriations from the Union for the running costs of the JU for the amount of EUR 3.2 million to Title 3 for operational activities. This possibility is established in Article 16.2 of the Statutes of the S2R JU Regulation: “If part of the contribution for administrative costs is not used, it may be made available to cover the operational costs of the S2R Joint Undertaking”.
- to continue using the amount of the appropriations to be received from the Members other than the Union for the running costs of the JU 2022 - 2024, as planned;
- to make use of the amount of EUR 3.2 million transferred to Title 3 to:
 - include a topic for 1.6M€ under a call for proposal to support the European DAC Delivery Programme has been developed. Based on the need of the EDDP and the technical input of the IP5 SteCo, the activity is now proposed as a “Coordination and Support Action” for an indicative duration of 18 – 24 M.
 - After internal consultation with the EDPB, the preparation and launch of the activities for 1.6M€ of the future “System Pillar”, also taking into consideration the progress of the Linx4Rail projects, to be operationalized with a specific contract within the ERTMS framework contract.

In addition, in order to realise the delivery of the Technological Demonstrators on Doors and Interiors, PIVOT2 agreed with the complementary project Carbodin, that the latter reduces its grant for the amount of EUR 0.2 million. Subsequently, the S2R IP1 Steering Committee requested the JU to launch a tender procedure to procure the necessary services and products to complement the work for the two demonstrators in 2022. A new Procurement procedure for 0.2M€ will be added in the AWP2021 to realise the moulding tools for delivery of the TDs on Doors and Interiors, as requested by the S2R IP1 SC Members following the shortcoming identified in the complementary collaboration between the projects PIVOT2 and CARBODIN

The S2R JU has also performed additional analysis on ongoing projects and estimates the following:

- an estimated amount of EUR 1.0 million is expected to become available during 2022 based on ongoing finalisation of project closures. This amount is already included in the preliminary draft Budget 2022;

- an additional estimated amount of EUR 1.5 million is expected to be released from the closure of more than 10 projects during the final part of 2021. If these amounts are finally confirmed, the Executive Director will assess the situation and propose to the Governing Board the best way forward to make use of the available resources, e.g. returning the monies to cover running costs (for example if the new JU start date would be delayed) or make use of them in future projects under the new JU.

The ED underlined that the intention is to launch the urgent written procedure on the AWP2021 amendment on 24 March with deadline 12 April.

Furthermore, a request from the ERRAC Scientific Chair and WG1 Chair has been submitted on the possibility to launch a small study on the holistic benefits from the rail system in Europe, i.e. assess how S2R and Europe's Rail will provide holistic benefits for stakeholders – with an estimated value of EUR 0.2 million euros. The ED stated that it will be interesting to ensure that, once the mid-term evaluation of Europe's Rail starts on 2024, elements further underlining the benefits the partnership R&I work brings can be provided to the evaluators. In the absence of objection, this topic will also be included in the call.

The DG MOVE representative indicated the Commission's full support to these activities on DAC and system pillar.

In answer to KB representative's question on not missing any financial resources to cover the administrative costs, the ED stated that the SBA indicates 24 million euros contribution to the administrative costs and that the 3 million euros he referred to is on top of these 24 million euros. With this financial base and the sum from the industrial members, the work of ERJU will be covered for the total running time of the initiative"

The GB agreed to launch of the written procedure to amend the AWP2021 including the subjects proposed by the ED.

8. PRESENTATION OF THE DRAFT ANNUAL ACTIVITY REPORT (AAR) 2020 AND THE PROVISIONAL ANNUAL ACCOUNTS - UPDATE ON MEMBERS' IN-KIND CONTRIBUTIONS AND OVERVIEW OF CERTIFICATION

The ED highlighted some of the most visible achievements from Projects implementations':

- successful pilot line tests, including with requests of derogations at national level, for Automated Train Operation over ETCS at GoA2 both for passenger (in UK) and for freight operations (in CH)
- tests on four coupler heads performed for the selection of a European digital automatic couplers (DAC) in Germany and in Sweden,
- tests on enhanced switches and crossings installed in Austria,
- passenger pilots with a multi-modal travel companion/trip tracking/social services in Spain, Portugal, the Netherland and Greece resulting in the validation of a technology for a public transport COVID-19 tracking app

He indicated that S2R is not yet able to measure the full impact of Covid, but that by the end of 2020, the Programme reached the following pivotal milestones:

- almost all S2R resources are committed for the Programme activities,
- managed 71 running projects to realise at least 60% of the Programme in view of reaching the TRL6/7 operational demonstrations planned for conclusion during 2023.
- R&I activities of the Call 2020 started, the JU awarded 19 grants for a Total value of EUR 147.7 million, with the exception of one grant agreement expected to be signed by the end of Q1 2021.
- implemented 37 specific control gates (18 project reviews of 18 CFM projects, 19 project reviews of 19 OC projects) and 104 specific issue reviews (45 specific issue reviews of 18 CFM projects, 59 specific issue reviews of 30 OC projects) in order to continuously assess the submitted technical deliverables;
- elaborated on KPIs and Standards, launched the European DAC delivery Programme, managed of 6 quarterly IP Steering Committees and followed up the grants implementation (amendments, reporting, etc.).
- In total, it is estimated that the Total Value of the activities performed in 2020 amounts to EUR 104.7 million, of which EUR 93.4 million delivered by the Members other than the European Union.

Moreover, the S2R JU ED reported on the progress of the IPs through the annual review and continuous checks/control gates.

The document will take into account the Members' April reporting on certified in-kind contributions and IKAA.

The ED concluded his intervention by stressing the three main ECA audit findings, of which the first two are minor:

- minor administrative finding for staff to declare allowances received by spouses at national level, intrinsic problem to the current salary system,
- the delay in the signature of one CFM grant, fully justified from the JU perspective,
- The lack of compliance with the S2R Financial Rules due to GB members not providing their annual CoI declarations by the end of 2020. This constitutes a major point of attention, in particular for the Budgetary Authority, and will be further discussed under point 11 of the agenda - with a short-term mitigating measure to address the issue.

The DG MOVE representative congratulated the ED, S2R staff and the members for the hard work done in 2020 and indicated that the Commission will submit comments on the first draft of the AAR 2020 still in March.

9. EUROPEAN YEAR OF RAIL: S2R JU COMMUNICATION ACTIVITIES

Please refer to the PowerPoint presentation

The ED informed that 2021 will be dominated by the European Year of Rail activities. The main objective is to promote a communication campaign for and with citizens, the European rail community, public authorities, railway museums etc. for which sector commitment is key; it is also a key dissemination opportunity for the S2R Projects and Members/beneficiaries who have contributed delivering it. A special website is launched: <https://europa.eu/year-of-rail> (available in all official EU languages) and S2R is a member of the #EUYearofRail taskforce, working closely together with DG MOVE.

He stated the main focal points will involve supporting the #EUYearofRail communication campaign; aligning S2R communication in support of the Sustainable & Smart Mobility Strategy and EU Green Deal objectives; and strengthening the dissemination of our project results

More specifically, the objectives will be: i.) to promote a communication campaign for and with citizens, the European rail community, public authorities, railway museums etc.; ii.) to raise awareness that rail is sustainable, innovative, energy-efficient and safe, promoting its key role in delivering the EU Green Deal & Strategy for Sustainable and Smart Mobility; and significantly increase rail's share in transporting people and goods

A series of events will be launched, and S2R will (co-)organise three major events:

- TEN-T #EUYearofRail train -Dates: 9 June – 14 July
The TEN-T #EUYearofRail train will travel from Lisbon to Ljubljana, connecting the end of the PT presidency with the start of the SI presidency, stopping in various cities on the way to promote the #EUYearofRail S2R will exhibit its latest innovations in half of the Innovation Coach (the other half to include innovative transport projects from DG MOVE/INEA). En route, S2R will have a pop-up exhibition and take part in side events at the major locations (should the improvement of the pandemic situation allow for this). The DG MOVE representative stressed that the event organized in Lisbon will represent a great opportunity to showcase the work of S2R. The SRG Vice-Chairperson stated that the working name of the train is ‘Connecting Europe Express’.
- A virtual hackathon will be organised in October together with Siemens, inviting start-ups, universities, SMEs etc. to work on 1-3 target issues and to tackle these with out-of-the-box-ideas. Other companies are more than welcome to join. The award ceremony may take place during the Belgian Rail Day, with the presence of Commissioners and other authorities. The target audience will be startups from across Europe and different disciplines. The ED highlighted that other S2R members interested in joining as partners should be willing to provide experts to serve as mentors and/or jury members, and contact Shift2Rail’s Chief Communication Officer (caroline.kearney@s2r.europa.eu)
- The S2R Innovation Days on 9 and 10 December will take place in Brussels. Both days will be used to present the results of S2R. The objectives will be the large-scale dissemination of S2R project results bringing together a series of mid-term & final conferences for cost efficiency and bigger impact; as well as the launch of Europe’s Rail.

The 2021 activities will be under the responsibility of Ms Kearney, who is assisted by one interim staff and a trainee.

The Industrial Spokesperson commended this impressive list of activities.

10. REPERCUSSIONS ON S2R JU MEMBERSHIP OF THE TAKE-OVER BY ALSTOM OF BOMBARDIER –

A presentation on the take-over was delivered by the Alstom representative.

He indicated that in September 2020, Alstom SA signed a sale and purchase agreement with Bombardier Inc. and Caisse des Dépôts et Placements du Québec for the acquisition of Bombardier Transportation activities. On 29 January 2021, Caisse des Dépôts et Placements du Québec became

the largest shareholder in Alstom SA (18% share capital and voting rights). Four entities of Bombardier (Bombardier Transportation GmbH, Bombardier Transportation Sweden AB, Bombardier Transportation UK Ltd., and Bombardier Transportation Switzerland) became parent companies of Alstom Holding and affiliated companies of Alstom Transport SA.

For on-going projects, Alstom Transports SA / Bombardier Transportation entities remain responsible for own projects action in which they were involved before closing, as legally independent entities.

Each founding members (Alstom Transport SA / Bombardier Transportation GmbH) still has a voting right in the Governing Board.

The DG MOVE representative underlined that the Commission's legal service internal advice clarified that the Alstom-Bombardier merger can be treated in the same way as the Siemens-Hacon merger and it has no implications on the membership of S2R JU as Bombardier and Alstom will continue to be treated as two different entities.

The KB representative inquired on what will happen in the S2R GAs where both companies are beneficiaries. The Alstom representative answered that nothing changes, because the two members remain two different legal entities in the grant agreements.

In the framework of Europe's Rail, both Alstom Transport SA and Bombardier Transportation GmbH were initially provisionally accepted as candidate founding members at the first phase of selection for the future Europe's Rail Joint Undertaking. However, following the take-over, the European Commission proposal of 23 February 2021, including Europe's Rail partnership, includes in the list of the Candidate Founding Members only Alstom.

11. ANNUAL DECLARATION OF CONFLICT OF INTEREST AND MINI CVs OF GB MEMBERS AND OBSERVERS

Following the ECA audit finding on conflict of interest declaration of GB members, the ED reminded the GB participants of the transparency and accountability obligations, as detailed below:

- S2R Regulation and Proposal EU-Rail Regulation: "The joint undertaking, its bodies and staff shall avoid any conflict of interest in the implementation of their activities"
- GB Decision n° 07/2018 → rules on the prevention and management of conflicts of interests applicable to the S2R bodies

- i. “The declarations of interest by the Members of the Governing Board shall be available for public scrutiny with due respect to the applicable EU rules on protection of personal data and access to documents.
- ii. The name of the Members of Governing Board, Scientific Committee, States Representatives Group together with the name of their employer or any organization which pays them shall be published on the S2R JU’s website.
- iii. In accordance with European Parliament’s resolutions on the budgetary discharge applicable to all EU bodies, including Joint Undertakings, the CVs of Members of the Governing Board, or a summary of their professional experience, shall be published on the S2R JU web site
 - GB Decision n° 11/2019 (S2R Financial Rules): *“Financial actors within the meaning of this Chapter and other persons, including the members of the governing board, involved in budget implementation and management, including acts preparatory thereto, audit or control, shall not take any action which may bring their own interests into conflict with those of the S2R JU. [...] The S2R JU shall adopt rules on the prevention and management of conflicts of interests and shall publish annually on its website the declaration of interests of the governing board members”*.

After the meeting, the GB secretariat will contact those GB members or observers who have not yet provided their CoI nor the CV, with a deadline for submission indicatively by mid-April. They will then be published on the S2R web site.

The ED stressed that all declarations should be submitted by mid-April in order to be able to publish by end of April.

12. ANY OTHER BUSINESS

The ED indicated that two written procedures will be launched shortly: on the amendment of the AWP2021 and on the extension of the term of office of the S2R JU ED.

The dates of the upcoming GB meetings for 2021 were agreed upon:

- 22 June 2021 (tbc): adoption 2020 AAR and final annual accounts
- End of June 2021-beginning of July 2021: Possible GB for the award of the mini-call 2021
- 25 November 2021 (tbc):

The Chair thanked the S2R JU for the efficient organisation and the structured interventions, as well as from the Industrial Spokesperson, the other members of the Board and the S2R and Commission staff for the excellent preparation.

Done in Brussels on 23 March 2021.

Signed:

Henrik HOLOLEI

Chairman of the Governing Board