



European Transport and Mobility Forum

Statutes

§ 1 Name, Language

(1) The name of the initiative is *European Transport and Mobility Forum*, acronym: ETM Forum.

(2) The working language of the ETM Forum is English. All relevant documents shall be provided in English.

§ 2 Purpose of the European Transport and Mobility Forum

(1) The ETM Forum serves the promotion and implementation of sustainable user-centered and multi-/cross-modal transport in Europe. To achieve this, the ETM Forum strives to bring together representatives of all relevant stakeholder groups in the field of transport of people and freight in all modes. Focus hereby is to include representatives of user organizations and connect them with developers and providers of transport solutions and services and policy makers. Thus, the ETM Forum will give a voice to users. Further focus point is to strengthen the dialogue on synergies and knowledge transfer between the different modes and to moderate discussions on interfaces between modes. The ETM Forum will involve stakeholders from topics that are horizontal within the field of transportation as e.g. energy, data, automation etc.

(2) The results achieved in the European Coordination and Support Action Mobility4EU that has been funded from the European Commission are the basis of the work of the ETM Forum. Focus will be on promoting the *European Vision for user-centric and cross-modal Transport in 2030* and to support the initiation and follow-up of actions to implement that vision based on proposals in the Action Plan. Both have been developed in the Mobility4EU project together with a broad stakeholder community.

(3) The ETM Forum strives to collaborate with related initiatives being active in the field of transport, as e.g. European Technology Platforms. The ETM Forum aims to bring in the user perspective and to moderate the dialogue between stakeholders of different modes .

§ 3 Non-profit Status

- (1) The ETM Forum is non-profit and will not primarily pursue its own economic interests.
- (2) The capital of the ETM Forum may only be used for statutory purposes. The members receive no material benefits from the ETM Forum.
- (3) The members may not receive any share of the ETM Forum's assets upon withdrawal from the ETM Forum or its dissolution.
- (4) No person may benefit from expenditures that are foreign to the purpose of the corporation or from disproportionately high remuneration.

§4 Rules of Procedure

The members will meet once a year in the ETM Forum's General Assembly. The General Assembly can be held as a physical meeting or as a web-meeting. In case of physical meeting, also remote participation is intended to be made possible.

§5 Membership

- (1) Members of the ETM Forum must be stakeholders in the field of transport (policy makers, research, industry, operators of infrastructure and/or fleets, mobility service providers, user representatives, NGOs etc). This comprehends transport of people and freight in all modes.
- (2) Members can be any kind of public and private legal entities. Applications of entities without separate legal personality will be discussed in the General Assembly and approved by the Board. Natural persons are also welcome as members.
- (3) Membership is geographically limited to organisations from the European Union and from its associated states. Exceptions need the explicit approval of the General Assembly.
- (4) The registration to the ETM Forum will be made on the online collaboration platform. An application for admission as a member of the ETM Forum must be submitted to the Board in written form through the registration profile of the online collaboration platform. The decision on the application as a new member will be made by the Board. At least three Board members need to approve. The General Assembly will decide after, if the rules for approval of new membership change.
- (5) Members are requested to actively contribute to the ETM Forum's activities This contribution has to be clarified and committed to the ETM Forum upon admission. The kind and quantity of contributions determines the membership status of the member which determines the rights and possibilities for participation in the ETM Forum. The membership status is identical in the ETM Forum and on the online-platform, and changes in membership status correlate.
Contributions may be (but are not limited to):
 - a) Participation as Board member
 - b) Leading/active participation in Task Force
 - c) Leading/active participation in Working Group
 - d) Organization and financing of workshops in the context of the ETM Forum
 - e) Dissemination of results on behalf of the ETM Forum

(6) Members may also voluntarily commit to financial contributions to the ETM Forum.

(7) There are the following different statuses of membership and associated rights in the ETM Forum:

- a) No member: Visitor on online-platform
- b) Starter: Participation in General Assembly without Voting Rights (observer), active participation in Working Group or Task Force , right to suggest new Working Groups or Task Forces to the Board or General Assembly
- c) Advanced member: Voting right in General Assembly, right to suggest new Working Groups or Task Forces to the Board or General Assembly, right to become Board member and/or Working Group/Task Force Chairperson

(8) New members will be Starter level by default. Exceptions where initial membership status of new members is Advanced member have to be decided by the Board. Upgrade in membership status occurs according to activity on the online collaboration platform. The conditions for upgrade will be decided by the Board and will be listed in the online collaboration platform. Exceptions from this process may be decided by the Board (e.g. downgrade of members in case of non-activity).

(9) Members are involved in the ETM Forum's information flow and have the possibility of joining the ETM Forum's Working Groups and Task Forces at any time depending on their membership status. They will receive first-hand information from the Working Group, Task Force and Board meetings. Main tool for communication with members will be the online collaboration platform of the ETM Forum.

(10) The online-platform is the principal working and communication tool of the ETM Forum. To ensure access to all information for all members equipped with the appropriate access rights, it will be mandatory to map the complete flow of information on the online collaboration platform. All members are requested to focus on exchange in terms of discussions and threads and the sharing of information on the online collaboration platform. This will support the networking character of the ETM Forum.

(11) The General Assembly will decide if and when financial contributions in terms of fees to the ETM Forum and the measures pertaining to its purpose by the members are requested. The amount of financial contributions will depend on the type and size of the respective institution of the member. Other factors that may influence the amount will be determined by the General Assembly.

(12) If the member is not a natural person, it will appoint a permanent representative, the delegate and an alternate delegate. The delegate or the alternate shall represent the member in the General Assembly. The delegate or the alternate delegate has to be authorised by the member to take actions and make the statements necessary for the execution of the membership.

(13) On a yearly basis, the Board will present an annual activity and financial control report rendering account to the ETM Forum's members.

§6 Termination of Membership

(1) Membership ends by

- a) dissolution of the member in case it is a corporate, institutional or organizational entity,
- b) withdrawal from the ETM Forum;
- c) exclusion of the member;
- d) dissolution of the ETM Forum;

(2) Withdrawal must be declared to the Chairperson in writing. A member can withdraw at the end of the calendar year/at any time having given a minimum of three months' notice.

(3) Expulsion is possible in the event of heavy infringement of interests of other members or in case of acting against the objectives of the ETM Forum. A member can also be expelled for failing to fulfill the responsibilities assigned to her or him, in spite of written request stating a deadline, or for failing to fulfill its committed contributions within three months of the receipt of a written reminder.

(4) Expulsion must be approved by a decision of the General Assembly. Before a decision is made, the member must be given the opportunity to comment and to provide a written statement relating to the occurrence.

(5) Members who withdraw or are excluded from the ETM Forum must cover their financial obligations in case there are such and have to discharge all responsibilities for projects and activities not completed.

§7 Finances

- (1) The ETM Forum mainly finances its activities with:
- a) In-kind contribution by members
 - b) membership fees to be paid by the members from the day on it is decided by the General Assembly to introduce membership fees
 - c) participation in funding projects or activating other funding instruments
 - d) other proceeds

(2) The amount and due date of fees will be determined by the General Assembly in a dues schedule.

(3) By decision of the General Assembly, additional contributions for the execution of the ETM Forum's purposes can be requested independently of the yearly membership fee.

(4) Membership fees will be charged from the day on the General Assembly determines.

§8 Bodies of the European Transport and Mobility Forum

Bodies of the European Transport and Mobility Forum are

- (1) the Board
- (2) the General Assembly
- (3) the Working Groups and Task Forces

§9 Board

- (1) The Board consists of 5 members. One member is elected by the General Assembly as Chairperson and another member as Vice-Chairperson. By decision of the founding members of the ETM Forum (at the constitutional meeting of the ETM Forum) or the General Assembly, the Board can be extended to up to 9 persons including the Chairperson and the Vice-Chairperson.
- (2) Only natural persons can be elected as members of the Board.
- (3) The ETM Forum should target to compose the Board thus, that major stakeholder groups participating in the ETM Forum at the time of election of the Board (industry, operators of fleets and/or infrastructure, policy, user, academia and research) are represented within the Board.
- (4) The members of the Board will be elected by the General Assembly for a period of two calendar years by a simple majority of the valid votes cast by ballot. Abstentions are regarded as invalid votes and therefore not as cast votes. The members of the Board elected will be in office with immediate effect.
- (5) Board members can be re-elected several times.
- (6) If the Chairperson withdraws during the term of office, the Vice-Chairperson elect will become Chairperson until the General Assembly elects a new Chairperson and Vice-Chairperson. The election of the Chairperson or the Vice-Chairperson by the General Assembly may also occur by circular resolution provided that there is a simple majority of members entitled to vote in favour of this procedure.
- (7) If any other member of the Board withdraws during her or his term of office, the General Assembly will elect a new member. In this case a simple majority of all members entitled to vote is sufficient for the resolution.
- (8) If there are serious reasons, the Board as a whole, the Chairperson and the Vice-Chairperson can be voted out by the General Assembly with a two-thirds majority of the valid votes cast.
- (9) By decision of the Board, any other member or expert may participate at Board meetings with the status of an observer without the right to vote.
- (10) The Board meets at least twice a year and ad-hoc whenever it appears to be necessary or appropriate. Meetings may be face-to-face or online as warranted by the occasion.

§10 Responsibility and decision-making of the Board

- (1) The Board is responsible for the matters with which the ETM Forum is concerned unless the responsibility for such matters has been entrusted to another body in accordance with the Statutes. The Board's tasks include the following:
 - a) governance of the ETM Forum,
 - b) identification of objectives and development of strategies,
 - c) creation and closure of the Working Groups and Task Forces,
 - d) supervision of the activities of the Working Groups and Task Forces as well as of the decisions taken by the General Assembly,
 - e) determination of membership status on the basis of contributions and active participation of the members,

- f) supervision of fulfilment of committed contributions by the members and decisions on membership status/ adoption and ratification of commitment to contributions of members;
- g) preparation of the draft annual budget and accounts
- h) preparation of the draft annual workplan
- i) decide on membership of the Forum to other organisations
- j) represent the Forum in external relations
- k) exclusion of members from the Forum
- l) all other tasks conferred to it by the General Assembly

(2) The Board is entitled to transfer the execution of tasks or parts of them to the respective Working Groups or Task Forces.

(3) Any member of the Board may propose an item for discussion and decision.

(4) In general, the Board reaches its decisions during the Board meetings. A meeting will be chaired by the Chairperson or, in her or his absence, by the Vice-Chairperson. The summoning for meetings will be in written form (by mail or email or within the Board working space in the online collaboration platform). The Board meeting will be summoned at least two weeks in advance unless the Board members agree to a shorter period of time by simple majority. A quorum of the Board is a simple majority of the participants including the person chairing the meeting.

(5) The Board will attempt to reach decisions by unanimity whenever possible. If consensus cannot be reached, decisions shall be based upon the simple majority of the valid votes cast. Abstentions are regarded as invalid votes. In the event of a tied vote, the Chairperson or, in her or his absence, the Vice-Chairperson who is chairing the meeting shall have the casting vote. The resolutions of the Board must be included in the minutes.

(6) The Board may come to its decisions by way of written vote (by mail or email or within the Board working space in the online collaboration platform). A decision requires the simple majority of the valid votes cast. A quorum is given with a minimum of three valid votes. Abstentions are regarded as invalid votes. The decision must be recorded in writing and the members of the Board must be notified immediately about the resolutions.

§11 General Assembly

(1) The General Assembly consists of the delegates appointed by the advanced members of the ETM Forum as per §5. Every delegate has one vote in the General Assembly. A delegate who is prevented from participating may send her or his registered alternate to the General Assembly. In this case the alternate has the right to vote in the General Assembly. All starter members may attend the General Assembly as observer without voting rights.

- (2) The following tasks are within the competence of the General Assembly:
- a) election of the members of the Board, appointment of the Chairperson and Vice-Chairperson;
 - b) removal of the Chairperson, Vice-Chairperson and other members of the Board and Working Group Chairpersons;

- c) adoption of resolutions concerning amendments of the Statutes and the dissolution of the ETM Forum;
- d) adoption of resolutions concerning the acceptance, downgrading and exclusion of members;
- e) ratification of any proposed fundamental arrangement leading to the imposition of additional duties on the members;
- f) fixing the amount and due date of the fees to be paid by members in case they will be introduced;
- g) approval of objectives and strategies;
- h) adoption of resolutions concerning creation and closure of Working Groups and Task Forces;
- i) approval of the annual budget and accounts
- j) approval of the annual workplan

§12 Summoning and decision-making of the General Assembly

(1) The General Assembly meets at least once a year. It is summoned in written form (mail or email or within the General Assembly space in the online collaboration platform) by the Chairperson at least eight weeks in advance. The members will be asked to inform the Chairperson in writing of items they wish to be included in the agenda four weeks before the date of the meeting at the latest. Members will be sent a draft agenda at least two weeks before the meeting. Intended amendments to the Statutes must be enclosed verbatim in the invitation sent out by the Chairperson eight weeks prior to the date of the General Assembly.

(2) The General Assembly can be held as a physical meeting or as an online-meeting.

(3) The Chairperson will chair the General Assembly or, in case of her or his absence, the General Assembly will be chaired by the Vice-Chairperson. At the beginning of the meeting, the agenda must be adopted by the delegates.

(4) The General Assembly will attempt to reach conclusions by unanimity whenever possible. If consensus cannot be reached, decisions will be based upon the simple majority of the valid votes cast. Abstentions are regarded as invalid and therefore not as votes cast. In the event of a tied vote, the Chairperson shall have the casting vote.

(5) The General Assembly may make its decisions by written vote (mail or email or within the General Assembly space in the online collaboration platform). A decision requires the simple majority of the valid votes cast. A quorum is given with at least half of the votes of the members entitled to vote. Abstentions are regarded as invalid votes. The results shall be recorded in writing and the registered members of the General Assembly shall be notified about the resolutions immediately.

(6) In principle, it is up to the Chairperson to decide how the votes are taken. The voting must be by written ballot if this is demanded by one third of the present members who are entitled to vote.

(7) The decisions of the General Assembly are to be included in the minutes of the meeting. A draft of the minutes is to be circulated to all members within one month after the meeting. If there are no written objections from a member within a period of four weeks, the minutes will be approved and final. Discussions and minutes of

the working session are to be treated confidentially unless agreed otherwise. The minutes will be published in a restricted part of the online collaboration platform..

§13 Extraordinary General Assembly

The Chairperson must summon an Extraordinary General Assembly if this is in the interest of the ETM Forum or if one fifth of the members demand such a meeting in writing stating the purpose and the reasons. §11 and §12 of these Statutes also apply to the Extraordinary General Assembly. Different from §12 (1) the Extraordinary General Assembly is summoned by the Chairperson of the ETM Forum via letter, e-mail or announcement within the General Assembly space in the online collaboration platform at least two weeks in advance, including the agenda.

§14 Working Groups and Task Forces

(1) Working Groups and Task Forces will be established for specific topics and tasks. Working groups will relate to and further develop specific topics according to the purposes of the ETM Forum. Task Forces are built to perform certain tasks regarding the management and organization of the forum. Each member of the ETM Forum can propose the creation of a new Working Group or Task Force to the Board and the General Assembly. Precondition for the creation of a new Working Group or Task Force is a number of at least five members who commit to active participation in this Working Group or Task Force. A particular role initiating Working Groups and Task Forces is attributed to the Board. The mandate of such Working Groups and Task Forces and their lifetime is approved by the Board.

(2) Chairpersons of Working Groups and Task Forces must be advanced members of the ETM Forum.

(3) The Working Groups and Task Forces are widely free to choose their internal structure and processes. Furthermore, Working Groups and Task Forces can decide on their own, whether their meetings and discussions shall be handled confidential by the members. This may for instance be the case when strategy papers or similar are being developed. However, they must elect a Chairperson for interfacing and reporting mechanisms as well as for communicating and disseminating the Working Group results. The Working Groups and Task Forces may chose whether they members have to apply to the chairperson of the Working Group or Task Force in order to participate in the Working Group or Task Force. This, however, needs to be approved by the Board.

(4) Each member of the ETM Forum can participate in Working Groups or Task Forces. With approval of the Board, a Working Group or Task Force can decide to include members only upon application and approval by the Chairperson of the respective Working Group or Task Force. In this case, the work space of the Working Group or Task Force in the online collaboration platform may be private and accessible only for members of that Working Group or Task Force. Participation in Working Groups and Task Forces is associated with the duty to make active contributions towards the mission of the ETM Forum within the scopes of the Working Group or Task Force.

(5) The activities of the Working Groups and Task Forces may include (but are not limited to):

- a) working on action items of the *European Action Plan for user-centric and cross-modal Transport in 2030* assigned to the European Transport and Mobility Forum; initiating and supporting their follow-up;
- b) facilitating the integration of users in activities and projects;
- c) bringing together users and developers by initiating and moderating user participation in R&D projects and workshops;
- d) sharing best practices, lessons learned and side effects between the different stakeholders in order to learn from successes, mistakes and further impacts;
- e) editing and updating strategic documents pursuing the objectives of the ETM Forum;
- f) contributing to the organization of conferences and workshops;
- g) promoting the inclusion of users and supporting co-creation processes in events, workshops, publications as well as through supporting projects, summer schools, external events etc. that foster this topic;
- h) mobilising the relevant communities in the European landscape by inviting them to join discussions, conferences etc. and by building collaborations with selected relevant initiatives ;
- i) initiating and sustaining contact to regions and local communities to collect needs and assess impacts of actions;
- j) addressing issues related to the research infrastructure, including centres of Excellence;
- k) focusing on various non-technical aspects of innovation, standardisation, intellectual property rights, commercialisation, etc.
- l) labour market and human resources issues;

(6) The Working Groups and Task Forces will be visible in the public part of the ETM Forum website and online collaboration platform. They will also have a dedicated workspace on the online collaboration platform that is only visible to members of the ETM Forum or even members of the Working Group or Task Force according to (3). Results which are approved by the Working Group or Task Force Chairperson will be published in the public area visible for visitors.

§15 Amendments to the Statutes

(1) The General Assembly may make decisions concerning amendments to the Statutes only, if at least two-thirds of the members entitled to vote are present and agree to the amendment. A decision to modify the purpose of the ETM Forum (§2 of these Statutes) can be made only by unanimous decision of the members.

§16 Dissolution of the European Transport and Mobility Forum

(1) The General Assembly may decide to dissolve the ETM Forum only, if at least three fourths of the members entitled to vote are present (physically or remotely). The decision on the dissolution of the ETM Forum can be made only by the General Assembly with a two-thirds majority of the valid votes cast. Abstentions are regarded as invalid votes and therefore not as cast votes.

(2) Unless otherwise decided by the General Assembly, the Chairperson or the Vice-Chairperson is the liquidator authorized to represent the members.

§17 Intellectual Property Rules

(1) The Intellectual Property Rules will ensure that all the Members have mutual access to the necessary pre-existing know-how (Background) and on the knowledge arising from the research work (Foreground), while guaranteeing the protection of the intellectual assets of the Members concerned.

(2) Definitions

"Foreground" means the outcomes, including information, whether they can be protected or not, which are generated under the activities of the Forum. Such outcomes include rights related to copyright, design rights, patent rights, plant variety rights, trademarks rights, or similar forms of protection.

Foreground should be the property of the Members carrying out the work generating that Foreground.

"Background" means information which are held by Members prior to their membership, as well as copyrights or other intellectual property rights pertaining to such information.

"Use" means the direct or indirect use of Foreground in research activities other than those developed within the scope of activities of the Forum.

"Access Rights" means the rights to use, disclose and/or reproduce information and/or documents, in all European countries, for the whole duration of the membership of the Member concerned plus three (3) additional years as the case may be.

(3) Access Rights to Foreground and Background

For the duration of the membership:

Access Rights within the scope of the Forum

Access Rights to Foreground can be granted by Members to the other Members, if needed to enable the other Members to carry out their own work within the scope of the Forum activities.

Access Rights to Background can be granted by Members to the other Members, if needed to enable the other Members to carry out their own work within the scope of the Forum activities provided that the Members granting rights are entitled to do so.

(4) Exceptions

Members may define the Background needed for the purposes of the activities they are participating to in a written agreement.

Where appropriate, they may require the exclusion of some specific Background if it is duly justified.

(5) Subject to its obligations concerning confidentiality, should a Member contemplate to transfer Access Rights, it shall give prior notice of the contemplated transfer to the other Members containing (i) sufficient information concerning the transferee of the Access Rights and (ii) the written commitment of the contemplated transferee to maintain the Access Rights of the Members under the same conditions as the ones applicable on the date of the transfer should the transfer occur.