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European Union Agency for the Space Programme

Prague, 21 October 2024

Rules of Procedure of the Administrative Board

Version 1.9

Rules of Procedure of the Administrative Board

THE ADMINISTRATIVE BOARD OF THE EUROPEAN UNION AGENCY FOR THE SPACE PROGRAMME (hereinafter referred to as “the Board” and “the Agency”),

Having regard to Regulation (EU) 2021/696 of the European Parliament and of the Council of 28 April 2021 establishing the Union Space Programme and the European Union Agency for the Space Programme and repealing Regulations (EU) No 912/2010, (EU) No 1285/2013 and (EU) No 377/2014 and Decision No 541/2014/EU (hereinafter referred to as “EU Space Programme Regulation”),

Having regard to Regulation (EU, Euratom) Regulation (EU, Euratom) 2018/1046 of the European Parliament and of the Council of 18 July 2018 on the financial rules applicable to the general budget of the Union, amending Regulations (EU) No 1296/2013, (EU) No 1301/2013, (EU) No 1303/2013, (EU) No 1304/2013, (EU) No 1309/2013, (EU) No 1316/2013, (EU) No 223/2014, (EU) No 283/2014, Decision No 541/2014/EU and repealing Regulation (EU, Euratom) No 966/2012 and Decision 1104/2011/EU on the rules for access to the public regulated service provided by the global navigation satellite system established under the e Galileo programme

Having regard to the Decision of the Administrative Board of the GSA of 25 April 2014 adopting the GSA Financial Regulation 2014¹,

Having regard to the Decision of the Administrative Board of the GSA of 25 April 2014 adopting the Implementing Rules for the GSA Financial Regulation 2014²,

Having regard to Regulation No 31 (EEC), 11 (EAEC), laying down the Staff Regulations of Officials and the Conditions of Employment of Other Servants of the European Economic Community and the European Atomic Energy Community (hereinafter referred to as "Staff Regulations") in its current form including its annexes and the Conditions of Employment of other Servants of the European Communities (hereinafter referred to as "CEOS"),

Having regard to Regulation (EU, Euratom) No 883/2013 of the European Parliament and of the Council of 11 September 2013 concerning investigations conducted by the European Anti-Fraud Office (OLAF) and repealing Regulation (EC) No 1073/1999 of the European Parliament and of the Council and Council Regulation (Euratom) No 1074/1999,

Having regard to Council Regulation (Euratom, EC) No 2185/96 of 11 November 1996 concerning on the-spot checks and inspections carried out by the Commission in order to protect the European Communities' financial interests against fraud and other irregularities,

Having regard to the Commission Guidelines on the Prevention and Management of Conflict of Interest in EU decentralised Agencies of 10 December 2013,

¹ GSA-AB-WP32

² GSA-AB-WP33

Having regard to the Special Report of the European Court of Auditors (ECA) on the Management of Conflict of Interest in selected EU Agencies, No. 15/2012,

Having regard to the Annual Report of ECA on EU agencies for financial year 2021,

Having regard to Regulation (EU) 2018/1725 of the European Parliament and of the Council of 23 October 2018 on the protection of natural persons with regard to the processing of personal data by the Union institutions, bodies, offices and agencies and on the free movement of such data, and repealing Regulation (EC) No 45/2001 and Decision No 1247/2002/EC,

Having regard to Council Regulation (EC) No 1049/2001 of 30 May 2001 regarding public access to European Parliament, Council and Commission documents,

Having regard to Regulation No 1 of 15 April 1958 determining the languages to be used by the European Economic Community,

Pursuant to Articles 72 and 77(2)(o) of the EU Space Programme Regulation, hereby decides to adopt new Rules of Procedure and fully repeal and replace its previous Rules of Procedure dated 30 March 2023 as follows:

Article 1

Composition and Participation of Third Parties

(1) The Board shall be composed of the following Members:

(a) one Representative appointed by each Member State, each having one vote (Voting Member);

(b) three Representatives appointed by the Commission, each having one vote (Voting Member);

(c) one non-voting Representative appointed by the European Parliament.

(2) Each Member of the Board shall have an Alternate. The Alternate shall represent the Member in his/her absence or in case the Member cannot vote for reasons of conflict of interests. The Commission may appoint one Alternate for each of their Members.

(3) Members of the Board, including their Alternates, shall be appointed taking account of their knowledge in the field of the Agency's tasks, as well as managerial, administrative and budgetary skills. All parties shall aim to achieve a balanced representation between men and women on the Board.

(4) The term of office of each Member of the Board and each Alternate shall be four (4) years, renewable for successive periods of 4 years.

(5) The Members of the Board may, subject to these rules of procedure and in particular Article 6(1), be assisted by advisers or experts. Advisers or experts can be appointed by Members either on a stable basis or an ad hoc basis, depending on the subject matter of the meeting, according to paragraph (10).

(6) The European Parliament, the Commission and the Member States shall endeavour to limit the turnover of their Members and Alternates, in order to ensure continuity of the Board's activities.

(7) The Chairperson or the Deputy Chairperson of the Security Accreditation Board, a representative of the Council, a Representative of the High Representative of the Union for Foreign Affairs and Security Policy (the "HR") and a Representative of the European Space Agency (the "ESA") shall be invited to attend the meetings of the Board as observers for matters directly related to them, unless decided otherwise by the Board on a case by case basis.

(8) Where appropriate, the participation of Representatives of third countries or international organisations and the conditions thereof shall follow the rules established in the agreements referred to in Article 98 of the EU Space Programme Regulation and shall comply with these Rules of Procedure. Those representatives shall have no voting rights.

(9) The Board empowers the Chairperson to invite any person whose opinion may be of interest to attend its meetings as an observer.

(10) As soon as possible, but in any case before the first Board meeting with his/her attendance, each Representative, including Alternates, observers, experts and advisers shall be announced to the Board's Secretariat by his/her respective institution in writing, including contact details and credentials.

(11) Any change of Members, Alternates, observers and experts and advisers appointed on a stable basis according to paragraph 5, shall be communicated in writing to the Board's Secretariat without delay.

Article 2

Chairperson and Deputy Chairperson

(1) The Board shall elect a Chairperson and a Deputy Chairperson from among its Members having voting rights. The Chairperson and in his absence the Deputy Chairperson shall manage the Board meetings organisation and discussions and oversee the Board activities, including through Working Groups and workshops according to Article 9, in accordance with the present rules of procedure.

(2) The election of a new Chairperson shall take place at a meeting of the Board convened by the outgoing Chairperson at least two months before the end of his/her term. This shall apply to the Deputy Chairperson accordingly. A call for candidates shall be sent out no later than three months before the elections are scheduled. The candidates shall send their candidature, letter of motivation and curriculum vitae to the Board's Secretariat no later than four weeks before the elections are scheduled. The list of candidates together with their curriculum vitae and letters of motivation shall be sent to all members with voting rights by the Board's Secretariat at least three weeks in advance of the scheduled election. The candidates shall present their understanding and vision of the position they apply for.

(3) The Deputy Chairperson shall automatically take the place of the Chairperson when the Chairperson is prevented from attending to his/her duties.

(4) The term of office of the Chairperson and of the Deputy Chairperson shall be two years, renewable once, and each term of office shall expire when that person ceases to be a Member of the Board.

(5) The term of office of a Chairperson and of a Deputy Chairperson shall begin on the first day after their respective predecessor's term of office.

(6) If the office of Chairperson or Deputy Chairperson falls vacant, the remaining Deputy Chairperson or Chairperson, as the case may be, shall convene a meeting to elect a successor, to be held within three months. The Member then elected shall serve as Chairperson or Deputy Chairperson for the remainder of his/her predecessor's term or until the end of his/her membership of the Board, whichever the earlier.

(7) If both the Chairperson and the Deputy Chairperson are absent or unable to attend a meeting, the Board shall select a person to ad hoc chair the Board for a single meeting among its Members with voting rights. If not decided otherwise, the meeting shall be chaired by the longest serving Voting Member or, in the event of equal length of service, by the oldest of the longest serving Voting Members.

Article 3

Secretariat

The Agency shall provide the secretariat (hereinafter referred to as "Board's Secretariat") and the appropriate administrative support to enable the Board to carry out its work.

Article 4

Cooperation with other Bodies of the Agency

The Administrative Board and its Chairperson and Deputy Chairperson shall cooperate with the Executive Director, the Security Accreditation Board and its Chairperson to ensure the operation of the Agency and the coordination of its bodies in accordance with the procedures determined by the Agency's internal rules, such as these Rules of Procedure, the rules of procedure of the Security Accreditation Board, the financial rules applicable to the Agency, the implementing rules for the status of staff and the rules governing access to documents.

Article 5

Tasks

(1) The Board shall ensure that the Agency performs the work entrusted to it, according to the conditions set out in the EU Space Programme Regulation, and shall take any necessary decision to that end, without prejudice to the competences entrusted to the Security Accreditation Board for the activities according to Chapter II of the Title V of the EU Space Programme Regulation.

(2) The Board shall perform its tasks pursuant to Articles 77(2) to (5) of the EU Space Programme Regulation.

Article 6

Attendance at Meetings

(1) The Members should attend all meetings of the Board, either physically or remotely, depending on the circumstances. Where this is not possible, their Alternate should attend in their stead. Both Members and Alternates can participate in meetings. They may be assisted by advisers or experts, according to the provisions according to Articles 1(4) and 10(3). Observers, experts and advisers may attend the meetings according to the conditions set out by Article 1 and Article 10.

(2) Unless the Chairperson decides otherwise on a case by case basis, the Executive Director of the Agency shall also take part in the Board's deliberations. He/she shall not have the right to vote and may be assisted by other staff of the Agency.

Article 7

Restricted configurations

(1) Where discussion concerns the use of sensitive national infrastructure, the representative of Member States and the representatives of the Commission may attend the meetings and deliberations of the Administrative Board, on a need to know basis to be established according to the Security Rules of the Agency referred to in Article 96 of EU Space Programme Regulation.

For the purposes of this provision, the "use of sensitive national infrastructure" shall be interpreted with strict reference to situations where matters concerning national security procedures or characteristics of the infrastructure are to be discussed. It is the prerogative of a Member State to define which of its national infrastructure shall be considered as "sensitive infrastructure".

Any decision taken in this respect by the above-mentioned members shall be intended as a decision taken by a restricted configuration and not as a decision of the Board for the purposes of Article 76 of the EU Space Programme Regulation.

Any decision concerning the financial impact on Union's budget arising out of decisions taken by the restricted configuration above, as well as any decision other than those concerning physical access and use of the sensitive infrastructure shall be taken with the majority according to Article 76 of the EU Space Programme Regulation.

(2) If the Chairperson is not a representative of one of the Member States which possess such infrastructure, for the attendance to the meeting and deliberations of the Board for these points, he/she shall be replaced by the representative of a Member State which possesses such infrastructure following the approach set out in Article 2 for the situation where the Chairperson is prevented from attending to his/her duties.

(3) Where attendance to the meeting and deliberations of the Board is limited to the Member States and the Commission, quorum decisions taking and recording modalities shall have to be established by the restricted configuration, under the coordination of its Chairperson. The decisions taken by the restricted configuration according to paragraph 1 shall be notified by its Chairperson to the Board, through the Board's Secretariat.

Article 8

Convening of Meetings and Working Language

- (1) Meetings of the Board shall be convened by its Chairperson.
- (2) The Board shall hold an ordinary meeting at least twice a year. Additional meetings may be organised on the initiative of the Chairperson or at the request of at least one-third of its Members, either for discussion/preparation or deliberation purposes, in presence or remotely, according to modalities to be specified in coordination with the Board's Secretariat. The tentative calendar for the meetings of each year shall be proposed in the last meeting of the preceding year and shall include the tentative calendar for Working Groups and workshops, as set out in Article 9. The date of every ordinary meeting of the Board shall be confirmed by the Board at its preceding meeting.
- (3) Meetings shall be held at the Agency's seat physically, remotely or in combination, according to the Chairperson decision, having due consideration for cases of force majeure
- (4) When circumstances require, and provided a majority of 50% +1 of the Voting Members does not object, the Chairperson may change the date or place of a meeting of the Board. Notification of such change shall be given to each Member, Alternate, observer, expert and adviser no later than three weeks before the original or revised date of the start of the meeting, whichever is the earlier.
- (5) An agenda, accompanied by the relevant material for decision making, shall be forwarded to each Member, Alternate, observer, expert and adviser at least two weeks before each ordinary meeting, respecting rules set out by Article 1 and Article 10.
- (6) When the Board is to meet at the initiative of the Chairperson or at the request of one-third of its Members, the Chairperson shall convene a meeting to take place as soon as possible.
- (7) When the Board is convened to deliberate on a matter of urgency, the notice of convocation, the draft agenda and any working documents shall be transmitted by the Chairperson through the Board's Secretariat to each Member, Alternate, observer, expert and adviser as soon as possible, respecting rules set out by Article 1 and Article 10.
- (8) In analogy of the right of the EU bodies to determine the use of the European Union's official languages in their respective rules of procedure according to Article 6 of Regulation No 1 of 15 April 1958, and unless no other possibility, such as interpretation, is available, the working language of the Board shall be English.

Article 9

Working Groups and Workshops

- (1) Under the proposal of the Chairperson or at least 1/3 of the Voting Members of the Board, the Board may establish Working Groups for the purposes of examining, discussing and formulating recommendations to the Board on specific aspects. The decision to establish a Working Group shall be taken with the majority of 50% +1 of the Voting Members. The Board shall define Terms of Reference of the Working Group respecting the following rules:
 - a) It is understood that the Working Groups shall be without prejudice to the roles, prerogatives and decision making power of the Board. The mandate of the Working Group shall be at all times limited to analysis and recommendations for Board decision or information on particular matters.

b) Each Member of the Board may nominate his/her own representative to the Working Group in question, taking account of his/her own knowledge. By accepting the nomination to the Working Group each representative undertakes to observe the rules of procedure of the Working Group as well as duties of confidentiality and absence of conflict of interest set out in Annex B. The acceptance of the appointment as member of the Working Group shall be communicated to the Chairperson via the Board's Secretariat, using the template under Annex B.

c) Each Working Group so appointed shall elect a Chairperson. The present rules of procedure shall apply whenever appropriate and mutatis mutandis for the functioning of the Working Groups.

d) The Board or the Chairperson of the Working Group, may decide to invite any person or representative of any entity whose opinion may be of interest to attend the Working Group. The provisions concerning acceptance of appointment, confidentiality and absence of conflict of interest under paragraph (1) b) above shall apply to the invited persons.

e) The Agency shall provide the Board's Secretariat and the appropriate administrative support to enable the Working Groups to carry out their work.

(2) Under the proposal of the Chairperson or at least 1/3 of the Voting Members of the Board, and without prejudice to the Working Groups here above, specific workshops may be called on topics identified on a case by case, including Members, advisers and experts, according to the rules of procedure. Based on the Agency or Members proposal and in coordination with the concerned Member, the Chairperson may also invite any person or representative of any entity whose opinion may be of interest to participate in the preparation of the workshop, its course and/or follow-up discussions and work. By accepting to participate in the workshop each participant undertakes to observe the duties of confidentiality and absence of conflict of interest set out in Annex B. The acceptance of participation into a workshop shall be communicated to the Chairperson via the Board's Secretariat, using the template under Annex B.

Article 10

Agenda

(1) A draft agenda shall be drawn up by the Chairperson. It shall contain, in addition to those questions whose inclusion is requested by any Member, any question whose inclusion is requested by the Executive Director.

(2) Notwithstanding paragraph (4) below, questions to be included on the draft agenda shall be submitted to the Chairperson not less than six weeks before the date of the start of the meeting, except for cases of force majeure, in which case the questions may still be included in the agenda, but no later than the point in time when the preventing event ceased.

(3) The draft agenda shall specify the items where attendance to the Board is not open to observers.

(4) The draft agenda shall be adopted at the beginning of each meeting with the majority set out according to Article 12. Before the agenda is adopted, urgent questions may be added to the agenda,

and items on the draft agenda may be deleted or carried over to a subsequent meeting with the majority set out according to Article 12.

(5) Meetings which require the handling of classified information shall be handled in compliance with the Security Rules of the Agency, to be adopted pursuant to Article 96 of the EU Space Programme Regulation. Pending the adoption of such rules, the provisions of Commission Decision EC/Euratom 444/2015 and Commission Decision EC/Euratom 443/2015 shall apply.

Article 11

Quorum

- (1) The presence or representation by Alternate or proxy of at least two-thirds of the Members having voting rights at the duly convened Board meeting shall constitute the quorum necessary for the meeting to take decisions. In the absence of the quorum to take decisions, the Chairperson:
 - a. may proceed with the meeting and discuss all points of the Agenda provided that no decision is taken, or
 - b. may close the meeting.

In both cases the Chairperson shall convene another meeting as soon as possible in line with these Rules of Procedure putting in the agenda at least the points for decision for which no decision has been reached due to absence of quorum. Members without an accepted Declaration of Commitments, Interest & Confidentiality are not counted as part of the quorum.

- (2) Decisions of the Board shall be made at meetings in attendance of the Member, Alternate, observer, expert and adviser with the necessary quorum.

Article 12

Voting

- (1) The Chairperson and the Members shall make every effort to lead the Board's discussion to a consensus between the Members.
- (2) The Board shall make its decisions by the majority of 50% +1 of the Voting Members, provided that the quorum according to Article 11(1) is met unless stated otherwise in the EU Space Programme Regulation.
- (3) A majority of two thirds of all Voting Members shall be required for the election and dismissal of the Chairperson and Deputy Chairperson of the Board and for the adoption of the budget, work programmes, approval of arrangements referred to in Article 98(2) EU Space Programme Regulation, security rules of the Agency, adoption of the rules of procedure, for the establishment of local offices and for the approval of the hosting agreements referred to in Article 92 EU Space Programme Regulation.
- (4) The work programme of the Agency for the following year based on point (a) of Article 77(2), except for matters covered by Chapter II of Title V, or on Article 77(5), shall only be adopted with a favourable vote of the Representatives of the Commission.

(5) In the absence of a Voting Member, his/her Alternate or authorised proxy shall be entitled to exercise his/her right to vote. In addition to his/her own vote, each Voting Member may submit only one vote as proxy, with the exemption for Representatives of the Commission according to paragraph (6) below. The written authorisation to vote as proxy for a specific Voting Member shall be notified to the Chairperson, via the Board's Secretariat, by the beginning of the respective meeting. Each authorisation shall be placed in the Agency's archive.

(6) The Members representing the Commission are exempt from the limitation to one proxy per Voting Member and may each decide to submit their respective vote through the same proxy.

(7) With the exception to the items according to paragraph 8 below, unless a secret ballot is requested by at least one-third of the Voting Members present or required under these Rules of Procedure, votes shall be taken by show of hands.

(8) The Administrative Board shall appoint the Executive Director and may extend or end his/her term of office by a two thirds majority of its Members with voting rights. Four months before the end of the term of office of the Executive Director, the Chairperson shall request the Commission to conduct the assessment referred to in Article 89(2) of the EU Space Programme Regulation and deliver a proposal for extension or termination of the Executive Director mandate to the Board.

(9) The election of the Executive Director, Chairperson and Deputy Chairperson shall take place by secret ballot, unless at least one-third of the Voting Members requires a vote by show of hands.

(10) For each decision adopted by the Board, the number for the votes cast and the voting results shall be recorded in the minutes.

(11) A statement of the views of the minority may be entered in the minutes along with the decision, if the minority so requests.

(12) The Chairperson may authorise any Voting Member to speak briefly in explanation of his/her vote cast.

Article 13

Written Procedure

(1) Without prejudice to Articles 11 and 12, decisions of the Board may be taken in justified cases in the form of a written procedure, on a proposal from the Chairperson. A proposal for a decision to be taken by written procedure shall not be subject to amendment; it shall be approved or rejected in its entirety. Any proposed amendment shall be interpreted as a new proposal for decision which the Chairperson shall propose for adoption either by written procedure or ordinary decision according to Article 10.

(2) The Chairperson shall inform the Members in a transmission notice about the written procedure and provide clear guidelines, deadlines and instructions as to how objections have to be communicated:

(a) The Board's Secretariat shall send the draft measures on which a decision is requested to each Member and Alternate.

- (b) In lack of other instructions in the transmission notice, objections can be sent electronically or via courier, within the established deadlines.
 - (c) In lack of other instructions in the transmission notice, only Voting Members opposing the decision shall submit their objection in writing within the deadline given in the transmission notice.
 - (d) If less than half of the Voting Members object, the decision shall be deemed adopted upon expiry of the deadline.
 - (e) The decision will be deemed rejected in case more than half of the Voting Members object to it within the given deadline. In that case, the Chairperson shall either:
 - i. convene a Board meeting for further discussing the content of the decision and organise a vote by show of hands,
 - ii. or enter into consultation with the opposing Voting Member(s) with the view to improve the proposal and re-launch the written procedure.
- (3) The result of a written procedure will be notified without delay to each Member and Alternate.
- (4) The regular deadline for decisions in written procedure shall be 10 (ten) working days. The Chairperson may adjust the regular deadline by decreasing or increasing it, duly taking into account the circumstances and the time required for consideration of the vote but in any case sufficient to allow any Voting Member to answer in the required form.
- (5) A proposal for a decision shall always be in its final iteration. In case the Board is requested to choose between two or more proposals for a decision, the written procedure shall apply as follows:
- (a) The Chairperson shall submit all proposals for the Board's decision in one written procedure.
 - (b) Members supporting a proposal shall submit their positive vote accordingly in writing within the deadline given in the transmission notice.
 - (c) The proposal which receives the majority required under these Rules of Procedure for the subject of the decision shall be adopted. If the required majority is not reached for any proposal, a decision is not taken and the Chairperson shall convene a meeting for further discussing the content of the decision and organise a vote by show of hands.
- (6) The written procedure shall not apply for:
- (a) decisions or votes requiring secret ballot;
 - (b) the election and dismissal of the Chairperson and Deputy Chairperson of the Board, save in case of their renewal as set out according to Article 2;
 - (c) the appointment and dismissal of the Executive Director.
- (7) The requirements on form according to Article 15 shall apply to the written procedure accordingly.

Article 14

Summary of Decisions and Minutes of Meeting

- (1) A summary of the decisions taken at each meeting of the Board shall be forwarded to each Member, Alternate, observer, expert and adviser respecting rules set out by Article 1 and Article 10 not later than one week after the end of the meeting.
- (2) The draft minutes, which shall include the summary of all decisions made at the meeting, the list of nominal attendees, and the decisions taken with figures for the votes cast at each voting, shall be forwarded to each Member, Alternate, observer, expert and adviser respecting rules set out by Article 1 and Article 10 not later than four weeks after the end of the meeting.
- (3) Once approved by the Members, the minutes shall be signed by the Chairperson with a copy provided to each Member, Alternate, observer, expert and adviser respecting rules set out by Article 1 and Article 10
- (4) In analogy of the right of the EU bodies to determine the use of the Union's official languages in their respective rules of procedure according to Article 6 of Regulation No 1 of 15 April 1958 all documents produced by the Board shall be written in the English language.

Article 15

Correspondence

- (1) Any correspondence concerning the Board shall be addressed to the Board's Secretariat, which shall register it.
- (2) Correspondence to the Member, Alternate, observer, expert and adviser shall be addressed directly to each respective person, using the contact details communicated to the Board's Secretariat.
- (3) Declarations or votes made by email shall be regarded as declarations or votes made in written form if confirmed by the declaring person by mail or fax. The declaration or vote shall be deemed received at the time of receipt of the email.

Article 16

Confidentiality

- (1) All proceedings of the Board, its decisions and minutes, shall adhere and be subject to the Agency security rules adopted in accordance with Article 96 of EU Space Programme Regulation. Pending adoption of such rules the Commission's security rules regarding the protection of EU classified information and measures taken for its implementation shall be observed.
- (2) As a general rule every participant in any Board meeting or written procedure or receipt of any communication related to Board matters shall treat in confidence any sensitive information either in nature such as regarding procurements or grants or identified as such by the disclosing party.
- (3) The Board may decide on special safety and security rules of procedure relating to specific subjects, always compliant with this Article.

(4) Any persons present at meetings of the Board shall respect the confidential character of the requirements applicable pursuant to this Article.

(5) Any confidentiality obligations imposed pursuant to this Article shall continue even after the persons duties or grounds underlying the participation in the Board meeting have ceased.

(6) Requests for access to Board documents shall be handled in accordance with Regulation (EC) No 1049/2001 of the European Parliament and of the Council.

(7) Every Member, Alternate and/or other person participating in Board meetings, Working Groups or workshops shall report to the Board's Secretariat any breach of confidentiality obligations under this Article. The Board's Secretariat shall inform the Chairperson, and the Chairperson shall inform the Board. The Board shall inform the Executive Director and decide, through decision at majority of its members, whether to inform OLAF and/or EPPO³ with respect to breaches of confidentiality obligations under this Article.

Article 17

Reimbursement of Expenses

(1) Travel expenses incurred by Members, observers, and Representatives of third countries or international organisations attending Board meetings on invitation by the Board, shall be reimbursed by the Agency in accordance with EUSPA Mission Guidelines. Hotel costs are only eligible for the Chairperson and Deputy Chairperson. No daily allowances are eligible for reimbursement.

(2) The Chairperson or the Deputy Chairperson can ask the Agency to reimburse their travel expenses and hotel costs incurred in connection with his/her function, in accordance with EUSPA Mission Guidelines. No daily allowances are eligible for reimbursement.

(3) Expenses incurred by Alternates relating to Board meetings shall be paid by the Agency in accordance with Article 17(1) above, only in cases where the Alternate replaces the Member for whom he/she has been appointed as Alternate.

(4) Subject to availability of funds, travel expenses incurred by up to one representative of the Member States attending Working Groups will be reimbursed according to paragraph 1.

Article 18

Prevention and Management of Conflicts of Interest

(1) Every Member, Alternate and person participating in Board meeting, Working Groups or workshops (hereinafter the "persons concerned") shall submit (i) a written Declaration of Commitments, Interests and Confidentiality in the form specified in the Annex A (hereinafter "Declaration"), unless he/she has already submitted such a declaration in accordance with other

³ According to Regulation No 883/2013, OLAF is competent to investigate cases of fraud, corruption and any other illegal activity affecting the financial interests of the European Union and of the European Atomic Energy Community. According to Regulation 2017/1939, EPPO is competent to investigate, prosecute and bring to judgment the perpetrators of offences against the Union's financial interests under Directive 2017/1371 and offences which are inextricably linked to them.

EUSPA implementing rules on conflict of interest and (ii) a short summary curriculum vitae (CV) in a format of their choice. Any personal data that may be included in the Declaration and/or summary CV shall be processed in accordance with the applicable rules on protection of personal data and the modalities of the privacy statement included in the Annex A.

The Declaration shall be duly signed and indicate the absence or existence of any direct or indirect interest which might be considered prejudicial to independence of the concerned person in performing the tasks in connection with the Board activities.

(2) The Declaration shall be accurate and complete. When necessary, it shall specify activities that may be affected by an actual or potential conflict of interest.

(3) The persons concerned shall renew the Declarations annually, and by no later than 10 January of the year in question. Furthermore, they shall submit updated Declarations and summary CVs whenever necessary, in particular in the event of any relevant change in their personal circumstances.

(4) The persons concerned shall submit the Declarations and summary CVs to the EUSPA Internal Control Coordinator before their participation in the first Board meeting of the year. Persons concerned who have not submitted or renewed the Declaration shall not take part in the Board meetings, in Working Group meetings or in Board written procedures, and will lose access rights to Administrative Board related documents, until they submit or renew the declaration.

(5) The Internal Control Coordinator shall publish on the EUSPA website (i) the Declarations of the Chairperson of the Board, the Deputy Chairperson of the Board and, where appropriate, the Chairpersons of the Working Groups and (ii) the summary CVs of every Member and Alternate, including those of the Chairperson of the Board, the Deputy Chairperson of the Board and, where appropriate, the Chairpersons of the Working Groups. This publication shall respect rules on protection of personal data, in accordance with the modalities of the privacy statement included in the Annex A.

(6) The persons concerned shall refrain from performing tasks affected by a conflict of interest. In particular, they shall abstain from participating in discussions and voting on agenda items of a Board meeting that are concerned by the conflict of interest.

(7) At the beginning of any Board meeting or Working Group meeting, the Chairperson shall request all participants to declare the absence or existence of any interest which might be considered prejudicial to their independence in relation to any item on the agenda. Declarations submitted on this request shall be recorded in the minutes of the meeting.

(8) The Internal Control Coordinator shall regularly monitor the Declarations made by the persons concerned. S/he shall bring any potential conflict of interest to the attention of the Chairperson of the Board and the Chairperson of the Board shall inform the Board accordingly. If the conflict of interest concerns the Chairperson of the Board him/herself, the Chairperson of the Board shall report to all Members of the Board.

(9) Without prejudice to the paragraphs (1) to (8) above, the persons concerned shall report to the Board's Secretariat any breach of conflict of interest obligations under this article. The Board's Secretariat shall inform the Chairperson, and the Chairperson shall inform the Board. The Board shall

inform the Executive Director and decide, through decision at majority of its members, whether to inform OLAF and/or EPPO with respect to breaches of conflict of interest obligations under this article.

Article 18a

Occupational Activity after Cessation of Duties

Without prejudice to Article 18, every Member, Alternate and/or expert/adviser appointed on stable basis, shall be subject to specific rules and procedures to protect the Union interests with regard to engagement in other occupational activity after cessation of duties, which are set out in Annex C.

Article 18b

Duty of Cooperation

Within the limits of applicable law, every Member, Alternate and/or other person participating in Board meetings, Working Groups or workshops shall provide all necessary support to Member State Authorities, the Commission, the European Parliament, OLAF or EPPO in any proceedings or investigations related to matters covered under Articles 16, 18 and 18 (a).

Article 19

Amendment of the Rules of Procedure

The Board may amend these Rules of Procedure, including its Annexes, by two-third majority of all Voting Members.

Article 20

Entry into Force

These Rules of Procedure including its Annexes shall enter into force on the day of their adoption.

Annex A: Declaration of Commitments, Interests and Confidentiality

First Name:

Last name:

Position/mandate held at the EUSPA / Administrative Board:

I declare that I will perform all activities in connection with the Administrative Board and its Working Groups ('Board') with utmost care, I will apply the highest professional standards and I will act in the interest of the EUSPA.⁴

Should I become aware of any situation of an actual or potential conflict of interest involving my person I will immediately report it to Chairperson of the Board. I accept that the Chairperson of the Administrative Board may take necessary measures to address such situation. I undertake to provide all reasonable support to this effect and acknowledge that I shall not be entitled to or claim any compensation as a result of any such measures.

I undertake to treat and keep in confidence and apply strict confidentiality to any information given to or obtained by me in connection with the activities of the Board and to limit any possible disclosure of such information to entities under a strict Need to Know determined by the Administrative Board Member and subject to confidentiality undertakings at least equivalent to those under the present declaration as well as avoidance of conflict of interest undertakings. I agree that I will continue to be bound by these obligations after the term of my involvement in the activities of the Board.

I declare hereby the following direct and indirect interests which are relevant for assessing my independence in performing the tasks in connection with the Board activities⁵:

I. Employment and other professional activities

Employment or any other professional relationship (e.g. consultancy, legal representation or advice) with a commercial entity⁶ or other organisation⁷ with an interest in the field of activity of the EUSPA within the past 5 years:

- No
- Yes, and more in particular:

⁴ This paragraph is not applicable to observers.

⁵ If the sheets of the present declaration are insufficient, it is possible to use blank ones, provided that they are signed and attached to the Declaration.

⁶ This includes any commercial business, consultancy, research institution or other enterprise whose funding is significantly derived from commercial sources. It also includes independent own commercial businesses, law offices, consultancies or similar.

⁷ An 'organisation' includes governmental, international or non-profit organisations, as well as interest groups.

Function/Activity	Time period (from...until month/year)	Name of organisation or commercial entity	Description

II. Membership of Governing Bodies, Advisory Bodies or equivalent structure

Participation in the internal decision-making of a commercial entity or other organisation with an interest in the field of activity of EUSPA (e.g. board membership, directorship) within the past 5 years or participation in the works of an Advisory Body related to the EUSPA activity with voting rights on the outputs of that entity within the same period:

- No
- Yes, and more in particular:

Function/Activity	Time period (from...until month/year)	Name of organisation or commercial entity	Description

III. Other membership or affiliation

Membership or affiliation within the past 5 years other than the above that can be perceived as creating a potential conflict of interest:

- No
- Yes, and more in particular:

Function/Activity	Time period (from...until month/year)	Name of organisation or commercial entity	Description

IV. External funding

Reception of any financial support from a commercial entity or other organisation with an interest in the field of activity of EUSPA (including grants, rents, donations, sponsorships, fellowships, non-monetary support) by me or any entity to which I belong:

- No
- Yes, and more in particular:

Function/Activity	Time period (from...until month/year)	Name of organisation or commercial entity	Description

V. Investments

Current investments in a commercial entity with an interest in the field of activity of EUSPA, including holding of stocks and shares, stock options, equity, bonds, partnership interest in the capital of such undertaking, one of its subsidiaries or a company in the capital of which it has a holding:⁸

- No
- Yes, and more in particular:

Investment	Name of organisation or commercial entity

VI. Intellectual Property

Ownership of any intellectual property rights (e.g. patent, trademark, copyright or proprietary know-how) in the field of activity of EUSPA that might create a potential conflict of interest:

- No
- Yes, and more in particular:

Intellectual Property	Name of organisation or commercial entity	Description

VII. Public statements and positions

⁸ You may exclude financial interests held through an investment fund, pension fund and/or interests in non-nominal unit trusts or similar arrangements, provided that these investments are broadly diversified and you have no influence on their financial management.

Delivering of an expert opinion or testimony in the field of activity of the EUSPA for a commercial entity or other organisation as part of a regulatory, certification, standardisation, legislative or judicial process within the past 5 years or holding an office or other position, paid or unpaid, where I represented interests or defended an opinion in the field of activity of EUSPA within the same period:

- No
- Yes, and more in particular:

Function/Activity	Time period (from...until month/year)	Name of organisation or commercial entity	Description

VIII. Other relevant information

Any Other elements that could be seen as jeopardising my independence when working for the Agency:

IX. Interests held by close family members⁹

Current interests of my close family members in the field of activity of the Agency (as specified above in the sections I.-VIII.):

Function/Activity	Name of organisation or commercial entity	Description

I declare that I have read and understood the General EUSPA Policy on the Prevention and Management of Conflicts of Interest, Article 18 of the Rules of Procedures of the Administrative Board.

I declare that the present Declaration is at my best knowledge accurate and complete. If it applies to my situation in accordance with Article 18 of the Rules of Procedure, I shall undertake to update the Declaration annually and whenever necessary, in particular in the event of any relevant change in my personal circumstances.

⁹ For this purpose 'close family members' are considered to be the persons forming a household with the person making this declaration (spouse, partner, and/or dependent children). For privacy reasons neither the relationship nor the name is to be included. Only current interests held by close family members are of relevance and not past interests.

I understand that Declarations of the Chairperson of the Administrative Board, the Deputy Chairperson of the Administrative Board and, where appropriate, the Chairpersons of Working Groups will be published on the EUSPA website, in accordance with the modalities of the privacy statement here below.

Any personal data I provide in this form and in my summary CV (submitted separately) will be processed in accordance with the applicable rules on the protection of natural persons with regard to the processing of personal data by the Union institutions, bodies, offices and agencies and on the free movement of such data (currently Regulation (EU) 2018/1725) and the modalities of the following privacy statement:

Identity of the Controller and Data Protection Officer:

- **Controller:** European Union Agency for the Space Programme (EUSPA), Administrative Board Secretariat, Janovskeho 438/2 170 00 Prague 7, Czech Republic, adminboard@euspa.europa.eu
- **Data Protection Officer:** EUSPA Data Protection Officer, Janovskeho 438/2 170 00 Prague 7, Czech Republic, dpo@euspa.europa.eu

Purpose of the processing: for the purpose of ensuring that persons involved in the activities of the Administrative Board act in the public interest and independently of any external influence:

- The personal data of all persons involved in the activities of the Administrative Board are collected by way of (i) filling in the declaration of commitments, interests and confidentiality and (ii) submitting a summary curriculum vitae (CV) in a format of their choice;
- The personal data of every Member and Alternate, including those of the Chairperson of the Administrative Board, the Deputy Chairperson of the Administrative Board and, where appropriate, the Chairpersons of the Working Groups that are included in the submitted summary CVs are further published on the EUSPA website.
- The personal data of the Chairperson of the Administrative Board, the Deputy Chairperson of the Administrative Board and, where appropriate, the Chairpersons of Working Groups that are included in the declaration of commitments, interests and confidentiality are further published on the EUSPA website by way of publishing the entire declaration.

Data concerned:

- data of persons involved in the Administrative Board's activities (who are required to fill in the declaration and submit a summary CV): name, last name, position, information on employment and other professional activities in the field of activity of the EUSPA, information on membership of governing bodies, advisory bodies or equivalent entities in the field of activity of the EUSPA, information on other types of membership, information on receipt of financial support from entities in the field of activity of the GSA, information on investments in entities in the field of activity of the EUSPA, information on ownership of intellectual property rights in the field of activity of the EUSPA, information on public statements and positions in the field of activity of the EUSPA,
- data of close family members (**without specification of their name, last name or nature of relationship**) of persons involved in the Administrative Board's activities: information on interests in the field of activity of the Agency

It is noted that the aim of the declaration of commitments, interests and confidentiality and of the summary CVs is not to process any special categories of data. If, however, a data subject includes at its own volition such categories of data in its declaration and/or summary CV, the EUSPA will treat

them for the sole purpose of immediately cancelling them. Such data will not be stored or treated in any other manner.

Any personal data pertaining to close family members (e.g. name, last name, nature of relationship) which may be included in the declarations and/or summary CVs, will be redacted prior to the publication of the declarations and summary CVs on the EUSPA website.

Legal bases: Article 5(1)(a) of Regulation (EU) 2018/1725¹⁰ and, with limited reference to the special categories of data and for the sole purposes mentioned above, Article 10(2)(g) of Regulation (EU) 2018/1725¹¹.

Lawfulness of the processing: the processing is necessary for the performance of a task carried out in the public interest.

Recipients of the data processed:

- a limited number of staff of the EUSPA managing the activities of the Administrative Board and its Working Groups;
- a limited number of staff of EUSPA contractors in charge of the provision of hosting services for the EUSPA servers;
- members of the public, **only in the case of personal data which are published on the internet (EUSPA website) as explained above**

Information on the retention period and storage locations of personal data:

- signed declarations/submitted summary CVs and the personal data included therein are kept for a period of 5 years from the date on which they are signed or submitted;
- signed declarations/submitted summary CVs are stored on EUSPA servers hosted by EUSPA contractors which are located in the EU and abiding by the necessary security provisions

The data subject's rights:

- Data subjects have the right of access, rectification and erasure of their personal data or restriction of processing at any time. Requests shall be addressed to the EUSPA Administrative Board Secretariat at adminboard@euspa.europa.eu by describing your request explicitly;
- Data subjects have the right to object, on grounds relating to his or her particular situation, at any time to processing of personal data concerning him or her. Requests shall be addressed to the EUSPA Administrative Board Secretariat at adminboard@euspa.europa.eu by describing your request explicitly. It is noted that pursuant to such a request, the Controller shall no longer process the personal data unless the Controller demonstrates compelling legitimate grounds for the processing which override the interests, rights and freedoms of the data subject or for the establishment, exercise or defence of legal claims;
- Data subjects are entitled to lodge an appeal at any time with the European Data Protection Supervisor (EDPS) at edps@edps.europa.eu should they consider that the processing operations do not comply with the applicable rules.

Date:

Signature:

¹⁰ Such reference may be changed in the future in case a new piece of legislation is adopted which would repeal the current Regulation.

¹¹ Such reference may be changed in the future in case a new piece of legislation is adopted which would repeal the current Regulation.

Annex B: Acceptance of appointment as member of Working Groups and/or Participant in a workshop as per article 9 of the Rules of Procedure of the Administrative Board.

I hereby accept:

- i) the nomination to act as member of the Working Group
- ii) the invitation to participate to the workshop

according to the provisions under article 9 of the Rules of Procedure of the Administrative Board.

I undertake to observe the strictest confidentiality and not to disclose to any third party the information discussed or obtained in the frame of the Working Group/workshop. I undertake to use such information for the sole purposes of the proceedings and the mandate of the Working Group/Workshop.

I undertake to declare to the Chairperson of the Working Group or the Board's Secretariat any situation of possible or actual conflicting interest I may have with respect to the matter discussed within the frame of the Working Group/workshop and to abstain to participate to the Working Group/workshop for which I may have a conflicting interest.

Date:

Signature:

Annex C: The rules and procedures to protect the Union interests with regard to engagement of Members and Alternates in a new occupational activity after cessation of duties

1. Objectives and scope

The objective of the rules set out in this Annex is the prevention of conflict of interest and the protection of image and reputation of the Union and the Agency, with regard to engagement of Members, Alternates and/or experts/advisers appointed on a stable basis in a new occupational activity¹² after cessation of duties.

The rules set in this Annex shall apply for a two-year period after the duties of Member, Alternate and/or expert/adviser appointed on a stable basis have ceased. The two-year period shall start on the day when the cessation becomes effective.

2. Duty to declare the engagement in a new occupational activity

Within 15 days from the actual engagement, the former Member, Alternate and expert/adviser appointed on a stable basis shall notify to the Board's Secretariat the engagement in any new occupational activity, whether gainful or not, using the declaration attached hereto as Appendix A.

This is without prejudice to any obligations which the former Member, Alternate and expert/adviser appointed on a stable basis may have towards their national authorities

3. Role of the Board

The new notifications are submitted to the Board for information.

The Board informs the Executive Director about received notifications.

4. List of notifications

The Board's Secretariat shall keep a list of the notifications received, including name and surname of the notifying member, date of the notification, and description of the notified occupational activity.

The list shall have to be established and kept in strict compliance with the applicable data protection rules.

¹² The term 'new occupational activity' does not include situations in which, after the end of the mandate, the former Member, Alternate and expert/adviser appointed on a stable basis remains employed or returns to employment as the civil servant of the Member State he or she represented within the Board.



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The data included in the register shall be deleted after two years from their registration, without prejudice to any right of the data subject, stemming from the applicable rules.

**APPENDIX A: DECLARATION OF ENGAGEMENT IN A NEW OCCUPATIONAL
ACTIVITY
AFTER CESSATION OF DUTIES**

The former Member/Alternate/Expert/Adviser

Name and Surname: Click or tap here to enter text.
Position in the Board: Click or tap here to enter text.
Date of cessation of mandate: Click or tap here to enter text.
Address: Click or tap here to enter text.
Telephone: Click or tap here to enter text.
Email: Click or tap here to enter text.

NEW ACTIVITY

Name of the body: Click or tap here to enter text.
Address:
Telephone: Click or tap here to enter text.
Email: Click or tap here to enter text.
Nature of its activities: Click or tap here to enter text.

Does this body receive funding from the EUSPA? If so, please specify:

Click or tap here to enter text.

Precise description of the tasks to be performed in the frame of the new activity:

Click or tap here to enter text.

Expected duration of the work: Click or tap here to enter text.

Starting date of the work: Click or tap here to enter text.

Will you be

- an employee in the body? Click or tap here to enter text.
- a shareholder in the body? Click or tap here to enter text.
- self-employed? Click or tap here to enter text.

Will you receive remuneration or other pecuniary advantages? If so, please specify: [Click or tap here to enter text.](#)

Does the body for which you wish to work have direct or indirect commercial, financial or contractual links (including grants) with the European Union Space Programme Agency? If so, please specify: [Click or tap here to enter text.](#)

During your participation in the activities of the Board, what relations (direct or indirect) did you have with the body for which you wish to work? If so, please specify: [Click or tap here to enter text.](#)

Will your new activity have direct or indirect links with EUSPA? If so, please specify: [Click or tap here to enter text.](#)

Other relevant information:

[Click or tap here to enter text.](#)

Place: [Click or tap here to enter text.](#)

Date: [Click or tap here to enter text.](#)

Signature:

You may attach any document you consider will demonstrate that your new activities or duties are compatible with those you exercised in the Board.

Any personal data you provide in this form will be processed in accordance with the applicable rules on the protection of natural persons with regard to the processing of personal data by the Union institutions, bodies, offices and agencies and on the free movement of such data (currently Regulation (EU) 2018/1725) and the modalities of the following privacy statement:

Identity of the Controller and Data Protection Officer:

- **Controller:** European Union Agency for the Space Programme (EUSPA), Administrative Board Secretariat, Janovskeho 438/2 170 00 Prague 7, Czech Republic, adminboard@euspa.europa.eu
- **Data Protection Officer:** EUSPA Data Protection Officer, Janovskeho 438/2 170 00 Prague 7, Czech Republic, dpo@euspa.europa.eu

Purpose of the processing: Prevention of conflict of interest and the protection of image and reputation of the Union and the Agency, with regard to engagement of Members, Alternates and/or experts/advisers appointed on a stable basis in a new occupational activity after cessation of duties

Data concerned:

- data of Members, Alternates, Experts and/or Advisers involved in the Administrative Board's activities on a stable basis, who are required to fill in this declaration on the basis of the Article 18a of the EUSPA Administrative Board Rules of Procedure: name, last name, position in the Board, information on new occupational activities in the field of activity of the EUSPA (nature of the activity, duration of the activity, remuneration, links with EUSPA).

It is noted that the aim of the declaration of engagement in a new occupational activity after cessation of duties is not to process any special categories of data. If, however, a data subject includes at its own volition such categories of data in its declaration, the EUSPA will treat them for the sole purpose of immediately cancelling them. Such data will not be stored or treated in any other manner.

Legal bases: Article 5(1)(a) of Regulation (EU) 2018/1725¹³, Art. 99 of the Regulation 2021/696 and Art. 18a of the EUSPA Administrative Board Rules of Procedure.

Lawfulness of the processing: the processing is necessary for the performance of a task carried out in the public interest.

Recipients of the data processed:

- Members of the Board;
- EUSPA Executive Director;
- a limited number of staff of the EUSPA managing the activities of the Administrative Board;
- a limited number of staff of EUSPA contractors in charge of the provision of hosting services for the EUSPA servers.

Information on the retention period and storage locations of personal data:

- signed declarations and the personal data included therein are kept for a period of 2 years from the date on which they are signed or submitted;
- signed declarations are stored on EUSPA servers hosted by EUSPA contractors which are located in the EU and abiding by the necessary security provisions.

The data subject's rights:

- Data subjects have the right of access, rectification and erasure of their personal data or restriction of processing at any time. Requests shall be addressed to the EUSPA Administrative Board Secretariat at adminboard@euspa.europa.eu by describing your request explicitly;
- Data subjects have the right to object, on grounds relating to his or her particular situation, at any time to processing of personal data concerning him or her. Requests shall be addressed to the EUSPA Administrative Board Secretariat at adminboard@euspa.europa.eu by describing your request explicitly. It is noted that pursuant to such a request, the Controller shall no longer process the personal data unless the Controller demonstrates compelling legitimate grounds for the processing which override the interests, rights and freedoms of the data subject or for the establishment, exercise or defence of legal claims;

¹³ Such reference may be changed in the future in case a new piece of legislation is adopted which would repeal the current Regulation.

- Data subjects are entitled to lodge an appeal at any time with the European Data Protection Supervisor (EDPS) at edps@edps.europa.eu should they consider that the processing operations do not comply with the applicable rules.

Date:

Signature: