



EG11.20

EuroGOOS Board

10 June 2011

Proposal for EuroGOOS to become an EIG

In order to better serve the interests of its members, EuroGOOS needs to engage more fully and directly with European bodies such as the European Commission. The opportunities for improved engagement would be enhanced significantly if EuroGOOS was, and was perceived to be, a European legal entity in its own right. Establishing EuroGOOS as a European Economic Interest Group (EIG) under Belgian law would meet these objectives using a legal instrument familiar to many members. It could be done without increasing the membership subscription and would not increase the members' liabilities, and at the same time it could strengthen the ability to obtain funding from EU. It would also provide a modern framework for the management of EuroGOOS with a refreshed statement of its purpose.

The EuroGOOS Board intend to present an "Agreement for the establishment of the Economic Interest Grouping EuroGOOS" based on the attached draft to the EuroGOOS Annual General Meeting in Rome on 13 December 2011 and to propose that transition to the new entity be commenced immediately with the aim of forming the new entity within a year and completing the transition within 2 years.

Members who have concerns with the draft agreement or who wish to discuss the draft with the EuroGOOS Chair and Director are requested to email the EuroGOOS Office at eurogoos@smhi.se by 31st July 2011 so that appropriate consultation can be arranged.

The purpose of EuroGOOS, based on the attached report on the future roles for EuroGOOS, is proposed to be:

- (i) To identify European priorities for operational oceanography
- (ii) To ensure co-ordination of the European contribution to *in situ* marine observational systems (in collaboration with providers of climate services and the research community)
- (iii) To assist in the development of European standards for data sets, products and services for operational oceanography
- (iv) To assist co-operation and coordination within operational oceanography at European and global scales
- (v) To promote the value of operational oceanography and the development of underpinning science and technology.

Report from the Expert Group on the Future of EuroGOOS

(Presented to the EuroGOOS Annual Meeting October 2010 and updated spring 2011)

SUMMARY

This is the final report of the Expert Group on the Future of EuroGOOS established at the EuroGOOS Annual Meeting 2009.

It includes:

- A review of the past role and achievements of EuroGOOS
- An outline of the future needs of Operational Oceanography in Europe
- An analysis of the main roles for EuroGOOS in the future which include:
 - General considerations
 - Coordination of observations
 - Forecasting
 - Acting as User Group for GMES Marine Core Service (MCS)
 - Coordination of work in the Regional Operational Oceanographic Systems (ROOSs)
 - EuroGOOS Working Groups and Task Teams
 - Promotion of operational oceanography
 - Participate and coordinate development projects and programmes
- An analysis of the options for the organisational structure and governance of EuroGOOS
- Concluding recommendations

1. Introduction

The EuroGOOS Annual Meeting 2009 in Sopot Poland decided to establish an expert group to assess and make recommendations on the options for the future roles and organisational structure of EuroGOOS in order to meet the needs of its members, European Union initiatives and the global GOOS. The EuroGOOS Board approved the following Terms of Reference for the Expert Group and its composition at its meeting in January 2010.

Terms of Reference for the Expert Group on the Future of EuroGOOS (EGFEG):

The Expert Group shall:

1. initially base its work on the EuroGOOS documents EG09.20 (Chairman's report), EG09.25 (Director's report), EG09.26 and EG09.27 (Workshop reports)
2. assess the potential tasks of a central European institution for establishing operational oceanographic services which meet the demands of European Union initiatives such as GMES and EMODNET and define the interfaces to national services
3. investigate possible organisational structures to give EuroGOOS a legal status and a formal ability to represent the members, taking into consideration i.e. the ECMWF and EUMETNET
4. consider the alternative to establish operational structure(s) in parallel with EuroGOOS
5. investigate the alternative of national membership
6. seek support from the EuroGOOS members for chosen solution(s)
7. prepare draft agreement(s), if necessary with external expert support
8. report progress at each EuroGOOS Board meeting, and if needed propose amendments to these terms of reference
9. present a "road map" before July 2010,
10. aim at a final solution to be implemented by autumn 2011.

The group is recommended to find support in the development of the EIG EUMETNET.

Members of the EGFEF:

Erik Buch, Chair
Glenn Nolan
Georges Pichot
Alessandro Crise
Pierre Bahurel
Kostas Nittis
Enrique A. Fanjul
Harm Oterdoom
Trevor Guymer
Mike Bell
Peter Ehlers, ex officio
Hans Dahlin, ex officio

Activities of the EGFEF

The EGFEF has since its establishment worked primarily by correspondence and conducted 3 meetings:

- 17. February 2010 in Copenhagen

- 18 May 2010 in Gijon
- 13 January 2011 in London

The report was endorsed by the EuroGOOS Board at its meeting 6–7 September 2010 in Hamburg. The recommendations of the EGFEFEG were in principle accepted at the Annual Meeting in Brussels, but a revision of the report was requested taking into consideration the comments made by the EuroGOOS members. Members were invited on two occasions to submit their comments. The group reconsidered and updated the report at its meeting in January 2011 and agreed on a final version through correspondence. This version was endorsed by the Board at its meeting in Gdansk on 19 May 2011.

As reported in the following sections the discussions of the EGFEFEG focused on the options for the future role of EuroGOOS, taking into account the past work of EuroGOOS and the wider GOOS and JCOMM community, and the options for organisational structures best suited to these roles.

2. Analysis of the future roles for EuroGOOS

2.1 Review of past role and achievements of EuroGOOS

EuroGOOS has since its formation in 1994 been very successful in introducing the concept of operational oceanography¹ in Europe, and has played an important role in initiating coordination of operational activities in the European regional seas and the establishment of the ROOSs.

The key to the success of this work has been the strategy that the real operational work (observations, forecasting, and dissemination of products) is best done regionally by the EuroGOOS members and the ROOSs. EuroGOOS has facilitated this work and its development by:

- Establishing a network of key players in operational oceanography (EuroGOOS members). This network has formed the basis for partnership in many EU funded projects including the GMES Marine Core Services project MyOcean and its predecessors MERSEA Strand 1 and MERSEA IP.

¹ Operational Oceanography can be defined as the activity of systematic and long-term routine measurements of the seas and oceans and atmosphere, and their rapid interpretation and dissemination.

Important products derived from operational oceanography are:

- nowcasts providing the most usefully accurate description of the present state of the sea including living resources
- forecasts providing continuous forecasts of the future condition of the sea for as far ahead as possible
- hindcasts assembling long term data sets which will provide data for description of past states, and time series showing trends and changes

Operational Oceanography usually proceeds by the rapid transmission of observational data to data assimilation centres. There, powerful computers using numerical forecasting models process the data. The outputs from the models are used to generate data products, often through intermediary value-adding organisations. Examples of final products include warnings (of coastal floods, ice and storm damage, harmful algal blooms and contaminants, etc.), electronic charts, optimum routes for ships, prediction of seasonal or annual primary productivity, ocean currents, ocean climate variability etc. The final products and forecasts must be distributed rapidly to industrial users, government agencies, and regulatory authorities. (EuroGOOS web page)

- Providing a forum for establishing regional cooperation in the various ROOSs
- Facilitating the integration of non-EU countries within ROOS activities
- Providing a forum for discussion of science, technology development, data exchange (formats, quality etc.) and products in relation to operational oceanography
- Helping to make the case for the Ferrybox, CPR and Argo programmes and the Jason satellite altimetry missions in association with EUMETSAT
- Promoting operational oceanography in Europe by, for example, organising the EuroGOOS Conferences
- Acting as a consultant to various EU DGs on operational oceanography. This seems to be an increasing activity, which is valuable for the EuroGOOS members
- Representing Europe and EuroGOOS members in various global organisations and programmes such as GOOS, JCOMM, etc. The organisational structure of GOOS may today be relatively weak and JCOMM is dominated by the weather forecasting agencies², but it is important for the EuroGOOS members that European capabilities and strategies are promoted globally due to their engagement in capacity building activities, GEOSS, etc.

Although EuroGOOS has already made a tremendous and successful contribution on these matters the work is far from completion and EuroGOOS still has an important role to play in undertaking the above mentioned tasks on behalf of its members.

2.2 The future needs of Operational Oceanography in Europe

The context for EuroGOOS and operational oceanography will continue to be a global one. The oceans are not constrained by national boundaries and the waters within the European domain will at any one time have undergone modification at sites thousands of kilometres away. Moreover, European seas both respond and contribute to regional and global variations in climate on seasonal, decadal and longer time scales.

It is therefore important that the developments in building observing and modelling systems and associated services in Europe take account of and inform about what is happening on the international scene. At present, this is done primarily through I-GOOS and JCOMM. Various challenges in achieving full implementation of the global ocean observing system have been highlighted in a report by James Baker, and IOC and WMO member states have agreed that a review of JCOMM will be carried out. Responses to these studies are likely to lead to significant

² JCOMM, an implementing body, focuses on meteorological and climatological scales and variables, which means that operational oceanography scales and ecosystem variables are more a question for GOOS/Coastal GOOS.

JCOMM regards GOOS Regional Alliances, GRAs, as responsible for implementation in coastal areas. EuroGOOS is active in coordinating GRAs and chairs the GOOS Regional Council.

changes in future plans for implementation and governance. It is vital that, having led the way in developing a regional approach, Europe continues to play a leading role on the international scene.

A key point, though, is that the requirement for operational oceanography is not driven only by researchers but by a wide spectrum of users, including those responsible for developing and implementing marine policy. This must be reflected in the identification of priorities and governance arrangements.

It is also important to recognise that the requirements for operational oceanography in Europe continue to expand as national and EU frameworks for marine stewardship are implemented. Greater emphasis is being placed, for example, on regular assessments of the marine environment and on establishing cost-effective multi-hazard warning systems. There is a danger that these and other emerging needs will be treated separately. However, scientifically, technologically and financially it makes sense to bring them into a single, coherent system as far as is possible. An overseeing body with a proven marine science base such as EuroGOOS will continue to be required to achieve this. In complement the execution of the GMES marine core services (MyOcean and MyOcean2) and extension into GIO from 2015 with the planned implementation of a European Centre for Ocean Monitoring and Forecasting (ECOMF) will ensure full operational marine services. In this respect EuroGOOS and ECOMF will make a strong partnership for further development, implementation and sustaining of operational oceanography in Europe. This will also maintain close links with the Ostend Declaration (www.eurocean2010.eu/declaration), and the key targets therein including joint programming initiative on “Healthy and Productive Seas and Oceans”; and support to major EU policy initiatives such as Integrated Maritime Policy and the Marine Strategy Framework Directive. Moreover, it is highly necessary to develop and strengthen the connections between operational oceanography and climate change communities, in particular regarding reanalyses and seasonal forecasting.

2.3 The roles of EuroGOOS

General considerations

The members of EGFEG unanimously agree that EuroGOOS has an important role to play in the marine community of Europe in the future and EGFEG has identified a number of specific tasks/roles for which EuroGOOS is uniquely placed to take responsibility. It is however important that the activities of EuroGOOS are closely coordinated with other initiatives, especially the GMES Marine Core Service, in order to avoid overlaps and conflicts. It is equally important that EuroGOOS takes care to act and develop in a manner that provides added value to its members (to make EuroGOOS an attractive organisation to support).

Before giving detailed descriptions of these tasks it is important to emphasise that in the opinion of EGFEG, EuroGOOS should not be an organisation responsible for day-to-day operational oceanographic services, but should act as a coordinating and service organisation to the benefit of its member’s responsibilities and operational services. EGFEG favours the idea that day-to-day core operational oceanographic services at a European level should preferably be provided by a separate European organisation, established by EuroGOOS and its members and based on the MyOcean

project developments (European Centre for Ocean Monitoring and Forecasting – ECOMF). The arguments for such a separate organisation are:

- The membership and roles of the two organisations are very different and therefore require different organisational structures and management systems:
 - EuroGOOS should include all the relevant agencies and institutes in Europe working in the field of operational oceanography, since their representation is one of its first drivers; whereas the other organisation will be primarily driven by its operational mission and as a centre may consist of only a few institutions - a subset of the EuroGOOS membership.
 - EuroGOOS should represent the views of its members and seek to provide reliable advice to EU bodies (DGs, EEA, EMSA, etc.), intergovernmental bodies, politicians and decisions makers on the requirements for operational services; whereas the other organisation will have a clear mandate to produce operational oceanographic services on a 24/7 basis.
- The use of the other organisation's service by EuroGOOS members will be encouraged, the aim being for a core set of information at European level to be provided by that organisation, and added-value information and services to be provided by EuroGOOS members for the benefit of national and end-users.

The relationship between EuroGOOS and the other organisation should develop so that together they constitute a recognised European expertise and excellence in operational oceanography at a practical, scientific, management and political level. It is therefore suggested that strong links be established between the two organisations. A first step in that direction could be through representation in each other's Board.

Together the two organisations will play a central role in Europe in organising, coordinating and implementing operational oceanography in Europe in relation to data providers, users, European and global organisations.

Coordination of observations

Many of the members of EuroGOOS and the ROOSs have substantial marine monitoring activities. Over the last decade, EuroGOOS and the ROOSs have played pivotal roles in facilitating agreements to extend and improve the real-time dissemination of monitoring data. EuroGOOS and the ROOSs are uniquely placed to continue this work. Thus this should remain one of the key roles for EuroGOOS in the future.

The role of EuroGOOS should include:

- Responsibility for overall coordination of the deployment and implementation of marine observational systems, including the harmonisation of the marine infrastructures, so as to secure the timely delivery of qualified observation for the marine environment and also to provide a bridge with the space community.

- Clarifying and resolving problems of access to national real-time data. Observations are carried out nationally, but not all national real-time data are available for open access. EuroGOOS has made progress in this field and is the best-placed organisation to facilitate further progress.
- Giving advice to the responsible national services on which observations are needed from a European perspective.
- Coordination of requirements with other marine sectors (particularly environmental protection and climate monitoring)
- Coordinating the requirements for the downstream services; its experience and membership makes it well-placed to do so.
- Developing mechanisms for coordinating observations made within individual projects (e.g. Euro-Argo, FerryBox, EuroSITES and EGO) so that these resources can be harnessed more efficiently for operational oceanographic purposes. This will require discussion with the relevant project steering teams and the development of agreements such as the one already reached with ESEAS
- Facilitating regional co-production – could be regional open ocean platforms (present national systems are normally situated in near shore national coastal waters)
- Advocating development of new observations platforms suited to operational oceanography. In order to make the investments more attractive it will be beneficial if the observation systems also can serve other purposes – multisensor, long-term climate timeseries, standards, etc.
- Initiating and facilitating observations and exchange of other parameters than the physical, in particular bio-geo-chemical parameters
- Working towards securing sustainability of systems generated under research project funding, such as the SEPRISE system
- Fostering and possibly managing a sustained availability and exchange of data to meet the needs of operational oceanography, taking account of other European initiatives, e.g. EMODNET. EMODNET is a European system to make marine/maritime data and knowledge available for a wide range of purposes such as decision-making and R&D. EuroGOOS has over the years made a great effort to define and implement a data management system for operational oceanography in Europe closely linked to GMES (MyOcean) and JCOMM initiatives. Since the EuroGOOS community has taken the lead on this issue it has set the agenda for this development. There are still many tasks to be accomplished in relation to real-time data exchange, increase of number of parameters, quality control, etc. and EuroGOOS is very well geared to push and lead this work to the benefit of its members and the operational oceanographic community.
- EEA has been tasked by the EC to coordinate the in-situ data access for GMES. EuroGOOS should work closely with the EEA to define observation needs, identify gaps

and implement the long term in-situ infrastructure required by the GMES Marine Service.

- Advocacy for space-related observations continuing and expanding a role EuroGOOS played in the past. This is needed to achieve continuity when many of the potential missions continue to be funded as one-off research activities. It must be ensured that the European dimension of operational oceanography is represented in the various fora that exist to coordinate earth observation missions.

Forecasting

The development of the GMES Marine Core Service through the MyOcean project and formalised in the European Centre for Operational Marine Forecasting (ECOMF) secures a European capacity on provision of the basic operational oceanographic core forecasting products globally and especially for the regional seas of Europe. These will serve as a good basis for production of specialised downstream services which naturally is the responsibility of national organisations i.e. the EuroGOOS members. Typical examples of such services could be:

- Coastal downscaling
- Oilspill drift
- Waves

EuroGOOS has an important role in this context:

- Provision of advice on the requirements to improve or adapt the core services to meet downstream requirements
- Facilitate coordination and development of relevant downstream products
- Securing improved quality and standards for operational forecasting products in all regions/ROOSs
- Research and development

Acting as User Group for MCS

EuroGOOS has played an active role in the development of the GMES Marine Services component. The members have participated in project development and demonstration of the service component. The Office has arranged workshops, and the Chair and the Director have served as advisors to both the Commission and different projects. The Marine Core Service concept as well as the Implementation Plan consist mainly of EuroGOOS products.

EuroGOOS members still have an important role in the implementation of the GMES in-situ observing system, data exchange, and forecasting services.

For the future financing and governance of the GMES Marine component, EuroGOOS has the role to convey the requirements from national primary users, the EuroGOOS members, and to assist in the specification of the services. EuroGOOS also has a role in providing advice to its members in their national role in relation to the Commission. With a stronger constitution than the present, EuroGOOS could have a role in the GMES governance system.

Coordination of work in the Regional Operational Oceanographic Systems (ROOSs)

A high priority since the formation of EuroGOOS, and a key factor in the success of EuroGOOS, has been the development of Regional Operational Oceanographic Systems – the ROOSs (BOOS, NOOS, MOON, IBI-ROOS and Arctic ROOS). The work in the ROOSs has generated great synergy in data exchange, model development, joint services development, etc. and the work within the ROOSs has paved the way for rapid developments on the understanding and benefit of operational oceanography, not only within EuroGOOS community but also in other parts of the world.

The ROOSs will continue to be a corner-stone in the EuroGOOS organisation in the future. There is a great advantage for them being part of EuroGOOS because they can actively participate and benefit from the EuroGOOS coordinated activities such as:

- data management
- observation technology
- research and development
- product harmonisation
- promotion

EuroGOOS Working Groups and Task Teams

When required, the Annual General Meeting, AGM, establishes working groups. The AGM appoints a chair and decides on Terms of Reference, ToRs. The working groups reports to the AGM and may also propose changes to the ToRs.

Examples of previous EuroGOOS working groups are the Economy of Operational Oceanography, and Data Policy. EuroGOOS currently has four active working groups:

- Data Management, Exchange and Quality Working Group (DATA-MEQ)
- Science Advisory Working Group (SAWG)
- Technology Plan Working Group (TPWG)
- EuroGOOS Products Working Group (EPWG)

The AGM may also establish task teams for more specific work. Regional Task teams have previously been responsible for the establishment of the Regional Operational Oceanographic Systems, ROOSs. At present a task team (expert group) has the responsibility of proposing a future constitution for EuroGOOS.

Promotion of operational oceanography

Everybody engaged in operational oceanography – providers and direct users – are convinced about the value of the products and services provided, so convinced that we often forget that other important stakeholders (politicians and other governmental decision makers, science community, potential direct users, etc.) do not have the same knowledge and understanding of the benefit of

operational oceanography. Therefore EuroGOOS, assembling all expertise, and having an authoritative voice, has an important role to:

- Inform about what operational oceanography is and its values to the society
- Make consensus in the marine society on what “operational” means
- Disseminate the achievements obtained through the many projects focusing on operational oceanography funded by EU over the past 10 years (also forward looking)
- Promote national and regional activities and products
- Promote European operational oceanography in European organisations EEA, EMSA, ESA, EUMETSAT, HELCOM, OSPARCOM, BARCELONA, ESF, etc.
- Promote European operational oceanography in global fora (IOC/I-GOOS, JCOMM, GEOSS)
- Organise EuroGOOS conferences and participate with presentations in a variety of other conferences in Europe and abroad
- Publish key documents, strategies and EuroGOOS reports.

Participate and coordinate development projects and programmes

Since its beginning EuroGOOS has been actively involved in many of the EU-funded projects with an operational oceanographic focus, a few projects with a direct involvement but the major part in a role as advisor. This strong EuroGOOS involvement has had a very positive effect on the project implementation, but especially in relation to promotion of operational oceanography in Europe and to keep operational oceanography on the political agenda in EU and nationally.

It is valuable to the EuroGOOS members that EuroGOOS takes an active role on a strategic level in projects with an operational oceanographic focus since this contributes to securing that the many projects are moving in the right direction in relation to EuroGOOS strategies and securing that project developments are utilised after the end of the project. It is especially in projects with a strong component of demonstration of services, policy, administrative information collection, etc. that the EuroGOOS Office can play an active role. Additionally EuroGOOS has a strong role to push/coordinate/oversee/guide the development of downstream services at pan-European level, since EuroGOOS has the capacity and network to act as the bridge between the core service and the ultimate end-user.

However due to the present status and governance structure of EuroGOOS (not being a legal entity) the EuroGOOS engagement in the many projects has from an overall point of view been relatively weak, and it is highly desirable that EuroGOOS in the future can have a more central and active role in the planning, coordination and implementation of projects and programs as a coordinating and service organisation to the benefit of its members. However as EuroGOOS is not a legal entity which can sign contracts on equal terms as other partners in the projects – the EuroGOOS Office host has to act as the legal entity on behalf of EuroGOOS. This solution weakens the position of EuroGOOS and in the long run is not reasonable and acceptable as it hinders EuroGOOS from cooperating with other bodies on equal terms.

3. Organisational structure and governance

The present EuroGOOS organisation is based on the “**EuroGOOS Agreement**” approved at the EuroGOOS annual meeting in Madrid December 1999. This agreement provides only a very weak organisational foundation. EuroGOOS is only a club of members (national institutions having an operational obligation) and EuroGOOS is not a legal entity.

At the EuroGOOS annual meeting 2009, contributions from the EuroGOOS Chair and Director as well as the following discussion among the members emphasised the need to strengthen the organisational structure of EuroGOOS to enable it to act as equal partner to cooperating organisations and towards the EU – the EU has expressed a wish to have legal body within operational oceanography to cooperate with – and to carry out its tasks as described above in a reliable manner.

Making the EuroGOOS organisation stronger requires making EuroGOOS a legal entity. There are various ways to do this:

- Intergovernmental organisation

An intergovernmental organisation is in many ways an attractive solution for an organisation like EuroGOOS. The problem however is the creation of an intergovernmental organisation requires a long preparation phase. It will also require national membership.

- Economic Interest Group (EIG)

This is a possible solution to EuroGOOS and should be fairly easy and quick to implement. EUMETNET has just gone through the process and EuroGOOS can draw on the experiences of EUMETNET

- Non-profit International organisation

This is a possible solution allowed under Belgian law. Such an organisation shall pursue activities of a non-profit nature and of international character. That means that the members must not seek to obtain direct financial advantage for themselves nor must it be the objective of the organisation to procure direct financial advantage for the members. The Belgian lawyer has informed us that a non-profit organisation requires more or less the same regulations as an EIG. However, contrary to the EIG no member is personally liable with its own assets. The solution of a non-profit international organisation has been chosen by EuroGeographics, an organisation of the national mapping and cadastral agencies in Europe.

- European Research Infrastructure (ERIC)

This in principle a possible solution to EuroGOOS, but it is difficult to implement as agreements are at ministerial level (close to an intergovernmental body). EGFEG however also feels it will be a wrong signal to send to register an organisation that shall coordinate operational oceanographic cooperation as a research infrastructure. ERIC benefits from VAT exemption.

- National registrations such as Private Limited Company (UK), Société Civil (France) or Gesellschaft mit beschränkter Haftung (GmbH) (Germany).

This is a possible solution which is generally easy to implement. It can however be questioned if EuroGOOS will gain the required power and credibility if it is organised as a private company in one of these countries, and it might also be foreseen that some partners may have problems to join or become a shareholder in such a company.

The Euro-Argo consortium made a very detailed analysis in 2009 of these various options which have been studied carefully by the Expert Group.

EGFEG recommends that a new organisation for EuroGOOS shall be based on the present membership of institutions i.e. no transfer to national membership. However, it is highly desirable that the member organisations speak with a single “national voice” where appropriate. Steps will be taken to encourage such an approach.

It is also desirable that, where appropriate, the membership include member states representatives as key users, e.g. those charged with management of waters under national jurisdiction.

Based on the above-mentioned possible solutions EGFEG recommends to follow the EUMETNET example and to register EuroGOOS as an Economic Interest Group (EIG).

This recommendation was principally accepted by the EuroGOOS members at the EuroGOOS Annual Meeting 2010, and the board was given the task to continue the process of preparing for making EuroGOOS a legal entity.

The Board has in this respect done the following:

- The present report has been updated and improved as requested by the EuroGOOS Annual Meeting
- Met with EUMETNET director Steve Noyes to learn from their experience of transforming EUMETNET into an EIG and to seek advice.
- Two meetings with the Belgian lawyer used by EUMETNET, because he would be familiar with the problems related to establish an organisation like EuroGOOS as an EIG, we can therefore avoid some of the mistakes EUMETSAT made.
- Together with the lawyer a proposal for a new EuroGOOS constitution have been formulated.

The EuroGOOS Chair, Director and the Chair of EGFEG met with the lawyer Pascal Faes in March and the process of formulating a new EuroGOOS constitution was initiated and finalised in early June.

APPENDIX 1

Economic Interest Group

(Information from our lawyer in Belgium)

Relevant legislation	Sections 839-873 of the Belgian Companies Code (introduced by the Act of 17 July 1989).
Registered office	Must be located in Belgium.
Legal personality	Separate legal personality is acquired upon filing of an extract of the formation deed with the clerk's office of the competent Commercial Court (see below).
Purpose	To facilitate or develop the economic activities of its members and to improve or increase the results of those activities. An EIG's purpose is not to make profits for itself.
Steps	<ul style="list-style-type: none">• Incorporation by notary or private deed (in the case of a private deed, in two originals); and• Filing of the relevant documents with the clerk's office of the relevant Commercial Court.
Articles of association	<p>The formation deed must mention at least the following:</p> <ul style="list-style-type: none">• legal form and name;• registered office;• duration (unless formed for indefinite duration);• full identification of members;• as the case may be, the amount and composition of the capital;• minimum number of members (no less than 2);• precise definition of the purpose(s) for which the EIG is created;• conditions and requirements for admission and termination of membership;• powers of, and convocations notices to, the general assembly as well as the means to convey its decisions to members and third parties;• modalities of nomination, termination and revocations of managers (<i>gérants</i>), as well as a definition of their mission, powers and the manner to exercise these powers. <p>Dissolution (see below). There is contractual freedom to determine the destination of the liquidation proceeds among members and to provide for exit mechanisms.</p>

<p>Procedure</p>	<p>Filing of an extract of the formation deed with the clerk's office of the competent Commercial Court</p> <p>The following documents must be filed with the relevant clerk's office of the competent Commercial Court:</p> <ul style="list-style-type: none"> • extract of formation deed; • coordinated text of the articles of association following each amendment thereof; • documents concerning the nomination of the managers or persons having received the power to commit and represent the association and the documents concerning the termination of their mandates. <p>Publication of these acts and documents in the Belgian Official Journal at the expenses of the EIG.</p>
<p>General assembly</p>	<p>The general assembly is exclusively competent to amend the formation deed, to allow or exclude members, to decide the early termination or the continuation of the EIG, and to approve the annual accounts. These competences cannot be delegated to the manager(s). Unless otherwise provided for in the formation deed, the general assembly has the broadest competences to adopt all decisions or to carry out all acts with a view to realising the EIG's purpose.</p> <p>Decisions relating to the amendment of the EIG's purpose, the number of votes allotted to each member; the decision process, the initial duration of the EIG, the contribution by each member or by some members to the financing of the EIG require unanimous consent of the general assembly; other decisions require unanimous consent of the general assembly, unless the formation deed provides otherwise.</p> <p>Each member has one vote; however, the formation deed may allot more votes to certain members in view of their contribution. No member may have the absolute majority of votes.</p>
<p>Liability of members</p>	<p>The members are jointly liable for the commitments and the debts of the EIG.</p>
<p>Board of managers or directors</p>	<p>The management of the EIG is entrusted to one or more managers. They must be natural persons.</p> <p>The manager or the board of managers has the power of management. These powers are limited by law (see above under the heading "General assembly") and may be further limited by the formation deed or by an ulterior (unanimous) decision of the general assembly.</p> <p>The manager(s) may within the limits of the formation deed delegate certain powers of management to other persons. Proxies should relate to specific acts.</p>
<p>Directors' liability</p>	<p>The directors (and other representatives) do not incur personal liability for any actions performed within the framework of their mandate.</p>

Annual accounts & accounting/Auditor	<p>Every year the manager(s) of the EIG must draw up an inventory as well as the annual accounts.</p> <p>A statutory auditor (<i>réviseur d'entreprise</i>) must be appointed if the EIG comprises at least one member that is subject to supervision by a statutory auditor.</p> <p>Upon approval of the annual accounts by the general assembly, they must be filed by the manager(s) with the National Bank of Belgium.</p>
Capital and member contributions	<p>There are no specific rules which stipulate the requirement of a minimum capital or determine a maximum capital. The members are free to regulate in the EIG contract the way in which they contribute. An EIG can finance its activities on the basis of annual membership fees or may have recourse to the creation of capital or other sources of financing (e.g. loans).</p> <p>Contributions in kind require an auditor's report.</p>
Donations and liberalities inter vivos	<p>Not applicable.</p>
Dissolution	<p>An EIG is dissolved in the following cases:</p> <ul style="list-style-type: none"> • by realisation or disappearance of its purpose • upon expiry of its duration; • by decision of the members; • by judgment in case of dispute among members or for another legal reason; • if the EIG ceases to counts more than one member. <p>Upon liquidation, assets may return to the members in accordance with the terms of the EIG contract. No requirement for destination of such assets to a selfless cause.</p>
Taxation	<ul style="list-style-type: none"> • Fiscally transparent for Belgian income tax purposes; <p>Subject to VAT if EIG is engaged in VAT taxable supplies of goods or services</p>