

Europeana – Core Service Platform

DELIVERABLE

D5.1 Network activity and communications plan

Revision	Version 1	
Date of submission	14-08-2015	
Author(s)	Aubéry Escande – Europeana Foundation	
Dissemination Level	[Public - PU]	



REVISION HISTORY AND STATEMENT OF ORIGINALITY

Revision History

Revision No	Date	Author	Organisation	Description
0.1	14/07/2015	Aubéry Escande	EF	First draft
0.2	02/08/2015	Eleanor Kenny	EF - Head of Communications	Reviewer comments
0.3		Ylva Klaassen	EF - Network Country & Publications Coordinator	Reviewer comments
0.4	10/08/2015	Aubéry Escande	EF	Comments integrated & Annex Added
0.5	13/08/2015	Beth Daley	EF - Editorial Advisor	Copy editing
1	14/08/2015	Aubéry Escande	EF	Layout edits, minor changes

Statement of originality:

This milestone contains original unpublished work except where clearly indicated otherwise. Acknowledgement of previously published material and of the work of others has been made through appropriate citation, quotation or both.

Table of Contents

Chapter 1 - Background and purpose - 4

Chapter 2 - Introducing the Association - a change of governance New structure - 5

Why did we change the governance structure

New structure

Members Council and Management Board

Transition period

Membership campaign and elections

<u>Chapter 3 – Supporting the Network Association</u> - 9

Communication groups, campaigns and tools

The Members Council multiplier effect: expanding the reach of the Network

Association

ANNEX 1 - Bylaws - 14

Chapter 1 - Background and purpose

Europeana began life as a relatively small project. Now, it is a truly networked organisation with thousands of partners working together to create the largest repository of trusted, accessible and re-usable digital heritage in the world.

More than 3,300 partners contribute content to Europeana. These stakeholders, representing libraries, archives, museums, film heritage institutions, broadcasters, researchers, knowledge institutions and creative industries, share the vision that improved access to our cultural heritage will create unity in diversity and will underpin a thriving knowledge economy in Europe.

2015 marks the beginning of a new strategic plan for Europeana. <u>Europeana Strategy 2015-</u> 2020: We transform the world with culture sets out a vision for digital cultural heritage that is built on innovation, access and re-use, and that all this is based on three working principles:

- Usable we make culture readily and easily accessible for people to build with, build on and share
- Mutual we enhance creative collaboration and teamwork, working towards common goals and for mutual benefit, fostering innovation and new working practices
- Reliable we ensure that our digital data is always authentic, trustworthy and robust, that it's easy to create with and that our Network partners benefit from sharing it.

To adapt to and deliver this plan, we must change the Europeana's organisational structure. That means transforming the Europeana Network into the Europeana Network Association, a democratic and transparent body that represents the interests of all organisations who work with or contribute to Europeana, and which encapsulates the Europeana Commons principles established during the development of Europeana Version 2 and Europeana Version 3.

Of the three strategic values, mutuality has the most resonance for the Association. All members must feel that everything Europeana and the Association does is with and for them. That way, members will be energised and motivated to actively participate in the Association's activities and campaigns, which will in turn increase the impact of each individual's contribution.

As of 2015, everything the Network Association does sits within and reflects the global Europeana strategy and goals. An important part of the Association's role is to communicate to all stakeholders how Europeana is working towards those goals.

The strategic plan sets out Europeana's three key objectives for the five-year period 2015-2020:

- Improve data quality
- Open the data
- Create value for partners

Sitting within these, and contributing to their success, are the Network Association's own objectives:

- Facilitate a culturally connected Europe
- Create value for Network members
- Manage the transition towards a new governance structure.

This deliverable describes a new governance structure for Europeana and its Network, and the responsibilities of the new bodies created within it. It discusses how the transition will be managed, how the Association will be extended and supported, as well as the first tasks

(campaigns) that the new Network Association and its Members Council will carry out. Finally, it details the communication tools and channels that will be used to achieve its objectives.

This document is one of the first concrete steps towards realising Europeana's strategic ambitions for 2015-2020. Its focus is the period of DSI 1 (April 2015 - April 2016). The approach adopted during this period will reinforce the awareness, understanding and relationships necessary to support longer-term work.

Chapter 2 - Introducing the Association - a change of governance

In 2014, the Europeana Foundation proposed a change of governance structure whereby Europeana *is* its Network. This led to the formation of an Association on 1 January 2015 to manage the Network. The governance change also and saw one-third of the seats on the Europeana Foundation Governing Board being filled by elected members of the Association.

Why did we need a new governance structure?

Putting in place a new governance structure was the first step towards realising our ambitions as set out in the *Europeana Strategy 2015-2020*. It provides a stable and sustainable basis for the Foundation to work with the Network. We wanted every member to bring their innovation, ambitions and expertise to the table, joining us in making our vision for 2020 a reality.

This new structure provides continuity with the previous structure while improving on and simplifying it. It maintains and builds on the strengths of representativeness and stakeholder engagement and preserves the ability of the Europeana Foundation Governing Board to set the strategy and lead effectively.

It is democratic. Every member has a right to vote for their representatives. That also means every member can be elected as a representative to serve on the Members Council. The Members Council report to the Association's Management Board. The Management Board is made up of six of the elected Councillors who are responsible for overseeing the work undertaken by the Members. The Management Board represents the Europeana Network Association on the Europeana Foundation Governing Board.

It makes Europeana's Foundation more accountable. Sharing the responsibility of running Europeana with the Network members means greater levels of transparency are required. The new structure establishes a direct line of democratic accountability from every member of the Network towards the Foundation. This is done through the role of the Association Management Board in the Foundation Governing Board - See Figure 1 below - and described in the Association Statutes.

It creates a truly networked organisation built on effective and committed participation. Having a greater voice, role and responsibility will hopefully encourage greater participation from Network members through Task Forces, Working Groups and project set-ups. Every member can see how their membership is relevant to the Network and the activities of the Foundation.

New structure

The **Europeana Network Association's role** is to represent the existing Network. To do this, Europeana created a legally recognised organisation under Dutch law. The current members of the Europeana Network and new joiners are being asked to sign up to become members of the Association.

The Europeana Network Association provides a structure that democratically represents the breadth and diversity of its members, who are all recognised as stakeholders in the running of the Foundation.

Where we previously had six Network Officers, we are now working towards a Members Council of 50. Elections for the initial 25 Councillors took place in October 2014. The number of Councillors will gradually increase to a maximum of 50 over a period of four years (+20% every year).

The Members Council nominate six Councillors to a Management Board responsible for running both the Association and its Members Council. Those six also sit on the Europeana Foundation Governing Board.

For further efficiency, we have also simplified the structure of the Foundation and created a single Governing Board to replace the original Foundation Board and Foundation Executive Committee.

The role of the Foundation as the legally responsible body remains unchanged.

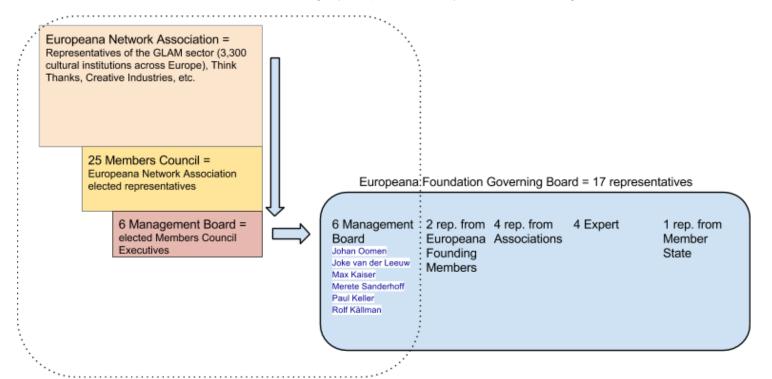


Figure 1. The new Europeana Foundation and Network Association governance structure.

Members Council and Management Board

As stated above, the Europeana Network Association is, together with the Europeana Foundation and its Governing Board, responsible for achieving the objectives of the *Europeana Strategy* 2015-2020.

Europeana has created the Europeana Network Association to give a clear identity and a formal role to the Network. Each Members Council representative acts as a champion for the Europeana Network Association.

The <u>Members Council</u> represents the breadth and diversity of the Network and ensures that the Europeana Network Association's work is shared openly and regularly. The Members Council

wants to make sure that decision-making is effective and transparent. And most importantly, will do its best to make sure that the diversity of the members it serves is represented at every opportunity.

The Members Council is also responsible for the establishment and monitoring of Task Forces and Working Groups. These bodies carry out work for which Network input is vital and directly contributes to the Europeana *Strategic Plan* and *Business Plans*. The Members Council channels the Network's participation in the Business Plan and Strategic Plan, and is responsible for the organisation of the Europeana Annual General Meeting (AGM).

In practice, the Members Council must comply with the <u>Europeana Network Association Statutes</u> and Bylaws [ANNEX 1], which allow the Association to regulate itself. The bylaws include the description of the Europeana Network Association election process, membership eligibility and the accountability, rights and duties of Network members.

To oversee the work of the Members Council, the Councillors nominate a **Management Board** made up of six Councillors: Johan Oomen, Joke van der Leeuw-Roord, Max Kaiser, Merete Sanderhoff, Paul Keller and Rolf Källman. The Management Board takes responsibility for working with the Foundation whilst representing the Network Association. It is responsible for ensuring that the Members Council is working towards achieving Europeana objectives; additionally the Management Board is directly participating in the governance of the Europeana Foundation.

Leading the Network Association are the **Chair**, **Vice Chair** and **Treasurer** of the Management Board. These are Max Kaiser (Head of Research and Development at the Austrian National Library), Merete Sanderhoff (Curator of digital museum practice at Statens Museum for Kunst) and Paul Keller (Director of Kennisland) respectively.

Transition period

The changes to the new governance structure are being made in stages, from October 2014 to 2018. This transition phase ensures that there is complete stability in the ongoing governance of the Foundation. It also gives flexibility where needed and helps make sure that the process runs smoothly at each stage.

In 2015, we are implementing the following steps towards the new governance structure.

- The 'Europeana Network Association' was legally incorporated on 1 January 2015. To help reduce administration costs, we timed this to coincide with the start of the Foundation's new financial year, which runs January to December.
- In autumn 2015, we will hold the second set of elections to recruit additional Councillors to join the 25 who currently form the Members Council. The term of office is two years but elections will be held annually to provide continuity and allow for the rotation of Councillors without needing to renew the entire Council or Board at once.

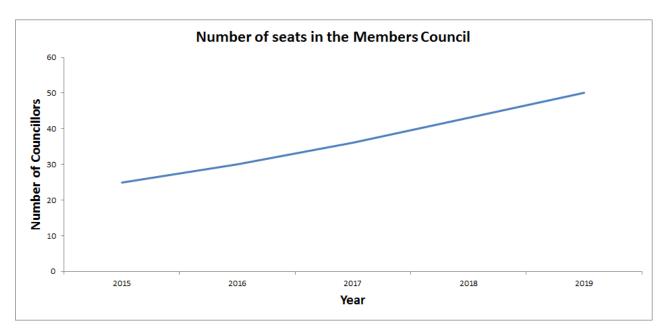


Figure 2. How the Members Council will grow between now and 2019.

- As of June 2015, Network Members are invited to validate their existing membership by joining the Europeana Network Association. By inviting all members to actively join, read the <u>Association Statutes</u> and update their personal data, we are tackling two major objectives:
 - Converting the unaffiliated network of 1,850 to a legally recognised membership body of the Association
 - Introducing segmentation to our existing membership that will allow us to provide much better services for each individual.

In line with a Europeana-wide focus on targeted messaging to segmented audiences, our communications will be developed with and harness the power of relevant communities like EuropeanaTech (R&D community) and Europeana Labs (creative community). The Members Council itself will also act as an important communication channel and will be proactively engaged to support Europeana's communication campaigns on specific topics. See Topical Campaigns.

Membership campaign and Elections

As of August 2015, nearly 1,850 people are members of the original Europeana Network. Because those members need to take action to become part of the new Association, we project a loss of 40% due to various variables (e.g. members no longer interested, members who have moved or changed jobs, faulty email addresses). In practical terms, we expect to have +/- 1,200 engaged individuals in the Europeana Network Association by 30 September, 2015. Those members are eligible for Members Council candidacy and are invited to participate in the 2015 Members Council elections.

Those who have not confirmed their membership to the Europeana Network Association by 30 September 2015 are still welcome to join but will not be able to take part in any decision-making (i.e. the elections) this year.

Every member of the Network Association will be invited to exercise his/her right to nominate their representatives. Members Council candidacy will be open from 15 September 2015 and close on 7 October 2015, provided he/she has registered to the Association before September 30.

The Members Council elections will be launched at the <u>Annual General Meeting (3-4 November)</u> with a communications campaign featuring Network election special bulletins and social media campaigns (LinkedIn, Twitter), all under the #EuropeanaElects hashtag. Every Network Association member will have the opportunity to review the Members Council candidates profile on Europeana Pro; they will be invited to vote for up to 3 representatives. The election outcomes will be made public on 3-4 December 2015 and will extend the Members Council to a group of 31 representatives.

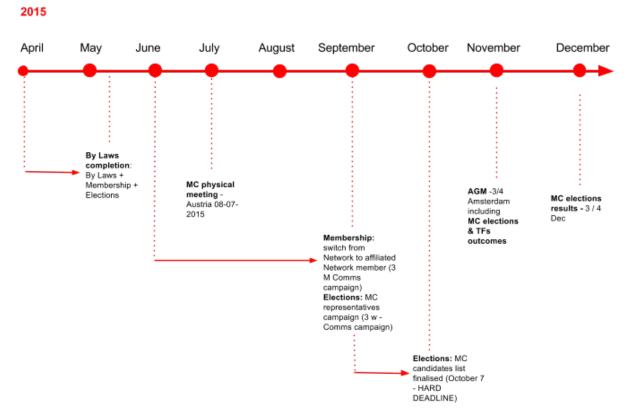


Figure 3. Network Association communications milestones for 2015.

By 2018, the majority of the changes to the governance structure will be complete. The goal is to continue to elect Councillors until the Members Council reaches its maximum of 50. Councillors elected in 2014 will have served their first term of two years in 2016 and can either stand for reelection or stand down.

Chapter 3 - Supporting the Network Association

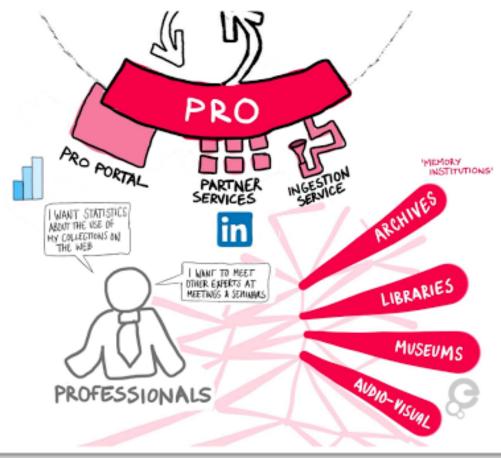


Figure 4. Contributing partners representing the cultural institutions who digitize and share collections

The Europeana Foundation's Network & Sustainability team supports the massive volunteer workforce of Europeana Network members in order that they feel fully involved and informed, and so they can actively contribute to Europeana's mission and values. This support is achieved by coordinating the flow of information between the Foundation and Association through monthly Management Board meetings and membership campaigns.

The Network & Sustainability team also supports the Association's Working Groups and <u>Task</u> <u>Forces</u>, for example by organising and resourcing meetings or advising on how the Task Force's recommendations and other outcomes can be distributed.

As set out below, the team will aim at developing and enlarging the Network through Communication groups, campaigns and tools, and in close co-operation with the Members Council, make sure that the Network and Foundation are a cohesive and inclusive whole - something that is key to our long-term sustainability.

Communication groups, campaigns and tools

To achieve its strategic goals, Europeana needs the Network Association to be an active and vocal organisation. We believe that the best way to achieve this is to use it as a network of networks, and to intensify the impact of the membership campaign mentioned above.

Communications groups

The Members Council Communications Working Group (Joke van der Leeuw-Roord, Kerstin Herlt, Rolf Källman, Francesca Di Donato, and Kerstin Herlt) looks after all communications

campaigns within the Network Association. A representative of this Working Group also sits on the Europeana Communicators Group to ensure efficient coordination between the Association communication requirements and the wider Europeana targeted communities communication.

In addition, the Europeana Communicators Group, made up of communications experts from across Europe with an interest or involvement in Europeana, uses the multiplying power of its members' combined networks to create more opportunities to talk about Europeana and the possibilities it generates for Europe and for all of the organisations who play a part in it.

Network communication campaigns

A series of communication campaigns targeted at existing and potential Network members will support both Network objectives and the Councillors in their role as Network Association champions. These campaigns focus on the Membership Campaign and 2015 elections - Detailed in Membership campaign and Elections - and the organisation of our Annual General Meeting (AGM).

Topical campaigns

A series of broader topical awareness campaigns will be run in 2015, with the involvement of all 25 Councillors. It is hoped that these campaigns will make the Councillors feel they belong to a movement that embodies their own institution's objectives as well as Europeana's.

These awareness campaigns complement and support the initiatives of the Communicators Group and are detailed further in *D8.1 - Strategic communication plan*.

- <u>Digital Single Market</u> Culture as a whole is missing from the 16 initiatives of the Digital Single Market initiative, released on 6 May. The Members Council will campaign for its inclusion as it could potentially directly influence Europeana as a platform resourcing cultural heritage institutions for the long-term. The Members Council will positively complement the existing move by member states to push for culture inclusion in the DSM.
- Copyright Reform The Juncker Commission has made copyright reform one of its main priorities. But while the Digital Single Market is an idea supported by the vast majority of member states, the means by which to bring it about are less consensual, especially with regards to copyright law, which was last revised in 2001. The Members Council will campaign to influence copyright law development to favour openness of access.
- Europeana 280 This is an exciting project for Europeana in 2015/2016 that will support the launch of the new Europeana Art History channel at the end of this year. Europeana will work with European Ministries of Culture and the European Commission to collect and display 10 outstanding pieces of art from, and chosen by, each member state. These works will be included in the new Art History channel. The Europeana 280 campaign is described in detail in *D8.1 Strategic communication plan*. The Members Council will support Europeana in establishing connection with Ministries of Culture to ensure that communications work well and are efficient..

Communication tools

A set of tools support communication of both the Network and topical campaigns to the wider Network and other stakeholders.

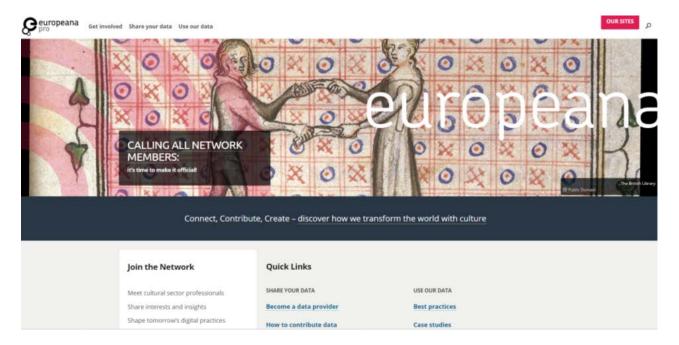


Figure 5. Europeana Pro's homepage.

- Europeana Pro (http://pro.europeana.eu) Re-launched in February 2015, this is the platform for all information and knowledge exchange for Europeana's network of cultural heritage professionals, technologists and projects. It is the official source for technical information, legal information, metadata standards and case studies, as well as project outcomes. Europeana Pro plays a key role in our dissemination objectives. However, it remains a source of information rather than an interactive tool. An Editorial team makes sure the tone of voice and content give visitors the best experience and appropriate messages.
- Europeana Pro Blogs available from <u>Europeana Pro</u> feature specific highlights of Europeana Network Association activities, Task Force recommendations, Working Group deliverables and other Members Council initiatives. They cover the whole range of activities across the Europeana organisations. Blogs are relayed through the support of the Network Newsletter and Europeana LinkedIn Group, as well as Twitter and the #AllezCulture Facebook group. Europeana Pro blogs are used strategically to reflect our core messages and priorities and provide opportunity for collaboration and input with Network members.
- The <u>Network Newsletter</u> available from <u>Europeana Pro</u> and sent monthly to all Network members by email - features updates from across the entire Europeana ecosystem. It is endorsed by the Members Council with each Councillor taking their turn as Editor-in-Chief.
- The <u>Europeana LinkedIn Group</u> provides an easy way for Network Association members and others to interact with each other and with the Europeana Foundation. It is open to anyone interested in Europeana; approval is granted upon request.
- #AllezCulture is an ongoing campaign to galvanise support for Europeana and digital
 heritage in general with a good following on Facebook and Twitter. News about cultural
 heritage and examples of good practice are shared using the hashtag #AllezCulture.
 Using this hashtag will ally the Network's campaigns with related stories in the digital
 cultural heritage world, thus raising support, gaining credibility and fostering a spirit of
 mutuality.

The Members Council will also harness their own and their organisation's communications channels (such as social media profiles, newsletters and mailing lists) to extend the reach of campaign messages.

 The Members Council multiplier effect: expanding the reach of the Network Association

The elected Members Council is perfectly positioned to help the Network Association's members participate meaningfully in its activities, and also to help the Network reach out to new members, who in turn open up new opportunities for Europeana and its collections.

The Network of Networks' success very much relies on our ability to raise interest among prominent pan-European or global cultural organisations (e.g. IFLA, LIBER or CENL for libraries, FIAF for film archives or IFTA for television professionals). We will achieve this by working with our Members Council and various existing communities (specifically the EuropeanaTech, Europeana Research and Europeana Labs communities within the Europeana Network Association).

Next, working with the Europeana Communicators Group, we will map the networks that our Councillors are part of or to which they have access. This process will allow us to further segment our communications channels and better support our various community requirements.

Through its Members Council, the Europeana Network Association will be able to connect various influential groups and fully capitalise on its membership reach. It is worth noting that the communications outreach will go far beyond the remit of the Europeana Network Association as illustrated in the below figure.

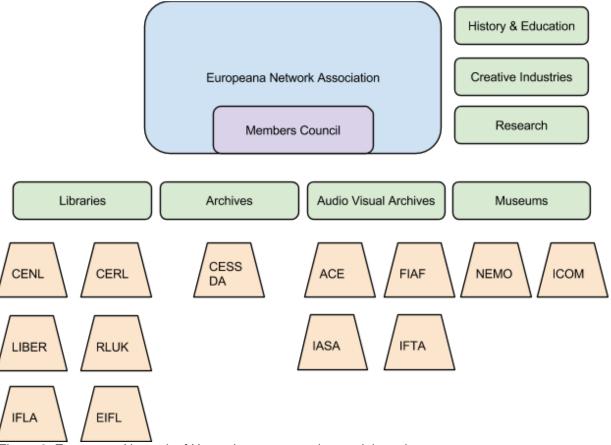


Figure 6. Europeana Network of Networks present and potential reach

ANNEX 1 - Association By-Laws

Note that the below By-Laws have not been finalised at the publication date of this Deliverable. The Members Council is in the process of adjusting and finalising Article 13 and 14.

Article 1

1.1 In these Bylaws the following words shall have the following meanings:

	to lowing words shall have the following meanings.		
Association	the association (<i>vereniging</i>), the internal organisation of which is governed by the		
	Statutes.		
Councillor	a member of the Members Council.		
Europeana	Stichting Europeana, a foundation (stichting), having its corporate seat at The		
Foundation	Hague.		
Europeana Network	a community of experts working in the field of digital heritage and united by a		
Association	common mission to expand and improve access to Europe's cultural digital		
	heritage.		
General Assembly	the body of the Association consisting of Members entitled to vote, and, for the		
	avoidance of doubt, in principle consisting of the members of the Europeana		
	Network Association.		
Management Board	the body of the Association charged with the management of the Association as		
	referred to in Article 19.		
in writing	by letter, by telecopier, by e-mail, or by a legible and reproducible message		
	otherwise electronically sent, provided that the identity of the sender can be		
	sufficiently established.		
Member	a member (lid) of the Association as referred to in Article 8, unless indicated		
	otherwise.		
Members Council	the body of the Association consisting of delegates of the Members as referred to		
	in Article 17.		
Membership	the membership (<i>lidmaatschap</i>) of the Association.		

Chapter II

Art 4 Objectives

The objectives of the Association are defined in its Statutes as to participate in the decision making of Europeana Foundation. As all decisions of Europeana Foundation contribute to its objectives, these are listed below to add clarity to the objectives of the Association.

The operations and activities of Europeana Foundation are underpinned by commons based values: Usable, Mutual and Reliable. These values provide the base for Europeana Foundation with the support of the Europeana Network Association, to work towards their common objectives. These objectives are laid out in the statutes of the Foundation:

- 1. Make Europe's cultural and scientific wealth available for everyone.
- Provide access to and use of Europe's cultural and scientific heritage through the Europeana Platform and its user channels.
- 3. Work with museums, archives, audiovisual collection and libraries as well as users of Europeana's services to deliver the Europeana Platform and make it sustainable.
- 4. Encourage active engagement and use of Europe's cultural heritage resources
- 5. Make items that have been digitized or that are born digital available via Europeana
- 6. Encourage and support the digitization of more of Europe's cultural and scientific heritage.
- 7. Encourage and support the concept of the Public Domain.
- 8. Accelerate and support innovation in cultural institutions, sharing and building on existing knowledge.
- 9. Advocate the concept of the public good in the relationship between users and stakeholders.
- 10. Support competitiveness in Europe by making as much cultural heritage available as possible.

Chapter III

Art 6 Financial Resources

- 1. The Management Board will work with the Foundation to establish an annual budget.
- 2. The financial resources will be managed administratively by the Foundation, providing quarterly updates to the Management Board.

Chapter V

Art 8 Membership

- 1. Members shall be categorised as;
 - a. Individual Members,
 - b. Honorary Individual Members: Persons are Are invited by the Members Council in recognition of their exceptional services to Europeana.
- 2. Members shall
- Endeavour to actively support the goals and objectives of the Association,
- a. Seek to share their knowledge and expertise with the other Members of the Association,
- b. Contribute to the development of strategic, business and other plans or initiatives of Europeana,
- c. Abide by the Statutes and Bylaws,
- d. Endeavour to abide by the principles laid out in the "Ethics for Europeana" White Paper.
 - 3. Members will
- . Have one (1) vote with their unique Membership ID in Europeana Network Association elections, modifications of the Statutes and the Bylaws of the Europeana Network Association, voting procedures during the AGM, or any other procedure requiring a decision from the General AssemblyEuropeana NAssociation.
- a. Have the opportunity to present their candidacy for election in the Association's Members Council,
- b. Receive a regular update about Europeana-related activities published to the Members,
- c. Receive regular communication from the Members Council of its actions and decisions.
 - 4. Honorary Member in addition
 - Are exempt from paying any annual membership contribution that may be introduced in future;
- a. May be invited to attend one or more meetings of the Members Council in an advisory capacity, but are in that event not allowed to participate in the decision-making;
- b. Retain the status of Honorary Member for a duration determined by the Council or until they wish to withdraw.

Art 9 Admission criteria

- 1. Members shall be users, end users or professionals active, operating in or with an interest in digital Cultural Heritage.
- 2. An application for membership will be deemed to have been received upon receipt of a completed application form submitted
- a. via an online form made available on pro.europeana.eu or
- in writing to the registered address of the Association as defined in the Statutes.
 - 3. Upon acceptance of membership:
- Each new Member will receive a unique ID
- a. A list of Members is regularly published and updated online. The name and surname, Organisation and/or Association will be published on pro.europeana.eu

Art 11 Annual Contribution

The Members Council can propose to introduce an annual contribution from Members. If such a proposal is made, it must be approved by the General AssemblyAssociation at the Annual General Meeting.

Chapter VI

Art 12 The General Assembly

The General Assembly is responsible for

1. Approving the annual policy setting forth the objectives of the Association for the year,

- 2. Approving the financial report of the previous year and the annual budget of the Association
- 3. Approving the annual report of the previous year,
- 4. Electing the Councillors to the Members Council,.
- 5. Modifications of the Statutes and the Bylaws, voting procedures or any other procedure requiring a decision.

Art 13

Art 14

Art 15 Decision Making Process by the General Assembly

- 1. An annual Voting Committee will be formed to oversee and conclude and from time to time oversee the decision making procedures of each the General Assembly;
- a. The Voting Committee shall be initiated by the Members Council, open to all Members and supported by the Europeana Office,
- b. A Member cannot join the Voting Committee if they are a candidate for a Member Council position,
- c. The Voting Committee shall appoint a Chair,
- d. The Voting Committee shall report to the Chair of the Association,
- e. The Voting Committee shall follow procedures developed, approved and published by the Members Council.
 - 2. Where a decision is put to the General Assembly, Members will be given at least seven consecutive days to submit their vote,
 - 3. Where a decision concerns the election of the Members Council.
- . the candidates for that election shall be published no later than three weeks prior to a meeting of the General Assembly,
- a. A member shall be eligible to cast one vote for up to three candidates.
 - 4. A Members participation in any decision making process shall remain confidential to the individual(s) managing the decision making process,
 - 5. Should a Mmember not be able to access voting mechanisms for reasons of force majeure during the voting period, that Mmember mayshould report to the Voting Committee who willshould then decide if to accept this Mmember's vote via alternative methods.
 - 6. The Members Council may appoint an Independent Observer to oversee the election and voting process. If such an appointment is made the Members Council shall be responsible for determining the Terms of Reference for the Independent Observer.
 - 7. The results of the vote should be published to the Network no later than two weeks after the voting process has been closed.
 - 8. The proceedings of a meeting of the General Assembly will be recorded and published in such a way that Members who did not attend the meeting have a clear account of the discussions during the meeting.

Art 16 Convening of the General Assembly

- 1. The General Assembly will be convened during the Europeana Annual General Meeting (AGM).
- 2. The organisation and administration of the Annual General Meeting will be determined by a working group.
- 3. Where circumstances require the General Assembly may be convened according to Article 12.4 of the Statutes of the Europeana Network Association.

Chapter VII Members Council

Art 17 Members Council

- 1. The role of the Members Council is
- a. To provide a formal body for representing the Members within the Association,
- b. To stimulate and engage the Members,
- To stimulate and directly or indirectly control the working of the Management Board,
- d. To liaise between the Members and the Europeana Foundation,
 - 2. The Members Council is responsible for
- Electing the Management Board,

- a. Nominating/convening a Voting Committee,
- b. Nominating/convening an AGM Working GroupCommittee,
- c. Approving new Task Forces & Working Groups,
- d. Setting the terms of reference for Task Forces & Working Groups,
- e. Reviewing/contributing to the Management Board Agenda,
- f. Facilitating regular lines of communication with the Members and the Foundation,
 - 3. Each Councillor is required to actively contribute to the tasks and responsibilities of the Council:
- . proactively represent the interests of Europeana Network Association within their own networks and areas of expertise,
- a. participate in at least one Working Group, and meetings of the Members Council,
- b. keep abreast of the activities, including Task Forces and Working Groups of the Association,
- c. share their individual skills and expertise with; Task Forces, Working Groups and contribute to the general activities of the Association,
- d. ensure that where their representation as a Councillor is within the scope of a Working Group, that they inform the Chair of the Working Group and that they are are working to the mandate of that group.
- e. be available to Members to listen and offer guidance or advice,
- f. keep Members regularly informed of developments and activities.
- g. proactively represent the interests of their own networks and expertise as appropriate,
- 4. To ensure representation of the General Assembly, the Members Council will develop guidelines that facilitate the fair representation of the diversity and breadth of the Members of the Europeana Network AssociationNetwork in the elections of the Members Council.
- 5. A Councillor may be dismissed for inadequate performance such as frequent absence from meetings, demonstrable lack of activity or, a structural conflict of opinions or a conflictincompatibility of interests.
- a. Before a Councillor can be dismissed for inadequate performance, they will be given the opportunity to share their view, on the possible dismissal, with the other members of the Members Council.
- 6. Elections for the Management Board will be within two weeks of the announcement of the results of the Members Council elections,
- . A period of seven consecutive days will be allowed to conclude the voting of the candidates for the Management Board,
- a. The results of the elections of the Management should first be presented to the Members Council, and then to the MembersNetwork.
- 7. The Members Council will coordinate a number of Working Groups that reflect the areas of strategic interest to the Association and its Members. Each Working Group will:
- have a published Terms of Reference,
- a. provide a forum for discussion, sharing of information and strategic planning,
- b. provide a mandate for work to be undertaken by Councillors who are members of the Working Group on behalf of the Association.
- c. be chaired by a Councillor, and open to Members of the Network,
- d. Information about each Working Group, its Chair, coordinator and members and its activities shall be published online.
- e. The Chair of the Working Group shall ensure that information about the activities of the Working Group, its chair, coordinator and members is shared online and kept up to date.
- f. Updates on the activity and progress of Working Groups will be presented at each Members Council meeting and at the Annual General Meeting of the General Assembly.
- 8. The Members Council will coordinate a number of Task Forces each year to address issues or areas of work which contribute to the Europeana Foundation Annual Business Plan. Each Task Force;
 - is subject to the approval of the Members Council.
- a. shall comprise of at least one Councillor,
- b. will be open to Members of the Network and other expertiseternal parties as required. Information about each Task Force, its Chair, coordinator and members and its activities shall be published online.
 - d. The Chair of the Task Force shall ensure that information about the activities of the Task Force, its chair, coordinator and members is shared online and kept up to dateThe Chair of the Task Force shall ensure that information is shared and kept up to date.
- e. Updates on the activity and progress of Task Forces will be presented at each Members Council meeting, and at the Annual General Meeting of the General Assembly.

Art 18 Decision Making of the Members Council

- 1. The agenda of the Members Council meeting shall be shared with the MembersNetwork at least 8 days in advance of each meeting.
- 2. The proceedings and decisions of the Members Council meetings shall be minuted and published.
- 3. To facilitate regular acceptance of new Members, the Members Council delegate the formal acceptance of Members to the Management Board.

Chapter VIII Management Board

Art 19 The Management Board

- 1. The role of the Management Board is
- a. to oversee the activity of the Association,
- b. to act as a legally responsible decision making executive,
- c. to represent the Association on the Governing Board of the Europeana Foundation.
 - 2. The Management Board is responsible for
- Overseeing preparations for the meetings of the General Assembly,
- a. Accepting new Members of the Association in accordance with the criteria for Membership,
- b. Making recommendations for the composition of the Working Groups to the Members Council,
- c. Ensuring that each Working Group makes progress against its agreed scope, actively contributes towards the strategic objectives of the Foundation and Association and operates in accordance with budgetary requirements.
- d. Making recommendations for the composition of Task Forces to the Members Council,
- e. Ensuring that each Task Force makes progress against its agreed scope, actively contributes towards the annual goals of the Europeana Foundation and operates in accordance with budgetary requirements.
- f. Delivering the Annual report of the Association,
- g. Writinge the annual policy for coming year.
 - 3. The Management Board shall be managed by The Chair, Vice-Chair and Treasurer.
 - 4. In addition to the requirements laid out in the Statutes, the meeting of the Management Board shall be held at least six times as required throughout the year,
- a. be arranged with the support of the Europeana Office.
 - 5. The Agenda for the Management Board meeting shall
- be prepared by the Chair,
- a. be shared with the Members Council and Management Board at least one week in advance of the Management Board meeting,
- b. be updated according to any feedback received.
 - 6. The proceedings and decisions of the Management Board shall be minuted and published.

-- ENDS --