

### Note à l'attention du Conseil d'État

Les projets de modifications ont pour objectif de permettre au GECT « ESPON » de pouvoir agir aussi bien dans le cadre du Programme de coopération ESPON 2020, adopté le 26 mai 2016 par la Commission européenne, que d'agir dans celui des programmes de coopération subséquents, dont notamment le Programme de coopération ESPON 2030 (ce dernier, a été approuvé par décision du Conseil de gouvernement du 10 septembre 2021, puis par décision de la Commission européenne du 6 juillet 2022).

Il revient désormais au Grand-Duché de Luxembourg, en tant qu'État membre sur le territoire duquel se situe le siège du GECT « ESPON », de poursuivre la procédure d'approbation desdites modifications de la convention et des statuts du GECT « ESPON » par arrêté grand-ducal sur avis du Conseil d'État, après vérification des exigences des articles 4, paragraphe 3 et 13 du règlement (CE) n°1082/2006 relatif à un groupement européen de coopération territoriale (GECT) du 5 juillet 2006, tel que modifié (cf. article 5, paragraphe 2 de la loi du 19 mai 2009 portant diverses mesures d'application du règlement (CE) n°1082/2006 du 5 juillet 2006 relatif à un groupement européen de coopération territoriale (GECT).

#### L'accomplissement des formalités de l'article 4, paragraphe 3 du règlement précité (CE) n°1082/2006

Les projets de convention et de statuts ont été approuvés lors de la 13<sup>e</sup> assemblée générale du GECT du 7 juillet 2021, puis notifiés par courriel en date du 16 septembre 2021 (lettres datées du 8 septembre 2021) aux quatre membres qui composent le GECT, à savoir : le Grand-Duché de Luxembourg, la Région de Bruxelles-Capitale, la Région flamande et la Région wallonne.

Pour ce qui concerne le Grand-Duché de Luxembourg, les projets de textes modifiés ont été notifiés au ministre de l'Aménagement du territoire en sa qualité d'autorité de notification nationale, puis approuvés par le Conseil de gouvernement lors de la séance pré-mentionnée du 2 mars 2022 (cf. à ce titre le procès-verbal N° 21/22 approuvé lors de la séance du Conseil de gouvernement du 9 mars 2022).

Les documents précités ont également été notifiés aux trois autres membres du GECT. La Région wallonne et la Région de Bruxelles-Capitale ont respectivement approuvé les projets de modification en date des 24 janvier 2022 et 24 décembre 2021 tandis que la Région flamande n'a quant à elle pas donné suite à la notification du 16 septembre 2021. Dans un tel cas de figure, l'approbation est censée être tacite, conformément à l'article 4, paragraphe 3 du règlement (CE) n°1082/2006 précité.

En outre, entre-temps le GECT « ESPON » a emménagé dans un autre bâtiment donnant lieu à un changement d'adresse. Les membres du GECT ainsi que les membres du Comité de suivi du programme ont été informés de ce changement lors de leurs assemblées respectives qui ont eu lieu au mois de juillet 2022. Pour des raisons pragmatiques mais aussi pour des raisons de publicité et d'une prise en compte de la réalité des faits, il est proposé d'indiquer dans la Convention modifiée et les Statuts modifiés la nouvelle adresse comme siège du GECT.

#### Le respect des exigences de l'article 13 du règlement précité (CE) n°1082/2006

Selon l'article 13 du règlement (CE) n°1082/2006 précité, lorsqu'un groupement européen de coopération territoriale exerce une tâche contraire aux dispositions d'un État membre concernant l'ordre public, la sécurité publique, la santé publique ou la moralité publique ou contraire à l'intérêt public d'un État

membre, un organisme compétent de cet État membre peut interdire l'activité sur son territoire ou exiger que les membres qui ont été constitués en vertu de son droit se retirent du groupement, à moins que ce dernier ne cesse l'activité en question.

Il ne découle ni des approbations réalisées par les différents membres du GECT « ESPON », ni des contrôles effectués par le Département de l'aménagement du territoire par rapport à l'objet dudit GECT, qu'une telle tâche soit exercée ou vienne à être exercée par le GECT « ESPON » après entrée en vigueur de l'arrêté grand-ducal approuvant les modifications visées par le présent dossier.

## Renée Hostert

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**From:** Marie-Josée Vidal <marie-josee.vidal@mat.etat.lu>  
**Sent:** Thursday, September 16, 2021 17:09  
**To:** peter.cabus@vlaanderen.be; matthias.demoor@vlaanderen.be;  
alain.guillotpingue@spw.wallonie.be; tsanders@perspective.brussels;  
olivier.defawe@spw.wallonie.be; Carlos Guedes; Christophe.Soil@dermagne.fed.be  
**Cc:** Wiktor Szydarowski; Teofil Gherca; Katarina Ojeda; Nicolas Rossignol;  
acorbalan@perspective.brussels; Chanut, Leen; herve.delhaye@spw.wallonie.be  
**Subject:** ESPON EGTC - change of Statutes  
**Attachments:** Letter Brussels\_8.9.2021.pdf; Letter Wallonia\_8.9.2021.pdf; Letter\_Flanders\_8.9.2021.pdf

Dear colleagues,

Following up on my email dated 31st of August 2021, please find attached the letters in order to be able to notify your national authorities to start your internal procedures for the approval of the new versions of the Statutes and the Convention. The letters will also be sent to you via postal mail. Please make sure your address is the correct one and if not, kindly let Katarina know asap.

Please confirm that the 23rd of November 2021 from 9:00 to 13:00 suits you to hold our 14<sup>th</sup> Assembly meeting.

Mat beschte Gréiss / meilleures salutations / mit freundlichen Grüßen / with best regards

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### Marie-Josée Vidal

Conseiller de Gouvernement 1<sup>ère</sup> classe  
Coordinatrice générale

LE GOUVERNEMENT DU GRAND-DUCHÉ DE LUXEMBOURG  
**Ministère de l'Énergie et de l'Aménagement du territoire**  
Département de l'aménagement du territoire

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ESPON EGTC - 4, rue Erasme LU-1468 Luxembourg

Att : Ministre Claude Turmes

Ministère de l'Énergie et de l'Aménagement du territoire

Département de l'énergie

4, place de l'Europe  
L-1499 Luxembourg

Claude.turmes@mat.etat.lu; cabinet.ministre@mea.etat.lu; carlos.guedes@mat.etat.lu;  
matteo.lorito@mat.etat.lu

Luxembourg, 8th September 2021

**Subject : Modification of the ESPON EGTC Convention and Statutes**

Dear Minister Turmes,

In your capacity as national notification authority in ESPON EGTC matters, I hereby would like to inform you that during the 13<sup>th</sup> Assembly meeting of the ESPON EGTC on 7<sup>th</sup> of July 2021, the members have unanimously approved the following modifications of the Convention and the Statutes of the ESPON EGTC:

- Following their final approval on June 30, 2021, the new Regulation (EU) 2021/1060 as well as other related new regulations relevant for ESPON will be added to the current regulations mentioned in the Convention and Statutes. (NB: the new regulations are retroactively in force from 1<sup>st</sup> January 2021).
- After every reference to the ESPON 2020 Cooperation Programme, the following will be added: 'and subsequent ESPON programmes' in order to avoid the need for updating the statutes and convention in every programming period.
- Reference to Convention and Statutes is added everywhere as the texts so far only refer to the sole Convention or Statutes in order to ensure conformity.
- Modification of article 3:

Current version: Any changes of address within Luxembourg will be published in the Official Journal and will be notified to all authorities involved in the registration of the EGTC. Such a change of address is not considered as necessary amendments to these statutes.

Proposal to change to: *The address can be transferred to any other location in Luxembourg. Any changes of address will be notified to all representatives of the members of the EGTC as well as to the representatives of the members of the Monitoring Committee in charge of the ESPON Programmes. Such a change of address does not require the amendments to the Convention or the Statutes of the ESPON EGTC.*

The purpose of the proposed change is to avoid the need for an official publication in the OJEU and limit the communication of the change of address to the representatives of the members of the EGTC as well as to the representatives of the members of the Monitoring Committee.

- Article 14.1: this change has already been approved at the 12th Assembly on 26th of October 2020, in order to comply the employment of the Director with the Luxembourg national labour law.
- Articles 13.5, 16.3. and 16.4 of the Convention will be adapted to the changes that were already implemented in the Statutes regarding these articles, in order to ensure that both texts are fully in conformity with each other.
- Deletion of article 21 of the Statutes: 'In case of amendment of the Statutes the Convention will be simultaneously amended'. This automatism is not possible in legal terms as by definition the Convention is superior to the Statutes. In that view the Convention cannot automatically be amended through a change of the Statutes (this point was raised by the State Council of Luxembourg in its opinion). Thus, any modification procedure should always include the Convention and the Statutes since the texts are supposed to be identical in order to avoid any incompatibilities.
- Minor proposals for editing are also included, which do not touch the substance of the documents.

In order to provide you with a complete overview of the changes proposed, please find attached the two versions of both, the Convention and Statutes, one version showing the tracked changes of the modification of both documents and one clean final version showing the version which would be published if approved by the respective national notification authorities.

The procedure for amending the Statutes and the Convention is described in article 9 of the Statutes and the Convention as follows:

#### ARTICLE 9 – PROCEDURES FOR AMENDING THE CONVENTION AND THE STATUTES

A proposal for amendment should be submitted by a member to the Assembly for decision via the Chair of the Assembly according to the standard procedure. Amendments to the Convention and the Statutes require the approval of all members of the ESPON EGTC.

Each member informs its national notification authority of the purpose of the amendment and provides it with a copy of the proposed amendment. The member informs Luxembourg as seat of the EGTC when the amendment procedure according to national law has been completed.

Each amendment must be carried out and published in accordance with Articles 4 and 5 of the Regulation (EC) EGTC.

To sum up, we have to take the following steps:

- 1) The ESPON EGTC, after closure of the written procedure, sends to the ESPON EGTC Assembly members a communication with the relevant information to be provided to the national authorities (present letter).
- 2) Luxembourg as a Member State and seat of the ESPON EGTC shall approve the proposed amendments in accordance with its national law.
- 3) Luxembourg as the seat of the ESPON EGTC shall publish the amendments after all due verifications via *arrêté grand-ducal* in accordance with its national law.
- 4) The ESPON EGTC will notify the Committee of the Regions and will send a request to the Office for Official Publications of the European Communities for publication of a notice in the Official Journal of the European Union.

Through the present letter I am initiating the abovementioned first step and I would like to kindly ask you now to initiate the second step and to formally submit the proposed amendments to your national approving authority.

According to article 4, paragraph 3 of the amended Regulation (CE) n°1082/2006, the duly notified Member States shall either provide their approval to the proposed modifications within six months of the notification, or provide the motives for non-approval of the proposed modification according to article 4, paragraph 3 points a), b), or c), and if applicable propose amendments to be undertaken to the proposed modifications. If the notified member States do not raise any objections within the abovementioned period, the proposed modifications of the Convention and the Statutes are deemed approved. However, Luxembourg as seat of the ESPON EGTC, shall in any case approve the modified texts according to its national laws and procedures.

Please be informed that the other members of the ESPON EGTC have been invited by letter to notify the changes of the Convention and the Statutes to their respective national notification authorities in order for them to start their respective national approval procedures. I will provide you with a copy of their notification letters, as well as of the approving decisions or replies of all the members national authorities as soon as I receive them.

I remain at your disposal for any question you may have.

Thank you in advance and best regards,

  
Marie-Josée Vidal  
Chair of the ESPON EGTC Assembly

ESPON EGTC - 4, rue Erasme LU-1468 Luxembourg  
Perspective Bruxelles  
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Director Stratégie territoriale / Territoriale Strategie  
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Luxembourg, 8th September 2021

**Subject : Modification of the ESPON EGTC Convention and Statutes**

Dear Mr. Sanders,

As agreed during the 13<sup>th</sup> Assembly meeting on 7<sup>th</sup> of July 2021, the ESPON EGTC Convention and Statutes shall be changed as presented to you during the meeting, namely:

- Following their final approval on June 30, 2021, the new Regulation (EU) 2021/1060 as well as other related new regulations relevant for ESPON will be added to the current regulations mentioned in the Convention and Statutes. (NB: the new regulations are retroactively in force from 1<sup>st</sup> January 2021).
- After every reference to the ESPON 2020 Cooperation Programme, the following will be added: 'and subsequent ESPON programmes' in order to avoid the need for updating the statutes and convention in every programming period.
- Reference to Convention and Statutes is added everywhere as the texts so far only refer to the sole Convention or Statutes in order to ensure conformity.
- Modification of article 3:

Current version: Any changes of address within Luxembourg will be published in the Official Journal and will be notified to all authorities involved in the registration of the EGTC. Such a change of address is not considered as necessary amendments to these statutes.

Proposal to change to: *The address can be transferred to any other location in Luxembourg. Any changes of address will be notified to all representatives of the members of the EGTC as well as to the representatives of the members of the Monitoring*

*Committee in charge of the ESPON Programmes. Such a change of address does not require the amendments to the Convention or the Statutes of the ESPON EGTC.*

The purpose of the proposed change is to avoid the need for an official publication in the OJEU and limit the communication of the change of address to the representatives of the members of the EGTC as well as to the representatives of the members of the Monitoring Committee.

- Article 14.1: this change has already been approved at the 12th Assembly on 26th of October 2020, in order to comply the employment of the Director with the Luxembourg national labour law.
- Articles 13.5, 16.3. and 16.4 of the Convention will be adapted to the changes that were already implemented in the Statutes regarding these articles, in order to ensure that both texts are fully in conformity with each other.
- Deletion of article 21 of the Statutes: 'In case of amendment of the Statutes the Convention will be simultaneously amended'. This automatism is not possible in legal terms as by definition the Convention is superior to the Statutes. In that view the Convention cannot automatically be amended through a change of the Statutes. (this point was raised by the State Council of Luxembourg in its opinion). Thus, any modification procedure should always include the Convention and the Statutes since the texts are supposed to be identical in order to avoid any incompatibilities.
- Minor proposals for editing are also included, which do not touch the substance of the documents.

In order to provide you with a complete overview of the changes proposed, please find attached the two versions of both, the Convention and Statutes, one version showing the tracked changes of the modification of both documents and one clean final version showing the version which would be published if approved by the respective national notification authorities.

The procedure for amending the Statutes and the Convention is described in article 9 of the Statutes and the Convention as follows:

#### ARTICLE 9 – PROCEDURES FOR AMENDING THE CONVENTION AND THE STATUTES

A proposal for amendment should be submitted by a member to the Assembly for decision via the Chair of the Assembly according to the standard procedure. Amendments to the Convention and the Statutes require the approval of all members of the ESPON EGTC.

Each member informs its national notification authority of the purpose of the amendment and provides it with a copy of the proposed amendment. The member informs Luxembourg as seat of the EGTC when the amendment procedure according to national law has been completed.

Each amendment must be carried out and published in accordance with Articles 4 and 5 of the Regulation (EC) EGTC.

To sum up, we have to take the following steps:

- 1) The ESPON EGTC, after closure of the written procedure, sends to the ESPON EGTC Assembly members a communication with the relevant information to be provided to the national authorities (present letter).



- 2) You as member shall notify the proposed amendments to your national notification authorities for approval.
- 3) You as member shall inform either the ESPON EGTC or Luxembourg directly of the approval or reply of the competent authority according to your national legislations.
- 4) The amendment will be registered/published in Luxembourg, in accordance with the national law.
- 5) The ESPON EGTC will notify the Committee of the Regions and will send a request to the Office for Official Publications of the European Communities for publication of a notice in the Official Journal of the European Union.

Through the present letter I am initiating the first step and I would like to kindly ask you now to initiate the abovementioned second step and formally notify your intention to modify the Convention and the Statutes of the ESPON EGTC to your national notification authority in EGTC matters according to article 4, paragraph 2, point a) of amended Regulation (CE) n°1082/2006 relative to the EGTC's and provide it with a copy of the modified Convention and Statutes as attached in the present letter.

According to article 4, paragraph 3 of the aforementioned Regulation (CE) n°1082/2006, the duly notified Member States shall either provide their approval to the proposed modifications within six months of the notification, or provide the motives for non-approval of the proposed modification according to article 4, paragraph 3 points a), b), or c), and if applicable propose amendments to be undertaken to the proposed modifications. If the notified Member States do not raise any objections within the abovementioned period, the proposed modifications of the Convention and the Statutes are deemed approved.

Please also provide me with a copy of your formal notification to your national notification authority, as well as of any approval or reply you might receive. Furthermore, please also inform me in case you did not receive any reply within the abovementioned period of six months.

Thank you in advance for your support. I remain at your disposal for any question you may have.

Kind regards,

  
Marie-Josée Vidal  
Chair of the ESPON EGTC Assembly

ESPON EGTC - 4, rue Erasme LU-1468 Luxembourg  
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Luxembourg, 8th September 2021

**Subject : Modification of the ESPON EGTC Convention and Statutes**

Dear Mr. Cabus,

As agreed during the 13<sup>th</sup> Assembly meeting on 7<sup>th</sup> of July 2021, the ESPON EGTC Convention and Statutes shall be changed as presented to you during the meeting, namely:

- Following their final approval on June 30, 2021, the new Regulation (EU) 2021/1060 as well as other related new regulations relevant for ESPON will be added to the current regulations mentioned in the Convention and Statutes. (NB: the new regulations are retroactively in force from 1<sup>st</sup> January 2021).
- After every reference to the ESPON 2020 Cooperation Programme, the following will be added: 'and subsequent ESPON programmes' in order to avoid the need for updating the statutes and convention in every programming period.
- Reference to Convention and Statutes is added everywhere as the texts so far only refer to the sole Convention or Statutes in order to ensure conformity.
- Modification of article 3:

Current version: Any changes of address within Luxembourg will be published in the Official Journal and will be notified to all authorities involved in the registration of the EGTC. Such a change of address is not considered as necessary amendments to these statutes.

Proposal to change to: *The address can be transferred to any other location in Luxembourg. Any changes of address will be notified to all representatives of the members of the EGTC as well as to the representatives of the members of the Monitoring Committee in charge of the ESPON Programmes. Such a change of address does not require the amendments to the Convention or the Statutes of the ESPON EGTC.*

The purpose of the proposed change is to avoid the need for an official publication in the OJEU and limit the communication of the change of address to the representatives of the members of the EGTC as well as to the representatives of the members of the Monitoring Committee.

- Article 14.1: this change has already been approved at the 12th Assembly on 26th of October 2020, in order to comply the employment of the Director with the Luxembourg national labour law.
- Articles 13.5, 16.3. and 16.4 of the Convention will be adapted to the changes that were already implemented in the Statutes regarding these articles, in order to ensure that both texts are fully in conformity with each other.
- Deletion of article 21 of the Statutes: 'In case of amendment of the Statutes the Convention will be simultaneously amended'. This automatism is not possible in legal terms as by definition the Convention is superior to the Statutes. In that view the Convention cannot automatically be amended through a change of the Statutes. (this point was raised by the State Council of Luxembourg in its opinion). Thus, any modification procedure should always include the Convention and the Statutes since the texts are supposed to be identical in order to avoid any incompatibilities.
- Minor proposals for editing are also included, which do not touch the substance of the documents.

In order to provide you with a complete overview of the changes proposed, please find attached the two versions of both, the Convention and Statutes, one version showing the tracked changes of the modification of both documents and one clean final version showing the version which would be published if approved by the respective national notification authorities.

The procedure for amending the Statutes and the Convention is described in article 9 of the Statutes and the Convention as follows:

#### ARTICLE 9 – PROCEDURES FOR AMENDING THE CONVENTION AND THE STATUTES

A proposal for amendment should be submitted by a member to the Assembly for decision via the Chair of the Assembly according to the standard procedure. Amendments to the Convention and the Statutes require the approval of all members of the ESPON EGTC.

Each member informs its national notification authority of the purpose of the amendment and provides it with a copy of the proposed amendment. The member informs Luxembourg as seat of the EGTC when the amendment procedure according to national law has been completed.

Each amendment must be carried out and published in accordance with Articles 4 and 5 of the Regulation (EC) EGTC.

To sum up, we have to take the following steps:

- 1) The ESPON EGTC, after closure of the written procedure, sends to the ESPON EGTC Assembly members a communication with the relevant information to be provided to the national authorities (present letter).

- 2) You as member shall notify the proposed amendments to your national notification authorities for approval.
- 3) You as member shall inform either the ESPON EGTC or Luxembourg directly of the approval or reply of the competent authority according to your national legislations.
- 4) The amendment will be registered/published in Luxembourg, in accordance with the national law.
- 5) The ESPON EGTC will notify the Committee of the Regions and will send a request to the Office for Official Publications of the European Communities for publication of a notice in the Official Journal of the European Union.

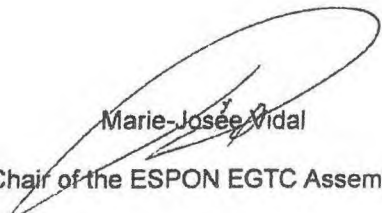
Through the present letter I am initiating the first step and I would like to kindly ask you now to initiate the abovementioned second step and formally notify your intention to modify the Convention and the Statutes of the ESPON EGTC to your national notification authority in EGTC matters according to article 4, paragraph 2, point a) of amended Regulation (CE) n°1082/2006 relative to the EGTC's and provide it with a copy of the modified Convention and Statutes as attached in the present letter.

According to article 4, paragraph 3 of the aforementioned Regulation (CE) n°1082/2006, the duly notified Member States shall either provide their approval to the proposed modifications within six months of the notification, or provide the motives for non-approval of the proposed modification according to article 4, paragraph 3 points a), b), or c), and if applicable propose amendments to be undertaken to the proposed modifications. If the notified Member States do not raise any objections within the abovementioned period, the proposed modifications of the Convention and the Statutes are deemed approved.

Please also provide me with a copy of your formal notification to your national notification authority, as well as of any approval or reply you might receive. Furthermore, please also inform me in case you did not receive any reply within the abovementioned period of six months.

Thank you in advance for your support. I remain at your disposal for any question you may have.

Kind regards,

  
Marie-Josée Vidal  
Chair of the ESPON EGTC Assembly

ESPON EGTC - 4, rue Erasme LU-1468 Luxembourg

Public Service of Wallonia, General Directorate for Spatial Planning, Housing, Heritage and Energy  
Direction fonctionnelle et d'appui | Management & Support  
Service de coordination des projets européens de coopération |  
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[herve.delhaye@spw.wallonie.be](mailto:herve.delhaye@spw.wallonie.be)

Luxembourg, 8th September 2021

**Subject : Modification of the ESPON EGTC Convention and Statutes**

Dear Mr. Guillot-Pingue,

As agreed during the 13<sup>th</sup> Assembly meeting on 7<sup>th</sup> of July 2021, the ESPON EGTC Convention and Statutes shall be changed as presented to you during the meeting, namely:

- Following their final approval on June 30, 2021, the new Regulation (EU) 2021/1060 as well as other related new regulations relevant for ESPON will be added to the current regulations mentioned in the Convention and Statutes. (NB: the new regulations are retroactively in force from 1<sup>st</sup> January 2021).
- After every reference to the ESPON 2020 Cooperation Programme, the following will be added: 'and subsequent ESPON programmes' in order to avoid the need for updating the statutes and convention in every programming period.
- Reference to Convention and Statutes is added everywhere as the texts so far only refer to the sole Convention or Statutes in order to ensure conformity.
- Modification of article 3:

Current version: Any changes of address within Luxembourg will be published in the Official Journal and will be notified to all authorities involved in the registration of the EGTC. Such a change of address is not considered as necessary amendments to these statutes.

Proposal to change to: *The address can be transferred to any other location in Luxembourg. Any changes of address will be notified to all representatives of the members*



*of the EGTC as well as to the representatives of the members of the Monitoring Committee in charge of the ESPON Programmes. Such a change of address does not require the amendments to the Convention or the Statutes of the ESPON EGTC.*

The purpose of the proposed change is to avoid the need for an official publication in the OJEU and limit the communication of the change of address to the representatives of the members of the EGTC as well as to the representatives of the members of the Monitoring Committee.

- Article 14.1: this change has already been approved at the 12th Assembly on 26th of October 2020, in order to comply the employment of the Director with the Luxembourg national labour law.
- Articles 13.5, 16.3. and 16.4 of the Convention will be adapted to the changes that were already implemented in the Statutes regarding these articles, in order to ensure that both texts are fully in conformity with each other.
- Deletion of article 21 of the Statutes: 'In case of amendment of the Statutes the Convention will be simultaneously amended'. This automatism is not possible in legal terms as by definition the Convention is superior to the Statutes. In that view the Convention cannot automatically be amended through a change of the Statutes. (this point was raised by the State Council of Luxembourg in its opinion). Thus, any modification procedure should always include the Convention and the Statutes since the texts are supposed to be identical in order to avoid any incompatibilities.
- Minor proposals for editing are also included, which do not touch the substance of the documents.

In order to provide you with a complete overview of the changes proposed, please find attached the two versions of both, the Convention and Statutes, one version showing the tracked changes of the modification of both documents and one clean final version showing the version which would be published if approved by the respective national notification authorities.

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#### **ARTICLE 9 – PROCEDURES FOR AMENDING THE CONVENTION AND THE STATUTES**

A proposal for amendment should be submitted by a member to the Assembly for decision via the Chair of the Assembly according to the standard procedure. Amendments to the Convention and the Statutes require the approval of all members of the ESPON EGTC.

Each member informs its national notification authority of the purpose of the amendment and provides it with a copy of the proposed amendment. The member informs Luxembourg as seat of the EGTC when the amendment procedure according to national law has been completed.

Each amendment must be carried out and published in accordance with Articles 4 and 5 of the Regulation (EC) EGTC.

To sum up, we have to take the following steps:

- 1) The ESPON EGTC, after closure of the written procedure, sends to the ESPON EGTC Assembly members a communication with the relevant information to be provided to the national authorities (present letter).
- 2) You as member shall notify the proposed amendments to your national notification authorities for approval.
- 3) You as member shall inform either the ESPON EGTC or Luxembourg directly of the approval or reply of the competent authority according to your national legislations.
- 4) The amendment will be registered/published in Luxembourg, in accordance with the national law.
- 5) The ESPON EGTC will notify the Committee of the Regions and will send a request to the Office for Official Publications of the European Communities for publication of a notice in the Official Journal of the European Union.

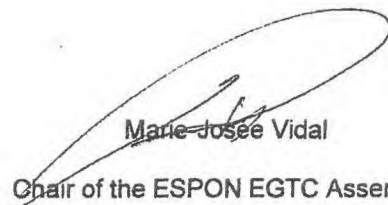
Through the present letter I am initiating the first step and I would like to kindly ask you now to initiate the abovementioned second step and formally notify your intention to modify the Convention and the Statutes of the ESPON EGTC to your national notification authority in EGTC matters according to article 4, paragraph 2, point a) of amended Regulation (CE) n°1082/2006 relative to the EGTC's and provide it with a copy of the modified Convention and Statutes as attached in the present letter.

According to article 4, paragraph 3 of the aforementioned Regulation (CE) n°1082/2006, the duly notified Member States shall either provide their approval to the proposed modifications within six months of the notification, or provide the motives for non-approval of the proposed modification according to article 4, paragraph 3 points a), b), or c), and if applicable propose amendments to be undertaken to the proposed modifications. If the notified Member States do not raise any objections within the abovementioned period, the proposed modifications of the Convention and the Statutes are deemed approved.

Please also provide me with a copy of your formal notification to your national notification authority, as well as of any approval or reply you might receive. Furthermore, please also inform me in case you did not receive any reply within the abovementioned period of six months.

Thank you in advance for your support. I remain at your disposal for any question you may have.

Kind regards,

  
Marie-Josée Vidal  
Chair of the ESPON EGTC Assembly



Bruxelles, vendredi 24 décembre 2021

**GOUVERNEMENT DE LA RÉGION DE BRUXELLES CAPITALE  
NOTIFICATION DE LA RÉUNION DU CONSEIL DES MINISTRES  
DU JEUDI 23 DÉCEMBRE 2021**

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**POINT 14**

**Approbation des modifications des statuts et de la convention du Groupement Européen de Coopération Territoriale (GECT) du programme européen European Spatial Planning Observation Network (ESPON)- report du 16/12/2021 (GRBC-RV-69.75266)**

**Décision:**

Accord.

Le Gouvernement de la Région de Bruxelles-Capitale :

- Approuve les modifications des statuts et de la Convention du GECT d'ESPON telles que convenues à la 13ème Assemblée Générale du GECT ;
- Approuve la participation de la Région de Bruxelles-capitale à l'assemblée du GETC d'ESPON pour la nouvelle période de programmation 2021-2027 et charge le e Bureau bruxellois de la planification (perspective.brussels) d'y représenter la région bruxelloise ;
- Charge le Ministre-Président en charge du Développement territorial et de la Rénovation urbaine d'exécuter et d'assurer le suivi de la présente décision.

La présente décision est de notification immédiate.

Le Secrétaire,

Eric MERCENIER

**Eric Mercenier  
(Signature)**

Digitally signed by  
Eric Mercenier  
December 24, 2021 6:09  
PM  
Read and approved

**Ministry of Energy and Spatial Planning**  
**Departement of Spatial Planning**  
**ESPON Managing Authority**  
Ms. Marie-Josée VIDAL  
**L-2946 LUXEMBOURG**  
**LUXEMBOURG**

**Objet : ESPON 2030**  
Approval of the amendments to the ESPON EGTC Convention and Statutes

Dear Madam,

Belgium – Region of Wallonia agrees formally to the changes of the Convention and Statutes of the ESPON EGTC presented during the 13<sup>th</sup> Assembly of the EGTC Assembly on 07 July 2021.

Yours sincerely,

Po  
Sébastien Fontaine  
Directeur FF DFA

La Directrice Générale,



Ir. Annick FOURMEAUX



**CONTACT**

Département de l'Aménagement du territoire et de l'Urbanisme  
Direction du Développement territorial  
Rue des Brigades d'Irlande 1  
B - 5100 NAMUR  
Tél. : 081/33.21.11

**GESTIONNAIRE**

Alain GUILLOT-PINGUE

[alain.guillotpingue@spw.wallonie.be](mailto:alain.guillotpingue@spw.wallonie.be)

**REFERENCES**

Vos réf. :

Nos réf. :

Paraphe  
Directeur

Paraphe  
Inspecteur général

Paraphe  
Directrice générale



**Projet d'arrêté grand-ducal approuvant la convention modifiée et les statuts modifiés du Groupement européen de coopération territoriale (GECT) « ESPON »**

Nous Henri, Grand-Duc de Luxembourg, Duc de Nassau,

Vu le règlement (CE) n°1082/2006 du Parlement européen et du Conseil du 5 juillet 2006 relatif à un groupement européen de coopération (GECT) tel qu'il a été modifié ;

Vu la loi du 19 mai 2009 portant diverses mesures d'application du règlement (CE) n° 1082/2006 du Parlement européen et du Conseil du 5 juillet 2006 relatif à un groupement européen de coopération (GECT) ;

Vu l'arrêté grand-ducal du 9 janvier 2015 autorisant la création du Groupement européen de coopération territoriale (GECT) « ESPON » ;

Vu l'arrêté grand-ducal du 17 mars 2021 approuvant la convention modifiée et les statuts modifiés du Groupement européen de coopération territoriale (GECT) « ESPON » ;

Vu la convention modifiée et les statuts modifiés approuvés par les membres du GECT « ESPON » lors des délibérations de la 13<sup>e</sup> assemblée générale du 7 juillet 2021 du GECT « ESPON » ;

Vu la notification de la convention modifiée et des statuts modifiés du GECT « ESPON » au ministre ayant l'Aménagement du territoire dans ses attributions en date du ainsi qu'aux autres membres du GECT « ESPON » en date du 16 septembre 2021 ;

Vu les vérifications des exigences prévues aux articles 4, paragraphe 3, et 13 du règlement (CE) n° 1082/2006 précité conformément à l'article 5 de la loi précitée du 19 mai 2009;

Notre Conseil d'État entendu ;

Sur le rapport de Notre Ministre de l'Aménagement du territoire et après délibération du Gouvernement en conseil ;

**Arrêtons :**

**Art.1<sup>er</sup>** Sont approuvés la convention modifiée et les statuts modifiés du Groupement européen de coopération territoriale (GECT) « ESPON » annexés au présent arrêté.

**Art.2.-** Notre Ministre ayant l'aménagement du territoire dans ses attributions est chargé de l'exécution du présent arrêté qui sera publié au Journal officiel du Grand-Duché de Luxembourg.

*Le Ministre de l'Aménagement du territoire,*

**Claude Turmes**



## Annexe

### Convention of the European Grouping of Territorial Cooperation - ESPON EGTC –

Based on Article 9 of Regulation (EC) No 1082/2006 of the European Parliament and the Council of 5 July 2006 on a European Grouping of Territorial Cooperation (EGTC) as amended,

#### *Preamble*

Considering

1. REGULATION OF THE EUROPEAN PARLIAMENT AND OF THE COUNCIL (EC) n° 1082/2006 on the European Grouping for Territorial Cooperation as amended by Regulation (EU) n° 1302/2013 (hereinafter referred as Regulation (EC) – EGTC),
2. The legal base for the EGTC in Luxembourg, the Loi du 19 mai 2009 portant diverses mesures d'application du règlement (CE) n° 1082/2006 du Parlement européen et du Conseil du 5 juillet 2006 relatif à un groupement européen de coopération territoriale (GECT),
3. The following REGULATIONS OF THE EUROPEAN PARLIAMENT AND OF THE COUNCIL applicable to the ESPON 2020 Programme approved by the European Commission and financed within the frame of its corresponding European Structural and Investments Funds funding period:
  - (EU) No 1301/2013 of 17 December 2013 on specific provisions concerning the European Regional Development Fund and the Investment for growth and jobs goal on the European Regional Development Fund and repealing Regulation (EC) No 1080/2006 (hereinafter referred as Regulation (EU) – ERDF),
  - (EU) No 1303/2013 of 17 December 2013 laying down common provisions on the European Regional Development Fund, the European Social Fund, the Cohesion Fund, the European Agricultural Fund for Rural Development and the European Maritime and Fisheries Fund covered by the Common Strategic Framework and laying down general provisions on the European Regional Development Fund, the European Social Fund and the Cohesion Fund and repealing Regulation (EC) No 1083/2006 (hereinafter referred as Regulation (EU) – CPR (“Common Provision Regulation”)),
  - (EU) No 1299/2013 of 17 December 2013 on specific provisions for the support from the European Regional Development Fund to the European territorial cooperation goal (hereinafter referred as Regulation (EU) – ETC),
4. The following REGULATIONS OF THE EUROPEAN PARLIAMENT AND OF THE COUNCIL applicable to the ESPON 2030 Programme or any subsequent ESPON Programmes approved by the European Commission and financed within the frame of their corresponding European Structural and Investments Funds funding period in accordance to these same regulations:
  - Regulation (EU) 2021/1058 of the European Parliament and of the Council of 24 June 2021 on the European Regional Development Fund and on the Cohesion Fund.
  - Regulation (EU) 2021/1059 of the European Parliament and of the Council of 24 June 2021 on specific provisions for the European territorial cooperation goal (interreg) supported by the European Regional Development Fund and external financing instruments.
  - Regulation (EU) 2021/1060 of the European Parliament and of the Council of 24 June 2021 laying down common provisions on the European Regional Development Fund, the European Social Fund Plus, the Cohesion Fund, the Just Transition Fund and the European Maritime, Fisheries and Aquaculture Fund and financial rules for those and for the Asylum, Migration and Integration Fund, the Internal Security Fund and the Instrument for Financial Support for Border Management and Visa Policy.
5. Any subsequent REGULATIONS OF THE EUROPEAN PARLIAMENT AND OF THE COUNCIL (EU) replacing the aforementioned Regulations under considerant 4 and applicable to any subsequent ESPON Programmes approved by the European Commission within the frame of its corresponding European Structural and Investment Funds funding periods,

Considering further that

- The ESPON EGTC is established as the legal body to support the territorial observation for evidence based and informed policy making by undertaking the role of the Single Beneficiary, and if applicable any other role, of the ESPON 2020 Cooperation Programme and subsequent ESPON Programmes receiving a grant agreement by the Managing Authority;
- The ESPON EGTC is set up to submit a proposal to carry through the activities financed under the aforementioned grant agreement in the framework of the ESPON 2020 Cooperation Programme and subsequent ESPON Programmes and related activities, and that after the formal closure of these ESPON Programmes, the ESPON EGTC will be closed unless the countries participating in these ESPON Programmes, together with the countries represented in the assembly decide differently and indicate any other programmes or sources for financing the ESPON EGTC. Any closure of the EGTC before the ending of the activities regarding the ESPON 2020, and subsequent ESPON Programmes shall be consulted with the countries represented in each of the respective programming periods;
- The ESPON EGTC is established in the view that the States being members and partners of the ESPON 2020 Cooperation Programme and subsequent ESPON Programmes, will offer the opportunity of attributing one or more successive grant agreements to the ESPON EGTC undertaking the role of the beneficiary in the sense of Art. 12.2 and 3 of Regulation (EU) – ETC of ESPON 2020 Cooperation Programme or any corresponding dispositions of the (EU) Regulations as set out in point 4 here above, according to the granting procedures indicated in the respective ESPON Programmes;
- The ESPON EGTC is established on the assumption that the authorities making the financial means available to carry out the ESPON EGTC activities are disposing of the appropriate rights for monitoring these activities in full transparency and in line with the relevant EU and national regulations. The Grant Agreement, which shall be offered by the ESPON 2020 Cooperation Programme and subsequent ESPON Programmes, will provide the rules ensuring the appropriate monitoring of the activities of the ESPON EGTC by the Monitoring Committee of the respective ESPON Programme;
- The activities of ESPON EGTC require the acquisition of external finance support. Receiving a grant agreement by the Managing Authority of the ESPON 2020 Cooperation Programme, and subsequent ESPON Programmes, will be the main source for financing the activities of the ESPON EGTC; if the necessity or opportunity may arise to conclude any other contract or grant agreement outside the framework of the ESPON 2020 Cooperation Programme and subsequent ESPON Programmes, the countries participating in the ESPON Monitoring Committee should be addressed for consultation and agreement prior to the conclusion of such a contract;
- The EGTC is established in order to undertake the role of the Single Beneficiary of the ESPON 2020 Cooperation Programme and subsequent ESPON Programmes. Two representatives of the countries financing the ESPON 2020 Cooperation Programme and subsequent ESPON Programmes shall be present in the selection board of the director as external members;
- A first opening for changing the membership will be after three years. An increased membership in the Assembly will be considered only if crucial deficiencies arise in the existing set-up for the functioning of the EGTC with regard to the implementation of the Grant Agreement identified in the course of an evaluation;
- The Agreement between the Managing Authority and the participating Member States and Partner States on the ESPON 2020 Cooperation Programme and subsequent ESPON Programmes shall include a shared liability with regards to those activities carried out by the ESPON EGTC, which shall be offered by the grant agreement(s) between the Managing Authority and the EGTC as beneficiary. The ESPON EGTC should be set up in a way ensuring comprehensive transparency regarding the activities financed under the ESPON 2020 Cooperation Programme and subsequent ESPON Programmes and allow appropriate monitoring by the countries represented in the ESPON 2020 Cooperation Programme and subsequent ESPON Programmes. The set-up shall not infringe upon the separation of functions as defined by the Structural Funds regulation;

the Convention and the Statutes of the ESPON EGTC – European Node for Territorial Evidence shall be defined as follows.

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### I. GENERAL PROVISIONS

#### **ARTICLE 1 – NAME**

The name of the EGTC is ‘**ESPON EGTC - European Node for Territorial Evidence**’ (hereafter referred to as the ‘ESPON EGTC’).

The ESPON EGTC is ruled by (a) the Convention and Statutes of the ESPON EGTC, (b) the applicable European regulations and (c) the applicable national legislation of the seat of the EGTC.

## **ARTICLE 2 – MEMBERS**

The ESPON EGTC's members are the relevant public authorities in the following countries/regions:

The Region of Brussels Capital,

The Region of Flanders,

The Region of Wallonia and

The Grand Duchy of Luxembourg.

The address details of the relevant authorities are listed in the annex.

## **ARTICLE 3 – REGISTERED OFFICE**

The registered office of the ESPON EGTC is:

*11, Avenue John F. Kennedy*

*L-1855 Luxembourg - Kirchberg*

*Grand Duchy of Luxembourg*

The address can be transferred to any other location in Luxembourg. Any changes of address will be notified to all representatives of the members of the EGTC as well as to the representatives of the members of the Monitoring Committee in charge of the ESPON Programmes. Such a change of address does not require an amendment of the Convention or the Statutes of the ESPON EGTC.

## **ARTICLE 4 – AREA OF INTERVENTION**

The territory, in which the ESPON EGTC will carry out the activities such as mentioned in the ESPON 2020 Cooperation Programme and subsequent ESPON Programmes, covers all European Union Member States, Partner States that are members of or are formally associated by agreement with the Managing Authority to the ESPON 2020 Cooperation Programme and subsequent ESPON Programmes and European Structural and Investment Funds Programmes financed under the objective of European Territorial Cooperation.

Observatory activities may cover EU candidate countries, may go beyond Europe such as to neighbouring countries or may address the perspective of Europe in the world.

## **ARTICLE 5 – OBJECTIVES AND TASKS**

### 5.1 Main objective

The main objective of the ESPON EGTC is the implementation of one or several operations in the framework of ESPON 2020 Cooperation Programme and subsequent ESPON Programmes. The activities of ESPON EGTC shall continue the consolidation of a European Territorial Observatory Network and grow the provision and policy use of pan-European, comparable, systematic and reliable territorial evidence.

### 5.2 Operational objectives

The operational objective is to ensure optimal conditions for undertaking the implementation and execution of activities related to the ESPON 2020 Cooperation Programme and subsequent ESPON Programmes.

In the meaning of the ESI Funds, the ESPON EGTC will act as beneficiary for the implementation period of the ESPON 2020 Cooperation Programme and subsequent ESPON Programmes.

Other activities thematically related to the ESPON 2020 Cooperation Programme and subsequent ESPON Programmes may only be covered without jeopardising the activities regarding the ESPON 2020 Cooperation Programme and subsequent ESPON Programmes.

### 5.3 Tasks

The tasks of the ESPON EGTC include:

- Tendering, contracting, financing and guiding applied research projects;



- Tendering, contracting, financing and guiding targeted analyses in cooperation with stakeholders;
- Developing tools and indicators in support of territorial analyses;
- Collecting, building and providing territorial indicators and comparable, pan-European data in the ESPON Data base;
- Promoting the use of ESPON results by policy makers from European to local level, making them easily available and accessible;
- Conducting territorial analyses on themes of urgent policy demand;
- Capitalising on ESPON by linking-up ESPON results in the context of political demands using all kind of media;
- Conducting and carrying out the oral, printed-based and online communication of ESPON results;
- Cooperating with relevant scientific organisations in stimulating a European research community in European territorial science;
- Acting as cooperation and coordination node of ESPON Contact Points.

The list of tasks is not conclusive and may be complemented by any tasks relevant for achieving the objectives set out under the first two sections of this Article.

## **II. MEMBERSHIP, DURATION AND LAW**

### **ARTICLE 6 – MEMBERSHIP PROCEDURES**

#### 6.1 Integration of new members

Only European countries or Regions directly participating in the ESPON 2020 Cooperation Programme and subsequent ESPON Programmes may become members of the ESPON EGTC.

An opportunity for the integration of new members going beyond the members mentioned in Art.2 will arise after the first three years of the ESPON EGTC at the earliest, if decided by the Assembly.

The Assembly may decide to integrate new members at the latest by 30th June of every year with membership beginning in the following financial year.

#### 6.2 Resignation of a member

A resignation is only admitted at the end of the ESI Fund programming period after the closure of the ESPON Programme by the Commission or the period of the funding by other sources. Members wishing to resign from the ESPON EGTC must notify the Assembly by means of an official letter with acknowledgement of receipt at least one year in advance before the last financial year of the membership will end.

A member that has resigned remains liable to the ESPON EGTC and third parties in the limits defined for the ESPON EGTC in Art. 19 and until the final closure of the contracts concluded during the time of the membership and pending the closure of any related legal proceedings related to these contracts.

#### 6.3 Exclusion of members

If a member no longer fulfils its obligations with regards to the Statutes, although the member was requested twice in formal terms by the Assembly, the Assembly can decide, upon the proposal of one member to exclude that specific member from the ESPON EGTC. During the exclusion process, the member to be excluded does not have the right to vote any longer. The excluded member remains liable to third parties for the ESPON EGTC's activities until the final closure of the contracts concluded during the time of the membership.

#### 6.4 Change of Membership and notification

The change of the membership within the Group defined in Art. 2 requires the revision of the Convention and the Statutes. The procedures defined in Art. 9 shall be applied.



## **ARTICLE 7 – ESTABLISHMENT, DURATION OF THE ESPON EGTC AND CONDITIONS FOR DISSOLUTION**

### 7.1 Establishment and duration of the ESPON EGTC

The ESPON EGTC acquires its legal personality on the day of the publication in the Official Journal of the Grand-Duchy of Luxembourg of the establishment decree which in Luxembourg is the Arrêté Grand-Ducal. The decree may specify the date when the ESPON EGTC will become operational in legal terms. In accordance with Article 5 of the Regulation (EC) EGTC, the Member States and the Committee of the Regions will be notified by the Members of the EGTC and the procedure of publication of the establishment of the ESPON EGTC in the Official Journal will be initiated.

The ESPON EGTC will exist for the duration of one or several grant agreements received in the framework of the ESPON 2020 Cooperation Programme and subsequent ESPON Programmes. It ends without formal decision on the day that the European Commission declares the official closure of the ESPON 2020 Cooperation Programme and subsequent ESPON Programmes with the disbursement of the remaining part of the subsidy of the ERDF, as well as by the end of any potential legal proceedings.

In case the countries and the European Commission having participated in the ESPON 2020 Cooperation Programme and subsequent ESPON Programmes' Monitoring Committee wish to allocate other tasks and financial sources to the ESPON EGTC after the closure of the ESPON 2020 Cooperation Programme and subsequent ESPON Programmes the ESPON EGTC by its conventional and statutory organs may decide to prolong the existence of the ESPON EGTC accordingly until the termination of any subsequent European or national financial source defined by its official closure date, by the disbursement of the remaining part of the subsidy or payment and by the end of any potential legal proceedings.

### 7.2 Conditions for dissolving the ESPON EGTC

The ESPON EGTC will be dissolved if it is made up of members from only one Member State, in accordance with Article 3 of Regulation (EC) EGTC.

The ESPON EGTC shall be dissolved by the Assembly if a unanimous decision to this effect is made by all its members. The dissolution of the ESPON EGTC will take effect three months after the decision has been taken by the Assembly to dissolve the ESPON EGTC. Before the ESPON EGTC can be dissolved, all outstanding contributions and financial commitments to external parties need to be fulfilled. Luxembourg as seat of the ESPON EGTC is responsible for coordinating the dissolution process, and will notify the competent authorities according to Article 5 of Regulation (EC) EGTC.

The remaining budgets will be redistributed according to the sources of finance indicated in Art. 17 of the present Convention. Unused budgetary resources provided for specific purposes according to Art. 17.3. will be transferred back to the source of finance. Budgetary resources remaining with regards to the internal functioning according to Art. 17.2. will be transferred back to the members of the ESPON EGTC based on the key related to the factual share of their contributions.

All back transfers are executed on condition that all external debtors have been paid. Luxembourg as seat of the EGTC will appoint a liquidator, subject to conditions agreed upon in the Assembly.

All assets such as the website and databases or property rights deriving from the financing by the European Structural and Investment Funds under the ESPON 2020 Cooperation Programme and subsequent ESPON Programmes will be transferred to the Managing Authority of the ESPON 2020 Cooperation Programme and subsequent ESPON Programmes unless any other solution is agreed upon by the bearers of the financial source assets.

Assets deriving from other financial sources will be transferred to Luxembourg as the seat of the EGTC until another solution is found with the bearers of the financial source. Assets subject to shared ownership, such as the database, are kept available (not functional) on demand of the Member and Partner states of the ESPON 2020 Cooperation Programme and subsequent ESPON Programmes or their institutions, which are partners of the shared ownership. In case of such a demand the demanding State or institutions has to cover the costs for keeping the service regarding those assets available.

All assets on which no agreement is found for the further use will be stored at the seat of the ESPON 2020 Cooperation Programme and subsequent ESPON Programmes Managing Authority, respectively the country of the seat of the EGTC for a maximum duration of 5 years. 5 years after the closure of the EGTC claims on assets by the financing source will not be possible anymore and the assets will become part of the property of the country of the seat of the ESPON EGTC.

#### **ARTICLE 8 – APPLICABLE LAW**

Members will comply with the Regulation (EC) No 1082/2006 of the European Parliament and the Council of 5 July 2006 on a European Grouping of Territorial Cooperation (EGTC) as amended, the convention and statutes governing the ESPON EGTC, and the national legal provisions of Luxembourg. The interpretation and enforcement of the Convention and the Statutes is subject to Luxembourgish law. The ESPON EGTC operates under public law, as a not-for-profit legal entity.

Furthermore, Luxembourgish law is applicable to all administrative procedures, accounting and budgetary rules, and staff contracts.

Luxembourgish law does not apply to internal arrangements of the members constituting the ESPON EGTC.

#### **ARTICLE 9 – PROCEDURES FOR AMENDING THE CONVENTION AND THE STATUTES**

A proposal for amendment should be submitted by a member to the Assembly for decision via the Chair of the Assembly according to the standard procedure. Amendments to the Convention and the Statutes require the approval of all members of the ESPON EGTC.

Each member informs its national notification authority of the purpose of the amendment and provides it with a copy of the proposed amendment. The member informs Luxembourg as seat of the EGTC when the amendment procedure according to national law has been completed.

Each amendment must be carried out and published in accordance with Articles 4 and 5 of the Regulation (EC) EGTC. The ESPON EGTC will notify the Committee of the Regions and send a request to the Office for Official Publications of the European Communities for publication of a notice in the Official Journal of the European Union announcing details of the amendment of the ESPON EGTC, with details of its name, objectives, members and registered office.

#### **ARTICLE 10 – WORKING LANGUAGE**

The official language of the ESPON EGTC is English; all official documents and events are in English language.

### **III. ORGANS**

#### **ARTICLE 11 – THE OFFICIAL SEAT AND ITS RESPONSIBILITIES**

The Grand Duchy of Luxembourg as official seat of the EGTC is not a designated organ, but has the following specific responsibilities:

- Managing the acquisition of legal personality and publication in the Official Journal as set out in Article 5 of the Regulation;
- Following the notification process in the event of the amendment of the ESPON EGTC convention and/or statutes or its dissolution.

#### **ARTICLE 12 – THE ORGANISATION OF THE EGTC**

The organs of the EGTC are:

- The Assembly;
- The Director;
- The Consultative Committee.

## **ARTICLE 13 – THE ASSEMBLY**

### 13.1 Composition

The members of the Assembly are the representatives of the members of the ESPON EGTC. Members are represented in the Assembly by one delegate and one deputy-delegate.

The principle for the allocation of votes is to allocate the same number of votes on both sides, Luxembourg and the Belgian regions. The representatives of Belgium shall dispose of three votes in total, one vote per Belgian region and the representative of Luxembourg shall dispose of three votes in total.

In case the number of votes would be reduced at the side of the Belgian Regions due to an exclusion procedure or the exit of one member, the number of votes at the side of Luxembourg would be adapted accordingly: In case two Belgian regions can vote Luxembourg would obtain two votes. In case one Belgian region can vote Luxembourg would obtain one vote. With reference to Art. 7.2 an exit of either the last Belgian Region or Luxembourg would lead to the dissolution of the EGTC. Members may invite experts or legal representatives as observers who do not have the right to vote.

The Assembly meets at least twice a year. Meetings of the Assembly are taking place in the countries represented in the Assembly.

### 13.2 Chair and Vice chair

Luxembourg will act as Chair of the Assembly. The Vice-Chair is annually alternating between the Members of the EGTC except Luxembourg in English alphabetical order.

The Chair is responsible for:

- Preparing the agenda of Assembly meetings on the base of a proposal of the Director;
- Liaising with ESPON EGTC members and the Director on issues in preparation for the Assembly meeting;
- Proposing to the Assembly the internal annual work plan of the ESPON EGTC for an efficient and effective management of the work contracted on the base of the proposal of the director.

The Chair represents the ESPON EGTC as legal representative.

### 13.3 Main responsibilities

The Assembly is the decision-making body of the ESPON EGTC. The main responsibilities of the Assembly are: – Amending the convention and statutes;

- Dissolving the ESPON EGTC;
- Approving the integration of new ESPON EGTC members;
- Approving the exclusion of a ESPON EGTC member state if obligations are no longer fulfilled;
- Confirming the Assembly Chair and Vice Chair on an annual basis;
- Adopting and monitoring the annual budget in accordance with Article 11 of the Regulation;
- Approving the internal annual work plan prepared by the director;
- Approving a financial control system regarding liabilities taken by the EGTC;
- Approving annual reports on the activities;
- Approval of all contracts where the EGTC acts as contractor offering services;
- Approval of all contracts where the EGTC is receiving a grant;
- Approving major amendments of the general organisation, financial control system, and staff matters of the ESPON EGTC proposed by the Director;
- Appointing a Consultative Committee if considered necessary;
- Appointing an external auditor, with due regard to Luxembourgish auditing and budgetary rules;
- Appointing and dismissal of the Director;
- Co-deciding on the selection and appointment of the staff with management responsibilities according to Art. 16.2.



- If necessary vetoing on the appointment of the other level staff according to Art. 16.3.
- Establishment of internal rules of procedures.

#### 13.4 Decision-making procedures

Decision-making procedures are aimed at reaching consensus by unanimity, but do not rule out voting on the basis of a simple majority if a consensus could not be reached after two rounds of voting, either in presence or in written procedure according to the definition of votes according to Art. 13.1.

If the presence does not reach two-thirds of the Assembly (representatives holding four out of six votes, or three out of four votes, or two out of the two votes mentioned in article 13.1) , the Assembly meeting will be postponed. The next Assembly meeting will decide on the matter by simple majority of the votes, whoever is present. Alternatively, a written procedure can be carried out deciding by a simple majority.

In the event of an irreconcilable difference of opinion, the Chair of the Assembly may request the Director to prepare an alternative proposal, to be submitted to the Assembly for further decision-making. The Director will prepare this proposal within one month. An additional Assembly meeting will be convened or a written procedure will be carried out at least 10 working days but no later than one month after the alternative proposal has been circulated by the Director.

For any kind of decision necessary in-between the two meetings per year, the general Assembly decision-making processes may include a procedure whereby all members officially state in writing whether they agree to a proposal (written procedure). This procedure, which is prepared by the Director, is carried out as follows:

- A proposal consisting out of an explanatory memo and a clearly formulated decision is sent to all Assembly members by email;
- Assembly members inform the Director within 10 working days of their position;
- The Director gathers all responses and informs the Chair of the outcome of the procedure; – The same majority rules apply as for the Assembly meetings.

The Chair will decide in consultation with the Director, whether it is necessary to convene an additional Assembly meeting. If so, it will be held within 20 working days. Members should be informed of the result of the consultation.

The presence or mandating of all members of the Assembly at an Assembly meeting is required in order to make the following strategic decisions:

- Decisions regarding the amendment of the convention and statutes;
- Decisions regarding the dissolution of the ESPON EGTC;
- Decisions on the integration or exclusion of an ESPON EGTC member; – Decisions on members' contributions.

#### 13.5 Meetings, written procedures and mandating

Meetings in addition to the two statutory meetings per year may be organised. Written invitations to Assembly meetings, including the agenda, are sent ten working days in advance by the Chair. Working documents on which a decision is required are normally sent ten working days and at least five working days before the Assembly meeting.

Internal rules for written procedures shall be established by the Assembly. Written procedures require a response within ten working days. In case of expressed urgency a minimum of five working days should be respected. Urgency is said to exist in the case of recruitment issues according Art. 16.3. The rule of silent consent shall be applied in all cases where this is explicitly announced in the written procedure.

The Director is responsible for conveying the minutes of meetings to all Assembly members for validation and approval. The Director must do so no later than two weeks after the Assembly meeting.

The meeting minutes as well as the results of the written procedures are made available to the Consultative Committee.

Exceptionally, representatives of the Assembly can mandate other independent natural persons working in the same institution and with the legal capacity to act on behalf of the administration to participate and to vote on their behalf during the ESPON EGTC Assembly meetings.

Representatives of the Assembly can mandate other representatives to vote on their behalf. A mandate requires written consent. The Chair has to receive a copy of the mandate before the concerned Assembly meeting. The mandated representative shall bring a copy of the mandate to the concerned Assembly meeting. A limitation of the accumulation of mandates does not exist.

## **ARTICLE 14 – THE DIRECTOR**

### **14.1 Definition**

According to Article 10 of the Regulation as amended, the EGTC has a Director. The Director represents the ESPON EGTC within his responsibilities. The Director is appointed for an indefinite period of time (CDI) with a twelve month trial period. The Director is the head of the ESPON EGTC staff and is responsible for the day-to-day management of the EGTC. Every two years the management of the ESPON EGTC will be evaluated. If the majority of the Assembly is of the opinion that the Director is mismanaging the affairs of the EGTC, the Assembly will request to the Chair to present a proposal to the Assembly to improve the management of the EGTC.

### **14.2 Main responsibilities**

The main responsibilities of the Director include:

- Proper preparation and execution of the decisions and programmes adopted by the Assembly;
- Proper day-to-day administration of the ESPON EGTC;
- Representing the ESPON EGTC at operational level in Europe and acting on its behalf;
- Engaging actively with other European programmes, territorial and urban networks and the European Commission, the European Parliament, the Committee of Regions and the European Economic and Social Committee with a view to intensified collaboration;
- Presenting the internal annual work plan and budget report to the Assembly for approval;
- Informing the Consultative Committee mentioned in Art.15 (if established);
- Carrying out the activities according to the provisions made in the EGTC internal annual work plan and the contracts concluded such as the provisions made in the grant agreement with the ESPON Managing Authority financed under the ESPON 2020 Cooperation Programme and subsequent ESPON Programmes;
- Leading, engaging and managing the EGTC with direct responsibility for the staff and with a view to ensuring its optimal functioning and delivery on the contract(s);
- Taking responsibility and ensuring sound financial management and internal financial control of the contract(s) and the budgets entrusted;
- Appointing the external independent auditor in line with the decision taken by the Assembly;
- Presenting the audit report to the Consultative Committee, to the Assembly and to Luxembourg as official seat of the ESPON EGTC.

### **14.3 Recruitment and appointment procedure**

The Assembly appoints a Selection Board with a consultative role, for the recruitment of the Director with the participation of the Chair and Vice Chair of the Assembly. The Selection Board is chaired by the Chair of the Assembly. If the Consultative Committee is established, the Chair of the Consultative Committee is also participating in the Selection Board. The Assembly can decide to involve further external experts in the Selection Board.

The Selection Board presents a ranking of the candidates to the Assembly for decision.

In order to ensure continuity and benefit from ESPON experience, the first Director of the ESPON EGTC is the Director of the (former) ESPON Coordination Unit.



## **ARTICLE 15 - THE CONSULTATIVE COMMITTEE**

### 15.1. Mission and Composition

The mission of the Consultative Committee is to support the reduction of the liability cases below the pre-set targets defined in the liability arrangements referred to in Art. 19.2. Setting-up of the Consultative Committee is optional for a limited time and mission following a decision of the Assembly.

In case these pre-set targets are missed, the representatives of countries bearing the financial liability may decide to indicate in writing their representatives for the membership in the Consultative Committee to the Assembly. The Assembly will nominate the indicated representatives as members of the Consultative Committee.

The mission of the Consultative Committee will end by the time when the pre-set targets are reached again and the mission of the Consultative Committee is accomplished.

### 15.2 Chair and Vice-chair

The Chair and Vice-Chair shall be appointed by the Consultative Committee out of the nominated member.

### 15.3 Main responsibilities

The main focus of the Consultative Committee shall be on creating transparency and providing advice on the administrative and financial soundness of the ESPON EGTC with regards to the execution of contracts, grant agreements and related liabilities.

Once established, the Consultative Committee based on an assessment of the situation shall detail a strategy and a timetable for its mission.

The Consultative Committee shall be informed by the Director and the Chair of the Assembly about all relevant activities of the ESPON EGTC.

The Consultative Committee provides recommendations to the Assembly on all matters related to the ESPON EGTC where it sees the necessity and usefulness with regards to the administrative and financial soundness of the EGTC.

The Consultative Committee has access to all relevant documents except those, which are confidential for reasons of personal data protection.

## **ARTICLE 16 – STAFF AND CONTRACTING**

### 16.1 Management of the staff

The ESPON EGTC is headed by the Director of the ESPON EGTC. The staff supports the Director in carrying through the tasks defined and allocated by the Assembly.

The ESPON EGTC employs personnel directly and can make use of seconded and temporary personnel. Recruiting is done by a Selection Board.

### 16.2. Recruitment of staff with management responsibilities

The recruitment of staff with management responsibilities shall be carried out by a Selection Board involving the Director of the ESPON EGTC, the Chair of the Assembly, and it is headed by the Chair of the Assembly. One member of the Selection Board should be external to the EGTC.

The Selection Board establishes a ranking of candidates which is presented to the Assembly for the appointment.

### 16.3. Recruitment of other staff

The Director nominates members of a Selection Board including one member external to the EGTC. The external member does not need to be appointed for the recruitment of temporary staff members.

The Director chairs the Selection Board.

The Selection Board establishes a ranking of candidates in consensus with the Director.

The Director takes the final decision on the selection of the new staff of ESPON EGTC on the basis of the highest ranked candidate and informs the Chair of the Assembly in advance of the appointment of the candidate.

The Assembly has the right to veto a candidate by decision of the Assembly in written form within 5 working days after receiving information about the ranking of the Selection Board and the choice of the Director, in exceptional cases based on serious doubts. This procedure represents an exception to the standard decision procedure of the assembly in accordance with 13.5. and follows the procedure of silent consent.

#### 16.4. Contracting of all staff

The contracting of the Director and the staff is under the law of the seat of the ESPON EGTC. Seconded experts may be employed by their institution of origin.

In order to ensure continuity and benefit from ESPON experience, the first staff employed by the ESPON EGTC shall be the staff members of the former ESPON Coordination Unit.

### **IV. FINANCIAL PROVISIONS AND LIABILITIES**

#### **ARTICLE 17 – FINANCES**

##### 17.1. Sources of finance of the ESPON EGTC

Two kinds of sources of finance are considered for financing the ESPON EGTC.

1. The direct contributions of the members of the Assembly are made available to ensure the existence and basic set up of the ESPON EGTC. The budget related to these tasks is called *EGTC Structure Budget*.
2. Contracted external sources of financial such as the ESPON 2020 Cooperation Programme and subsequent ESPON Programmes are used to finance the realisation of the objectives of the EGTC and related staffing, activities and tasks. The budget related to each of these contracted sources is called *EGTC Activity Budget*.

##### 17.2. Annual direct contributions from the ESPON EGTC's members: the EGTC Structure budget

The contribution financing the EGTC structure budget for setting up the EGTC as a legal body occurring at the seat of the EGTC is financed by the member of EGTC Luxembourg. The ESPON EGTC establishment budget is managed directly by the Director on behalf of the Assembly via a specific accounting system.

The contributions by the members other than Luxembourg to the functioning of the EGTC are limited to the human resource of the delegates for their time needed to prepare the meetings, to participate to and to follow-up the meetings of the Assembly. Luxembourg as seat of the EGTC will cover the travel costs for Assembly meetings of the delegate representing each Belgian Region.

##### 17.3. Contracted financial contributions of the ESPON EGTC: the EGTC activity budget

The activities carried out by the ESPON EGTC are financed by external sources that are not directly brought in by the members of the Assembly. These contracted contributions are kept in a separate activity budget and accounting system on a contract by contract basis.

The grant agreement related to ESPON 2020 Cooperation Programme and subsequent ESPON Programmes, financed under the Structural Funds, will be administered under the name *EGTC Activity Budget: ESPON 2020 Cooperation Programme and subsequent ESPON Programmes*.

The Assembly has the competence to define *further EGTC activity budgets*, which are sourced by any other contractual relations. The tasks related to contractual relations have to be linked to or support activities financed under the ESPON 2020 Cooperation Programme and subsequent ESPON Programmes operation budget.

Subsequent contracts might be made available by the countries and the European Commission to finance the ESPON 2020 Cooperation Programme and subsequent ESPON Programmes after their closure.

## **ARTICLE 18 – BUDGETARY RULES AND AUDITING**

### 18.1. Budgetary rules

Budgetary rules of the EGTC have to comply with sound financial management. The law of Luxembourg as the seat of the EGTC is applicable with respect to the budgetary rules and auditing provisions regarding the structure budget and the activity budget.

The contract source might require additional rules and regulation. Each contract financing the activities of the ESPON EGTC shall indicate the applicable budgetary rules.

### 18.2. Approval of the annual budget

The Assembly approves the annual budget of the ESPON EGTC consisting of the separate budget lines set up in relation to the contracts.

### 18.3. Designation of an external auditor and audit procedures

Regarding the expenses related to the structure budget and, if applicable, those which do not belong to the contracted activity budget and are, therefore, not subject to external audit requirements such as from the ESI Funds regulation regarding an ESPON grant agreement, the Chair of the Assembly is responsible for designating the independent external auditor on the proposition of the Assembly.

The auditor shall have knowledge of auditing and budgetary rules of the country of the seat of the EGTC and shall be listed in the country's Auditor Register. The appointed independent external auditor will carry out audits to verify the correct spending of the EGTC Structure budget and whether the auditing arrangements of the ESPON EGTC are in agreement with official budgetary standards.

Regarding the other contracted activity budgets, the appointment of auditors will follow the rules set out in respective contracts. For example ESI Funds are required to follow a wider regulatory framework. The Chair of the Assembly has the responsibility to ensure that the auditor is appointed and contracted according to the provisions made in the respective contract.

Luxembourg is responsible for approving the audit report of the EGTC Structure budget. The audit reports related to the activity budgets will be approved by authorities defined in the contracts and sent to the Assembly for notification.

## **ARTICLE 19 – LIABILITY OF EGTC MEMBERS**

### 19.1. Definition of the Liability

The EGTC is responsible for all liabilities resulting from its activities. If the assets of an EGTC are not sufficient to meet its liabilities, its members shall be liable under the provisions of Article 12, (2) of Regulation (EC) No 1082/2006 as amended no matter what kind they are. This includes the coverage of any additional financial obligations arising from the activities of the EGTC (such as accidents, legal action against the EGTC).

### 19.2. Liability arrangements related to contracts

The ESPON EGTC may only accept contracts which are covered by additional liability arrangements in favor of the members of the EGTC in those cases where the benefit of the execution of such a contract is lying clearly with the contracting party. If such an additional liability arrangement is granted to the EGTC, the bearers of the liability arrangement shall be offered appropriate transparency and monitoring by the Assembly and via a participation in the Consultative Committee (if established), which allows them to understand the soundness of financial management.

### 19.3. Liability of members in case of resignation from the EGTC

If a member of the Assembly resigns from the ESPON EGTC without fulfilling its obligations, the Assembly acknowledges its shared responsibility to find a solution that guarantees the basic functioning of the ESPON EGTC, respecting existing service and staff contracts.

Leaving the ESPON EGTC will not relinquish the member from any direct liability for the time of its membership. The Director will present a revised budgetary proposal to the Assembly, which outlines measures to be taken.

## **ARTICLE 20 – FINAL PROVISIONS**

The place of jurisdiction and competent court is Luxembourg.

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### **Statutes of the European Grouping of Territorial Cooperation**

#### **- ESPON EGTC -**

Based on Article 9 of Regulation (EC) No 1082/2006 of the European Parliament and the Council of 5 July 2006 on a European Grouping of Territorial Cooperation (EGTC) as amended,

#### ***Preamble***

Considering

1. REGULATION OF THE EUROPEAN PARLIAMENT AND OF THE COUNCIL (EC) n° 1082/2006 on the European Grouping for Territorial Cooperation as amended by Regulation (EU) n° 1302/2013 (hereinafter referred as Regulation (EC) – EGTC),
2. The legal base for the EGTC in Luxembourg, the Loi du 19 mai 2009 portant diverses mesures d'application du règlement (CE) n° 1082/2006 du Parlement européen et du Conseil du 5 juillet 2006 relatif à un groupement européen de coopération territoriale (GECT),
3. The following REGULATIONS OF THE EUROPEAN PARLIAMENT AND OF THE COUNCIL applicable to the ESPON 2020 Programme approved by the European Commission and financed within the frame of its corresponding European Structural and Investments Funds funding period:
  - (EU) No 1301/2013 of 17 December 2013 on specific provisions concerning the European Regional Development Fund and the Investment for growth and jobs goal on the European Regional Development Fund and repealing Regulation (EC) No 1080/2006 (hereinafter referred as Regulation (EU) – ERDF),
  - (EU) No 1303/2013 of 17 December 2013 laying down common provisions on the European Regional Development Fund, the European Social Fund, the Cohesion Fund, the European Agricultural Fund for Rural Development and the European Maritime and Fisheries Fund covered by the Common Strategic Framework and laying down general provisions on the European Regional Development Fund, the European Social Fund and the Cohesion Fund and repealing Regulation (EC) No 1083/2006 (hereinafter referred as Regulation (EU) – CPR “Common Provision Regulation”),
  - (EU) No 1299/2013 of 17 December 2013 on specific provisions for the support from the European Regional Development Fund to the European territorial cooperation goal (hereinafter referred as Regulation (EU) – ETC),
4. The following REGULATIONS OF THE EUROPEAN PARLIAMENT AND OF THE COUNCIL applicable to the ESPON 2030 Programme or any subsequent ESPON Programmes approved by the European Commission and financed within the frame of their corresponding European Structural and Investments Funds funding period in accordance to these same regulations:
  - Regulation (EU) 2021/1058 of the European Parliament and of the Council of 24 June 2021 on the European Regional Development Fund and on the Cohesion Fund.
  - Regulation (EU) 2021/1059 of the European Parliament and of the Council of 24 June 2021 on specific provisions for the European territorial cooperation goal (interreg) supported by the European Regional Development Fund and external financing instruments.
  - Regulation (EU) 2021/1060 of the European Parliament and of the Council of 24 June 2021 laying down common provisions on the European Regional Development Fund, the European Social Fund Plus, the Cohesion Fund, the Just Transition Fund and the European Maritime, Fisheries and Aquaculture Fund and financial rules for those and for the Asylum, Migration and Integration Fund, the Internal Security Fund and the Instrument for Financial Support for Border Management and Visa Policy.



5. Any subsequent REGULATIONS OF THE EUROPEAN PARLIAMENT AND OF THE COUNCIL (EU) replacing the aforementioned Regulations under consideration 4 and applicable to any subsequent ESPON Programmes approved by the European Commission within the frame of its corresponding European Structural and Investment Funds funding periods,

Considering further that

- The ESPON EGTC is established as the legal body to support the territorial observation for evidence based and informed policy making by undertaking the role of the Single Beneficiary, and if applicable any other role, of the ESPON 2020 Cooperation Programme and subsequent ESPON Programmes receiving a grant agreement by the Managing Authority;
- The ESPON EGTC is set up to submit a proposal to carry through the activities financed under the aforementioned grant agreement in the framework of the ESPON 2020 Cooperation Programme and subsequent ESPON Programmes and related activities, and that after the formal closure of these ESPON Programmes, the ESPON EGTC will be closed unless the countries participating in these ESPON Programmes, together with the countries represented in the assembly decide differently and indicate any other programmes or sources for financing the ESPON EGTC. Any closure of the EGTC before the ending of the activities regarding the ESPON 2020 Cooperation Programme and subsequent ESPON Programmes shall be consulted with the countries represented in each of the respective programming periods;
- The ESPON EGTC is established in the view that the States being members and partners of the ESPON 2020 Cooperation Programme and subsequent ESPON Programmes will offer the opportunity of attributing one or more successive grant agreements to the ESPON EGTC undertaking the role of the beneficiary in the sense of Art. 12.2 and 3 of Regulation (EU) – ETC of ESPON 2020 Cooperation Programme or any corresponding dispositions of the (EU) Regulations as set out in point 4 here above, according to the granting procedures indicated in the respective ESPON Programmes;
- The ESPON EGTC is established on the assumption that the authorities making the financial means available to carry out the ESPON EGTC activities are disposing of the appropriate rights for monitoring these activities in full transparency and in line with the relevant EU and national regulations. The Grant Agreement, which shall be offered by the ESPON 2020 Cooperation Programme and subsequent ESPON Programmes, will provide the rules ensuring the appropriate monitoring of the activities of the ESPON EGTC by the Monitoring Committee of the respective ESPON Programmes;
- The activities of ESPON EGTC require the acquisition of external finance support. Receiving a grant agreement by the Managing Authority of the ESPON 2020 Cooperation Programme and subsequent ESPON Programmes will be the main source for financing the activities of the ESPON EGTC; if the necessity or opportunity may arise to conclude any other contract or grant agreement outside the framework of the ESPON 2020 Cooperation Programme and subsequent ESPON Programmes, the countries participating in the ESPON Monitoring Committee should be addressed for consultation and agreement prior to the conclusion of such a contract;
- The EGTC is established in order to undertake the role of the Single Beneficiary of the ESPON 2020 Cooperation Programme and subsequent ESPON Programmes. Two representatives of the countries financing the ESPON 2020 Cooperation Programme and subsequent ESPON Programmes shall be present in the selection board of the director as external members;
- A first opening for changing the membership will be after three years. An increased membership in the Assembly will be considered only if crucial deficiencies arise in the existing set-up for the functioning of the EGTC with regard to the implementation of the Grant Agreement identified in the course of an evaluation.
- The Agreement between the Managing Authority and the participating Member States and Partner States on the ESPON 2020 Cooperation Programme and subsequent ESPON Programmes shall include a shared liability with regards to those activities carried out by the ESPON EGTC, which shall be offered by the grant agreement(s) between the Managing Authority and the EGTC as beneficiary. The ESPON EGTC should be set up in a way ensuring comprehensive transparency regarding the activities financed under the ESPON 2020



Cooperation Programme and subsequent ESPON Programmes and allow appropriate monitoring by the countries represented in the ESPON 2020 Cooperation Programme and the subsequent ESPON Programmes. The set-up shall not infringe upon the separation of functions as defined by the Structural Funds regulation; the Convention and the Statutes of the ESPON EGTC – European Node for Territorial Evidence shall be defined as follows.

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## I. GENERAL PROVISIONS

### ARTICLE 1 – NAME

The name of the EGTC is 'ESPON EGTC - European Node for Territorial Evidence' (hereafter referred to as the 'ESPON EGTC').

The ESPON EGTC is ruled by (a) the Convention and Statutes of the ESPON EGTC, (b) the applicable European regulations and (c) the applicable national legislation of the seat of the EGTC.

### ARTICLE 2 – MEMBERS

The ESPON EGTC's members are the relevant public authorities in the following countries/regions:

The Region of Brussels Capital,

The Region of Flanders,

The Region of Wallonia and

The Grand Duchy of Luxembourg.

The address details of the relevant authorities are listed in the annex.

### ARTICLE 3 – REGISTERED OFFICE

The registered office of the ESPON EGTC is:

*11, Avenue John F. Kennedy*

*L-1855 Luxembourg - Kirchberg*

*Grand Duchy of Luxembourg*

The address can be transferred to any other location in Luxembourg. Any changes of address will be notified to all representatives of the members of the EGTC as well as to the representatives of the members of the Monitoring Committee in charge of the ESPON Programmes. Such a change of address does not require an amendment of the Convention or the Statutes of the ESPON EGTC.

### ARTICLE 4 – AREA OF INTERVENTION

The territory, in which the ESPON EGTC will carry out the activities such as mentioned in the ESPON 2020 Cooperation Programme and subsequent ESPON Programmes covers all European Union Member States, Partner States that are members of or are formally associated by agreement with the Managing Authority to the ESPON 2020 Cooperation Programme and subsequent ESPON Programmes and European Structural and Investment Funds Programmes financed under the objective of European Territorial Cooperation.

Observatory activities may cover EU candidate countries, may go beyond Europe such as to neighbouring countries or may address the perspective of Europe in the world.

### ARTICLE 5 – OBJECTIVES AND TASKS

#### 5.1 Main objective

The main objective of the ESPON EGTC is the implementation of one or several operations in the framework of ESPON 2020 Cooperation Programme and subsequent ESPON Programmes. The activities of ESPON EGTC shall continue the consolidation of a European Territorial Observatory Network and grow the provision and policy use of pan-European, comparable, systematic and reliable territorial evidence.

#### 5.2 Operational objectives

The operational objective is to ensure optimal conditions for undertaking the implementation and execution of activities related to the ESPON 2020 Cooperation Programme and subsequent ESPON Programmes. In the meaning of the ESI Funds, the ESPON EGTC will act as beneficiary for the

implementation period of the ESPON 2020 Cooperation Programme and subsequent ESPON Programmes.

Other activities thematically related to the ESPON 2020 Cooperation Programme and subsequent ESPON Programmes may only be covered without jeopardising the activities regarding the ESPON 2020 Cooperation Programme and subsequent ESPON Programmes.

### 5.3 Tasks

The tasks of the ESPON EGTC include:

- Tendering, contracting, financing and guiding applied research projects;
- Tendering, contracting, financing and guiding targeted analyses in cooperation with stakeholders;
- Developing tools and indicators in support of territorial analyses;
- Collecting, building and providing territorial indicators and comparable, pan-European data in the ESPON Data base;
- Promoting the use of ESPON results by policy makers from European to local level, making them easily available and accessible;
- Conducting territorial analyses on themes of urgent policy demand;
- Capitalising on ESPON by linking-up ESPON results in the context of political demands using all kind of media;
- Conducting and carrying out the oral, printed-based and online communication of ESPON results;
- Cooperating with relevant scientific organisations in stimulating a European research community in European territorial science;
- Acting as cooperation and coordination node of ESPON Contact Points.

The list of tasks is not conclusive and may be complemented by any tasks relevant for achieving the objectives set out under the first two sections of this Article.

## **II. MEMBERSHIP, DURATION AND LAW**

### **ARTICLE 6 – MEMBERSHIP PROCEDURES**

#### 6.1 Integration of new members

Only European countries or Regions directly participating in the ESPON 2020 Cooperation Programme and subsequent ESPON Programmes may become members of the ESPON EGTC.

An opportunity for the integration of new members going beyond the members mentioned in Art. 2 will arise after the first three years of the ESPON EGTC at the earliest, if decided by the Assembly.

The Assembly may decide to integrate new members at the latest by 30th June of every year with membership beginning in the following financial year.

#### 6.2 Resignation of a member

A resignation is only admitted at the end of the ESI Fund programming period after the closure of the ESPON Programme by the Commission or the period of the funding by other sources. Members wishing to resign from the ESPON EGTC must notify the Assembly by means of an official letter with acknowledgement of receipt at least one year in advance before the last financial year of the membership will end.

A member that has resigned remains liable to the ESPON EGTC and third parties in the limits defined for the ESPON EGTC in Art. 19 and until the final closure of the contracts concluded during the time of the membership and pending the closure of any related legal proceedings related to these contracts.

#### 6.3 Exclusion of members

If a member no longer fulfils its obligations with regards to the Statutes, although the member was requested twice in formal terms by the Assembly, the Assembly can decide, upon the proposal of

one member to exclude that specific member from the ESPON EGTC. During the exclusion process, the member to be excluded does not have the right to vote any longer. The excluded member remains liable to third parties for the ESPON EGTC's activities until the final closure of the contracts concluded during the time of the membership.

#### 6.4 Change of Membership and notification

The change of the membership within the Group defined in Art. 2 requires the revision of the Convention and the Statutes. The procedures defined in Art. 9 shall be applied.

### **ARTICLE 7– ESTABLISHMENT, DURATION OF THE ESPON EGTC AND CONDITIONS FOR DISSOLUTION**

#### 7.1 Establishment and duration of the ESPON EGTC

The ESPON EGTC acquires its legal personality on the day of the publication in the Official Journal of the Grand Duchy of Luxembourg of the establishment decree which in Luxembourg is the Arrêté Grand-Ducal. The decree may specify the date when the ESPON EGTC will become operational in legal terms. In accordance with Article 5 of the Regulation (EC) EGTC the Member States and the Committee of the Regions will be notified by the Members of the EGTC and the procedure of publication of the establishment of the ESPON EGTC in the Official Journal will be initiated.

The ESPON EGTC will exist for the duration of one or several grant agreements received in the framework of the ESPON 2020 Cooperation Programme and subsequent ESPON Programmes. It ends without formal decision on the day that the European Commission declares the official closure of the ESPON 2020 Cooperation Programme and subsequent ESPON Programmes with the disbursement of the remaining part of the subsidy of the ERDF, as well as by the end of any potential legal proceedings.

In case the countries and the European Commission having participated in the ESPON 2020 Cooperation Programme and subsequent ESPON Programmes' Monitoring Committee wish to allocate other tasks and financial sources to the ESPON EGTC after the closure of the ESPON 2020 Cooperation Programme and subsequent ESPON Programmes the ESPON EGTC by its conventional and statutory organs may decide to prolong the existence of the ESPON EGTC accordingly until the termination of any subsequent European or national financial source defined by its official closure date, by the disbursement of the remaining part of the subsidy or payment and by the end of any potential legal proceedings.

#### 7.2 Conditions for dissolving the ESPON EGTC

The ESPON EGTC will be dissolved if it is made up of members from only one Member State, in accordance with Article 3 of Regulation (EC) EGTC.

The ESPON EGTC shall be dissolved by the Assembly if a unanimous decision to this effect is made by all its members. The dissolution of the ESPON EGTC will take effect three months after the decision has been taken by the Assembly to dissolve the ESPON EGTC. Before the ESPON EGTC can be dissolved, all outstanding contributions and financial commitments to external parties need to be fulfilled. Luxembourg as seat of the ESPON EGTC is responsible for coordinating the dissolution process, and will notify the competent authorities according to Article 5 of Regulation (EC) EGTC.

The remaining budgets will be redistributed according to the sources of finance indicated in Art. 17 of the present Convention. Unused budgetary resources provided for specific purposes according to Art. 17.3. will be transferred back to the source of finance. Budgetary resources remaining with regards to the internal functioning according to Art. 17.2. will be transferred back to the members of the ESPON EGTC based on the key related to the factual share of their contributions.

All back transfers are executed on condition that all external debtors have been paid. Luxembourg as seat of the EGTC will appoint a liquidator, subject to conditions agreed upon in the Assembly.

All assets such as the website and databases or property rights deriving from the financing by the European Structural and Investment Funds under the ESPON 2020 Cooperation Programme and subsequent ESPON Programmes will be transferred to the Managing Authority of the ESPON 2020



Cooperation Programme and subsequent ESPON Programmes unless any other solution is agreed upon by the bearers of the financial source assets.

Assets deriving from other financial sources will be transferred to Luxembourg as the seat of the EGTC until another solution is found with the bearers of the financial source. Assets subject to shared ownership, such as the database, are kept available (not functional) on demand of the Member and Partner states of the ESPON 2020 Cooperation Programme and subsequent ESPON Programmes or their institutions, which are partners of the shared ownership. In case of such a demand the demanding State or institutions has to cover the costs for keeping the service regarding those assets available.

All assets on which no agreement is found for the further use will be stored at the seat of the ESPON 2020 Cooperation Programme and subsequent ESPON Programmes Managing Authority, respectively the country of the seat of the EGTC for a maximum duration of 5 years. 5 years after the closure of the EGTC claims on assets by the financing source will not be possible anymore and the assets will become part of the property of the country of the seat of the ESPON EGTC.

#### **ARTICLE 8 – APPLICABLE LAW**

Members will comply with the Regulation (EC) No 1082/2006 of the European Parliament and the Council of 5 July 2006 on a European Grouping of Territorial Cooperation (EGTC) as amended, the convention and statutes governing the ESPON EGTC, and the national legal provisions of Luxembourg. The interpretation and enforcement of the Convention and the Statutes is subject to Luxembourgish law. The ESPON EGTC operates under public law, as a not-for-profit legal entity.

Furthermore, Luxembourgish law is applicable to all administrative procedures, accounting and budgetary rules, and staff contracts.

Luxembourgish law does not apply to internal arrangements of the members constituting the ESPON EGTC.

#### **ARTICLE 9 – PROCEDURES FOR AMENDING THE CONVENTION AND THE STATUTES**

A proposal for amendment should be submitted by a member to the Assembly for decision via the Chair of the Assembly according to the standard procedure. Amendments to the convention and the Statutes require the approval of all members of the ESPON EGTC.

Each member informs its national notification authority of the purpose of the amendment and provides it with a copy of the proposed amendment. The member informs Luxembourg as seat of the EGTC when the amendment procedure according to national law has been completed.

Each amendment must be carried out and published in accordance with Articles 4 and 5 of the Regulation (EC) EGTC. The ESPON EGTC will notify the Committee of the Regions and send a request to the Office for Official Publications of the European Communities for publication of a notice in the Official Journal of the European Union announcing details of the amendment of the ESPON EGTC, with details of its name, objectives, members and registered office.

#### **ARTICLE 10 – WORKING LANGUAGE**

The official language of the ESPON EGTC is English; all official documents and events are in English language.

### **III. ORGANS**

#### **ARTICLE 11 – THE OFFICIAL SEAT AND ITS RESPONSIBILITIES**

The Grand Duchy of Luxembourg as official seat of the EGTC is not a designated organ, but has the following specific responsibilities:

- Managing the acquisition of legal personality and publication in the Official Journal as set out in Article 5 of the Regulation;
- Following the notification process in the event of the amendment of the ESPON EGTC convention and/or statutes or its dissolution.



## **ARTICLE 12 – THE ORGANISATION OF THE EGTC**

The organs of the EGTC are:

- The Assembly;
- The Director;
- The Consultative Committee.

## **ARTICLE 13 – THE ASSEMBLY**

### 13.1 Composition

The members of the Assembly are the representatives of the members of the ESPON EGTC. Members are represented in the Assembly by one delegate and one deputy-delegate.

The principle for the allocation of votes is to allocate the same number of votes on both sides, Luxembourg and the Belgian regions. The representatives of Belgium shall dispose of three votes in total, one vote per Belgian region and the representative of Luxembourg shall dispose of three votes in total.

In case the number of votes would be reduced at the side of the Belgian Regions due to an exclusion procedure or the exit of one member, the number of votes at the side of Luxembourg would be adapted accordingly: In case two Belgian regions can vote Luxembourg would obtain two votes. In case one Belgian region can vote Luxembourg would obtain one vote. With reference to Art. 7.2 an exit of either the last Belgian Region or Luxembourg would lead to the dissolution of the EGTC. Members may invite experts or legal representatives as observers who do not have the right to vote.

The Assembly meets at least twice a year. Meetings of the Assembly are taking place in the countries represented in the Assembly.

### 13.2 Chair and Vice-chair

Luxembourg will act as Chair of the Assembly. The Vice-Chair is annually alternating between the Members of the EGTC except Luxembourg in English alphabetical order.

The Chair is responsible for:

- Preparing the agenda of Assembly meetings on the base of a proposal of the Director;
- Liaising with ESPON EGTC members and the Director on issues in preparation for the Assembly meeting;
- Proposing to the Assembly the internal annual work plan of the ESPON EGTC for an efficient and effective management of the work contracted on the base of the proposal of the director.

The Chair represents the ESPON EGTC as legal representative.

### 13.3 Main responsibilities

The Assembly is the decision-making body of the ESPON EGTC. The main responsibilities of the Assembly are: – Amending the convention and statutes;

- Dissolving the ESPON EGTC;
- Approving the integration of new ESPON EGTC members;
- Approving the exclusion of a ESPON EGTC member state if obligations are no longer fulfilled;
- Confirming the Assembly Chair and Vice Chair on an annual basis;
- Adopting and monitoring the annual budget in accordance with Article 11 of the Regulation;
- Approving the internal annual work plan prepared by the director;
- Approving a financial control system regarding liabilities taken by the EGTC;
- Approving annual reports on the activities;
- Approval of all contracts where the EGTC acts as contractor offering services;
- Approval of all contracts where the EGTC is receiving a grant;
- Approving major amendments of the general organisation, financial control system, and staff matters of the ESPON EGTC proposed by the Director;

- Appointing a Consultative Committee if considered necessary;
- Appointing an external auditor, with due regard to Luxembourgish auditing and budgetary rules;
- Appointing and dismissal of the Director;
- Co-deciding on the selection and appointment of the staff with management responsibilities according to Art. 16.2.
- If necessary vetoing on the appointment of the other level staff according to Art. 16.3.
- Establishment of internal rules of procedures.

#### 13.4 Decision-making procedures

Decision-making procedures are aimed at reaching consensus by unanimity, but do not rule out voting on the basis of a simple majority if a consensus could not be reached after two rounds of voting, either in presence or in written procedure according to the definition of votes according to Art. 13.1.

If the presence does not reach two-thirds of the Assembly (representatives holding four out of six votes, or three out of four votes, or two out of the two votes mentioned in article 13.1), the Assembly meeting will be postponed. The next Assembly meeting will decide on the matter by simple majority of the votes, whoever is present. Alternatively, a written procedure can be carried out deciding by a simple majority.

In the event of an irreconcilable difference of opinion, the Chair of the Assembly may request the Director to prepare an alternative proposal, to be submitted to the Assembly for further decision-making. The Director will prepare this proposal within one month. An additional Assembly meeting will be convened or a written procedure will be carried out at least 10 working days but no later than one month after the alternative proposal has been circulated by the Director.

For any kind of decision necessary in-between the two meetings per year, the general Assembly decision-making processes may include a procedure whereby all members officially state in writing whether they agree to a proposal (written procedure). This procedure, which is prepared by the Director, is carried out as follows:

- A proposal consisting out of an explanatory memo and a clearly formulated decision is sent to all Assembly members by email;
- Assembly members inform the Director within 10 working days of their position;
- The Director gathers all responses and informs the Chair of the outcome of the procedure; – The same majority rules apply as for the Assembly meetings.

The Chair will decide in consultation with the Director, whether it is necessary to convene an additional Assembly meeting. If so, it will be held within 20 working days. Members should be informed of the result of the consultation.

The presence or mandating of all members of the Assembly at an Assembly meeting is required in order to make the following strategic decisions:

- Decisions regarding the amendment of the convention and statutes;
- Decisions regarding the dissolution of the ESPON EGTC;
- Decisions on the integration or exclusion of an ESPON EGTC member; – Decisions on members' contributions.

#### 13.5 Meetings, written procedures and mandating

Meetings in addition to the two statutory meetings per year may be organised. Written invitations to Assembly meetings, including the agenda, are sent ten working days in advance by the Chair. Working documents on which a decision is required are normally sent ten working days and at least five working days before the Assembly meeting.

Internal rules for written procedures shall be established by the Assembly. Written procedures require a response within ten working days. In case of expressed urgency a minimum of five working days should be respected. Urgency is said to exist in the case of recruitment issues

according Art. 16.3. The rule of silent consent shall be applied in all cases where this is explicitly announced in the written procedure.

The Director is responsible for conveying the minutes of meetings to all Assembly members for validation and approval. The Director must do so no later than two weeks after the Assembly meeting.

The meeting minutes as well as the results of the written procedures are made available to the Consultative Committee.

Exceptionally, representatives of the Assembly can mandate other independent natural persons working in the same institution and with the legal capacity to act on behalf of the administration to participate and to vote on their behalf during the ESPON EGTC Assembly meetings.

Representatives of the Assembly can mandate other representatives to vote on their behalf. A mandate requires written consent. The Chair has to receive a copy of the mandate before the concerned Assembly meeting. The mandated representative shall bring a copy of the mandate to the concerned Assembly meeting. A limitation of the accumulation of mandates does not exist.

## **ARTICLE 14 – THE DIRECTOR**

### 14.1 Definition

According to article 10 of the Regulation as amended, the EGTC has a Director. The Director represents the ESPON EGTC within his responsibilities. The Director is appointed for an indefinite period of time (CDI) with a twelve-month trial period. The Director is the head of the ESPON EGTC staff and is responsible for the day-to-day management of the ESPON EGTC. Every two years the management of the ESPON EGTC will be evaluated. If the majority of the Assembly is of the opinion that the Director is mismanaging the affairs of the ESPON EGTC, the Assembly will request to the Chair to present a proposal to the Assembly to improve the management of the EGTC.

### 14.2 Main responsibilities

The main responsibilities of the Director include:

- Proper preparation and execution of the decisions and programmes adopted by the Assembly;
- Proper day-to-day administration of the ESPON EGTC;
- Representing the ESPON EGTC at operational level in Europe and acting on its behalf;
- Engaging actively with other European programmes, territorial and urban networks and the European Commission, the European Parliament, the Committee of Regions and the European Economic and Social Committee with a view to intensified collaboration;
- Presenting the internal annual work plan and budget report to the Assembly for approval;
- Informing the Consultative Committee mentioned in Art. 15 (if established);
- Carrying out the activities according to the provisions made in the EGTC internal annual work plan and the contracts concluded such as the provisions made in the grant agreement with the ESPON Managing Authority financed under the ESPON 2020 Cooperation Programme and subsequent ESPON Programmes;
- Leading, engaging and managing the EGTC with direct responsibility for the staff and with a view to ensuring its optimal functioning and delivery on the contract(s);
- Taking responsibility and ensuring sound financial management and internal financial control of the contract(s) and the budgets entrusted;
- Appointing the external independent auditor in line with the decision taken by the Assembly;
- Presenting the audit report to the Consultative Committee, to the Assembly and to Luxembourg as official seat of the ESPON EGTC.

### 14.3 Recruitment and appointment procedure

The Assembly appoints a Selection Board with a consultative role, for the recruitment of the Director with the participation of the Chair and Vice Chair of the Assembly. The Selection Board is chaired by the Chair of the Assembly. If the Consultative Committee is established, the Chair of the

Consultative Committee is also participating in the Selection Board. The Assembly can decide to involve further external experts in the Selection Board.

The Selection Board presents a ranking of the candidates to the Assembly for decision.

In order to ensure continuity and benefit from ESPON experience, the first Director of the ESPON EGTC is the Director of the (former) ESPON Coordination Unit.

## **ARTICLE 15 – THE CONSULTATIVE COMMITTEE**

### **15.1. Mission and Composition**

The mission of the Consultative Committee is to support the reduction of the liability cases below the pre-set targets defined in the liability arrangements referred to in Art. 19.2. Setting-up of the Consultative Committee is optional for a limited time and mission following a decision of the Assembly.

In case these pre-set targets are missed, the representatives of countries bearing the financial liability may decide to indicate in writing their representatives for the membership in the Consultative Committee to the Assembly. The Assembly will nominate the indicated representatives as members of the Consultative Committee.

The mission of the Consultative Committee will end by the time when the pre-set targets are reached again and the mission of the Consultative Committee is accomplished.

### **15.2 Chair and Vice-Chair**

The Chair and Vice-Chair shall be appointed by the Consultative Committee out of the nominated member.

### **15.3 Main responsibilities**

The main focus of the Consultative Committee shall be on creating transparency and providing advice on the administrative and financial soundness of the EGTC with regards to the execution of contracts, grant agreements and related liabilities.

Once established, the Consultative Committee based on an assessment of the situation shall detail a strategy and a timetable for its mission.

The Consultative Committee shall be informed by the Director and the Chair of the Assembly about all relevant activities of the ESPON EGTC.

The Consultative Committee provides recommendations to the Assembly on all matters related to the ESPON EGTC where it sees the necessity and usefulness with regards to the administrative and financial soundness of the EGTC.

The Consultative Committee has access to all relevant documents except those, which are confidential for reasons of personal data protection.

## **ARTICLE 16 – STAFF AND CONTRACTING**

### **16.1 Management of the staff**

The ESPON EGTC is headed by the Director of the ESPON EGTC. The staff supports the Director in carrying through the tasks defined and allocated by the Assembly.

The ESPON EGTC employs personnel directly and can make use of seconded and temporary personnel. Recruiting is done by a Selection Board.

### **16.2. Recruitment of staff with management responsibilities**

The recruitment of staff with management responsibilities shall be carried out by a Selection Board involving the Director of the ESPON EGTC, the Chair of the Assembly, and it is headed by the Chair of the Assembly. One member of the Selection Board should be external to the EGTC.

The Selection Board establishes a ranking of candidates which is presented to the Assembly for the appointment.



### 16.3. Recruitment of other staff

The Director nominates members of a Selection Board including one member external to the EGTC. The external member does not need to be appointed for the recruitment of temporary staff members.

The Director chairs the Selection Board.

The Selection Board establishes a ranking of candidates in consensus with the Director.

The Director takes the final decision on the selection of the new staff of ESPON EGTC on the basis of the highest ranked candidate and informs the Chair of the Assembly in advance of the appointment of the candidate.

The Assembly has the right to veto a candidate by decision of the Assembly in written form within 5 working days after receiving information about the ranking of the Selection Board and the choice of the Director, in exceptional cases based on serious doubts. This procedure represents an exception to the standard decision procedure of the assembly in accordance with 13.5. and follows the procedure of silent consent.

### 16.4. Contracting of all staff

The contracting of the Director and the staff is under the law of the seat of the ESPON EGTC.

Seconded experts may be employed by their institution of origin.

In order to ensure continuity and benefit from ESPON experience, the first staff employed by the ESPON EGTC shall be the staff members of the former ESPON Coordination Unit.

## **IV. FINANCIAL PROVISIONS AND LIABILITIES**

### **ARTICLE 17 – FINANCES**

#### 17.1. Sources of finance of the ESPON EGTC

Two kinds of sources of finance are considered for financing the ESPON EGTC.

1. The direct contributions of the members of the Assembly are made available to ensure the existence and basic set up of the ESPON EGTC. The budget related to these tasks is called *EGTC Structure Budget*.
2. Contracted external sources of financial such as the ESPON 2020 Cooperation Programme and subsequent ESPON Programmes are used to finance the realisation of the objectives of the EGTC and related staffing, activities and tasks. The budget related to each of these contracted sources is called *EGTC Activity Budget*.

#### 17.2. Annual direct contributions from the ESPON EGTC's members: the EGTC Structure budget

The contribution financing the EGTC structure budget for setting up the EGTC as a legal body occurring at the seat of the EGTC is financed by the member of EGTC Luxembourg. The ESPON EGTC establishment budget is managed directly by the Director on behalf of the Assembly via a specific accounting system.

The contributions by the members other than Luxembourg to the functioning of the EGTC are limited to the human resource of the delegates for their time needed to prepare the meetings, to participate to and to follow-up the meetings of the Assembly. Luxembourg as seat of the EGTC will cover the travel costs for Assembly meetings of the delegate representing each Belgian Region.

#### 17.3. Contracted financial contributions of the ESPON EGTC: the EGTC activity budget

The activities carried out by the ESPON EGTC are financed by external sources that are not directly brought in by the members of the Assembly. These contracted contributions are kept in a separate activity budget and accounting system on a contract by contract basis.

The grant agreement related to ESPON 2020 Cooperation Programme, and subsequent ESPON Programmes, financed under the Structural Funds, will be administered under the name *EGTC Activity Budget: ESPON 2020 Cooperation Programme and subsequent ESPON Programmes*.

The Assembly has the competence to define *further EGTC activity budgets*, which are sourced by any other contractual relations. The tasks related to contractual relations have to be linked to or



support activities financed under the ESPON 2020 Cooperation Programme and subsequent ESPON Programmes operation budget.

Subsequent contracts might be made available by the countries and the European Commission to finance the ESPON 2020 Cooperation Programme and subsequent ESPON Programmes after their closure.

## **ARTICLE 18 – BUDGETARY RULES AND AUDITING**

### 18.1. Budgetary rules

Budgetary rules of the EGTC have to comply with sound financial management. The law of Luxembourg as the seat of the EGTC is applicable with respect to the budgetary rules and auditing provisions regarding the structure budget and the activity budget.

The contract source might require additional rules and regulation. Each contract financing the activities of the ESPON EGTC shall indicate the applicable budgetary rules.

### 18.2. Approval of the annual budget

The Assembly approves the annual budget of the ESPON EGTC consisting of the separate budget lines set up in relation to the contracts.

### 18.3. Designation of an external auditor and audit procedures

Regarding the expenses related to the structure budget and, if applicable, those which do not belong to the contracted activity budget and are, therefore, not subject to external audit requirements such as from the ESI Funds regulation regarding an ESPON grant agreement, the Chair of the Assembly is responsible for designating the independent external auditor on the proposition of the Assembly.

The auditor shall have knowledge of auditing and budgetary rules of the country of the seat of the EGTC and shall be listed in the country's Auditor Register. The appointed independent external auditor will carry out audits to verify the correct spending of the EGTC Structure budget and whether the auditing arrangements of the ESPON EGTC are in agreement with official budgetary standards.

Regarding the other contracted activity budgets, the appointment of auditors will follow the rules set out in respective contracts. For example ESI Funds are required to follow a wider regulatory framework. The Chair of the Assembly has the responsibility to ensure that the auditor is appointed and contracted according to the provisions made in the respective contract.

Luxembourg is responsible for approving the audit report of the EGTC Structure budget. The audit reports related to the activity budgets will be approved by authorities defined in the contracts and sent to the Assembly for notification.

## **ARTICLE 19 – LIABILITY OF EGTC MEMBERS**

### 19.1. Definition of the Liability

The EGTC is responsible for all liabilities resulting from its activities. If the assets of an EGTC are not sufficient to meet its liabilities, its members shall be liable under the provisions of Article 12, (2) of Regulation (EC) No 1082/2006 as amended no matter what kind they are. This includes the coverage of any additional financial obligations arising from the activities of the EGTC (such as accidents, legal action against the EGTC).

### 19.2. Liability arrangements related to contracts

The ESPON EGTC may only accept contracts which are covered by additional liability arrangements in favor of the members of the EGTC in those cases where the benefit of the execution of such a contract is lying clearly with the contracting party. If such an additional liability arrangement is granted to the EGTC, the bearers of the liability arrangement shall be offered appropriate transparency and monitoring by the Assembly and via a participation in the Consultative Committee (if established), which allows them to understand the soundness of financial management.

### 19.3. Liability of members in case of resignation from the EGTC

If a member of the Assembly resigns from the ESPON EGTC without fulfilling its obligations, the Assembly acknowledges its shared responsibility to find a solution that guarantees the basic functioning of the ESPON EGTC, respecting existing service and staff contracts.

Leaving the ESPON EGTC will not relinquish the member from any direct liability for the time of its membership. The Director will present a revised budgetary proposal to the Assembly, which outlines measures to be taken.

### **ARTICLE 20 – FINAL PROVISIONS**

The place of jurisdiction and competent court is Luxembourg.