



FUSION FOR ENERGY

The European Joint Undertaking for ITER and the Development of Fusion Energy
The Governing Board

DECISION OF THE GOVERNING BOARD OF FUSION FOR ENERGY APPROVING THE RULES OF PROCEDURE OF THE ADMINISTRATION AND MANAGEMENT COMMITTEE

THE GOVERNING BOARD OF FUSION FOR ENERGY,

HAVING REGARD to Council Decision 198/2007/Euratom¹ establishing the European Joint Undertaking for ITER and the Development of Fusion Energy (hereinafter "Fusion for Energy") and conferring advantages upon it, as last amended on 22 February 2021 by Council Decision (Euratom) No 2021/281²;

HAVING REGARD to the Statutes annexed to the aforementioned Council Decision in particular to Articles 6 (10) and 8a thereof³;

HAVING REGARD to the Financial Regulation of Fusion for Energy⁴ adopted by the Governing Board on 10 December 2019 (hereinafter "the Financial Regulation").

HAVING REGARD to the rules of procedure for the Administration and Management Committee adopted by the Governing Board on 19 March 2015⁵ and the need to amend them to take into account the experience gained since 2015 and the latest developments in the ITER project;

WHEREAS the Administration and Management Committee of Fusion for Energy should adopt its rules of procedure subject to the prior approval of the Governing Board;

HAS ADOPTED THIS DECISION:

Article 1

The rules of procedure for the Administration and Management Committee annexed to this decision are hereby approved.

Article 2

The Administration and Management Committee is invited to adopt the rules referred to in Article 1.

Article 3

This Decision shall enter into force with immediate effect.

¹ 1 O.J. L 90, 30.03.2007, p. 58.

² OJ L 62, 23.2.2021, p. 41

³ O.J. L 37, 13.02.2015, p.8.

⁴ F4E (19) GB45 21.1 adopted on 10.12.2019

⁵ F4E(15)-GB31-09.5 adopted on 19.3.2015

Done at Barcelona, 2 December 2022

For the Governing Board

Carlos Alejandre

(Signed Electronically in IDM)

Chair of the Governing Board

For the Secretariat

Raymond Monk

(Signed electronically in IDM)

Acting Secretary to the Governing Board

ANNEX

**DECISION OF THE ADMINISTRATION AND MANAGEMENT COMMITTEE ADOPTING ITS
RULES OF PROCEDURE**

Rule 1

I. MANDATE

1. Upon request of the Director of Fusion for Energy or the Governing Board, the Administration and Management Committee (hereinafter “the AMC”) shall provide advice or recommendations on specific matters related to administrative and financial planning of the Joint Undertaking and carry out any other tasks which the Governing Board may delegate to it. The AMC shall prepare opinions for and recommendations to the Governing Board (hereinafter “the Board”) on proposals for and the implementation of:
 - a) The annual budget and related amendments;
 - b) The annual Work programme;
 - c) The Consolidated Annual Activity Report;
 - d) The draft and final version of the Single Programming document, including the project plan, the work programme, the financial and human resources resource estimate plans. The AMC should also provide its opinion on the planning and key assumptions and target indicators for the Single Programming Document;
 - e) Action plans related to administrative and budgetary matters;
 - f) Reports on project management indicators, including risk, cost and schedule performance, as well as Estimate at Completion (EaC) reports;
 - g) International agreements and partnerships with third countries, international organisations and entities;
 - h) Reports on Human Resources management and related performance indicators;
 - i) Planned organisational changes, including the modifications of the basic organisational structure;
 - j) Other related matters.
2. The AMC shall in principle be responsible to take decisions on behalf of the Governing Board on the following matters, unless the Board decides otherwise:
 - a) Adoption of Implementing Rules to the Staff Regulations;
 - b) Approval of agreements with third countries or international organisations other than the ITER Organisation, of technical, administrative and of non-strategic nature.
 - c) Any other matter delegated by the Board.

II. COMPOSITION

Rule 2

Members

1. The AMC shall be composed of Members (hereinafter “AMC members”) appointed by the Board with relevant professional experience in one or more of the following domains: project and budget management, risk management, human resources and general administration at senior level in private, public or international organisations,

nominated by the members of the Governing Board of Fusion for Energy (hereinafter "GB Members") for a mandate of 4 years. The mandate of AMC Members can be renewed by the Board.

The AMC shall be composed of a minimum of 8 and a maximum of 12 Members.

2. The AMC shall aim to achieve a balanced representation of men and women.
3. Representatives of the Board can nominate the new AMC members individually or jointly.
4. At least one AMC member shall be a Euratom representative.
5. With the exception of Euratom, there shall be no more than one AMC member per GB member.
6. The AMC members shall perform their duties in the general interest of Fusion for Energy.
7. Alternate members are not admissible.
8. Experts may be invited to join the meetings of the AMC, upon a proposal of any Member and in agreement with the Chair.

III. CHAIRMANSHIP

Rule 3

1. The Board shall appoint one of its Vice-Chairs to be Chair of the AMC.
2. The GB Member who chairs the AMC may appoint an alternate to serve as an AMC member for the duration of their term as the Chair.
3. The Board shall elect by two-thirds majority from among the AMC members a Vice-Chairperson (hereinafter "the Vice-Chair").
4. If the Chair is unable to fulfil their functions, the Vice-Chair shall act as the Chair. If both the Chair and the Vice-Chair are unable to fulfil their functions, the meeting of the AMC shall be re-scheduled unless it is urgent, in which case the meeting shall be chaired by a member elected for that meeting only by the members present.
5. When acting as Chair, the Vice-Chair, or the AMC member elected in accordance with paragraph 5, shall have the same powers and duties as the Chair.

IV. SECRETARY

Rule 4

1. The Director of Fusion for Energy (hereinafter "the Director") shall provide appropriate administrative support to enable the AMC to carry out its tasks. The Director, in consultation with the Chair, shall designate a secretary (hereinafter "the Secretary"), who shall be a member of the staff of Fusion for Energy.
2. The Secretary shall perform their duties independently with a view solely to the interests of the AMC and shall neither seek nor take instructions from any person,

organisation or authority other than the AMC, except that shall remain subject to all of the rules and regulations of Fusion for Energy and any other conditions of their employment contract.

3. The Director and Management shall timely inform the Secretariat on all matters of relevance to the AMC.

V MEETINGS

Rule 5

Convening and Attendance

1. The AMC shall meet when convened by the Chair. The AMC may also be convened at the request of at least one quarter of the AMC members, or at the request of the Chair of the Board, the Director or Euratom.
2. The meetings shall normally take place at the seat of Fusion for Energy, unless the Chair decides otherwise. The AMC may also meet through videoconference.
3. Any member who is unable to physically participate in a meeting may exceptionally participate remotely having obtained the approval of the Chair in advance.
4. Attendance at AMC meetings, including remotely, shall be subject to the strict confidentiality requirements of AMC meetings.
5. Unless decided otherwise by the Chair, the Director or their delegate shall attend the meetings of the AMC and may be assisted by other staff of Fusion for Energy.

Rule 6

Quorum

1. At least one-half (physically or remotely) of the nominated AMC members shall constitute the quorum necessary for a meeting of the AMC to be valid.
2. In the absence of a quorum, the Chair shall close the meeting and convene another as soon as possible.

Rule 7

Agenda

1. Having received approval of the draft agenda from the Chair, the Secretary shall send it by electronic means together with relevant material to the members and the Director at least 14 calendar days before the date of the meeting.
2. The draft agenda shall consist of those items in respect of which a request for inclusion by a member, the Chair of the Board, or the Director is received by the Chair the latest 21 calendar days before the date of the meeting of the AMC.
3. The agenda shall be adopted by the AMC at the beginning of each meeting.

4. If the AMC so decides, the agenda may be changed, and relevant documentation circulated at any time prior to the end of the meeting.

VI. CONDUCT OF BUSINESS

Rule 8

1. Whenever possible, the AMC shall adopt opinions or take decisions by consensus. If such a consensus cannot be reached, an opinion shall be adopted if supported by a majority of the AMC members present.
2. For each opinion adopted or decision taken by the AMC, the result shall be recorded. Members who have voted against an opinion or a decision shall clearly state the reasons for their divergent position. The divergent positions of and the names of the members expressing the divergent positions shall be described in the minutes.
3. Between AMC meetings, the Chair through the Secretary may transmit proposals for an opinion to the AMC members in writing. Such proposals shall not be subject to any amendment by the members. They shall be deemed adopted if the Chair does not receive any written objections within a period to be fixed by the AMC, on a case-by-case basis, and in any case of at least 7 calendar days. The Secretary shall inform the members about the adoption of the opinion without delay.
4. Decisions taken by written procedure shall be recorded in the minutes of the subsequent meeting of the AMC.

VII. RECORD OF DECISIONS AND MINUTES

Rule 9

1. At the conclusion of each meeting, the AMC shall approve its Summary of Decisions based on a draft prepared by the Secretary under the direction of the Chair.
2. After each meeting of the AMC, the Secretary shall prepare the draft minutes of the meeting. After consultation with F4E and approval by the Chair, the draft minutes shall be submitted by the Secretary to the Members within 8 weeks after the date of the meeting.
3. The minutes shall include *inter alia*:
 - (a) The list of those present;
 - (b) The substance of the discussions and the conclusions reached.
4. The minutes shall be approved by written procedure. Members shall send written objections or comments on the draft minutes to the Secretary during a period of 21 calendar days after they have received the draft minutes.
5. Minor and editorial corrections shall be resolved at the discretion of the Chair in consultation with the concerned Member(s) or, if relevant, with the Director. Major issues shall be forwarded to all Members, together with a proposal from the Chair on how to resolve the matter. This could either be to not accept the corrections, propose amendments to the minutes, or that adoption of the minutes is postponed to the next meeting of the AMC. Members shall have a further period of 7 calendar days to agree

or reject the revised minutes. Any further objections shall result in the approval of the minutes being postponed to the next meeting of the AMC.

6. Once approved, the minutes and supporting documents shall be signed by the Chair and the Secretary and be kept by the secretariat.
7. The approved minutes of the AMC shall be sent to the Members, the Chair of the Board, the GB Members and the Director.

IX. ADMINISTRATIVE PROVISIONS

Rule 10

Reimbursement of Expenses

Travel and subsistence expenses incurred by the Chair to attend meetings of the AMC and other meetings in his official capacity as Chair shall be reimbursed by Fusion for Energy in accordance with the rules⁶ applied by Fusion for Energy for the reimbursement of expenses to experts. In addition, the Chair may claim indemnities according to the decision of the Board concerning the payment of indemnities.

Rule 11

Correspondence

All correspondence intended for the AMC shall be addressed to the Secretary who shall inform the Chair accordingly.

Rule 12

Management of Conflicts of Interest and Confidentiality

1. AMC members, experts and other attendees (hereinafter "the Participants") shall comply with the rules of Fusion for Energy concerning confidentiality, independence, preventing and managing conflicts of interest.
2. The Participants shall act in the general interest of Fusion for Energy and sign a declaration to that effect. Before taking up their duties they shall provide the Secretary with a completed and signed General Declaration of Interests form. In addition, the Participants shall provide the Secretary with information on their professional profile in the form of a simplified Curriculum Vitae.
3. The Participants undertake to inform the Secretary whenever there is a change in their circumstances that impacts on their declared interests and to submit an amended General Declaration of Interests form and Curriculum Vitae as appropriate.
4. Ahead of each AMC meeting the Participants shall declare any conflict of interest in relation to the specific agenda items to the Chair and Secretary. At the beginning of each

⁶ These rules shall provide conditions that are equivalent to those laid down in Annex VII of the Staff Regulations of Officials and the conditions of employment of other servants of the European Communities

AMC meeting, the Participants shall declare to the Chair and Secretary whether they have a conflict of interest for any items on the agenda. If during a meeting a Participant becomes aware that he has a conflict of interest, he shall immediately inform the Chair.

5. In case a Participant has not provided a General Declaration of Interests form or Curriculum Vitae within one month of the request being made by the Secretariat, meeting documents and correspondence will not be sent to the Participant concerned until the aforementioned documents have been provided.

Rule 13

Transparency

The names and affiliations of the AMC members shall be published on the Fusion for Energy website along with their General Declarations of Interest and professional profile in the form of a short curriculum vitae.

Rule 14

Language Regime

The AMC shall conduct its business in English.

Rule 15

Entry into Force

These Rules shall enter into force on the date of their adoption and shall be published on the official website of Fusion for Energy.

Done at Barcelona,

For the AMC

Chair of the AMC