

The Statutes of the Microbial Resource Research Infrastructure MIRRI – a European Research Infrastructure Consortium MIRRI-ERIC)

(MIRRI-ERIC Statutes)

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Executive Summary

The 16 Partners and 29 Collaborating Parties of the EU -funded pan-European Microbial Resource Research Infrastructure (MIRRI) intend to set up the MIRRI-ERIC according to the Council Regulation (EC) N° 723/2009 as a European Research Infrastructure Consortium (ERIC) legal entity. The MIRRI-ERIC statutes will set out the provisions for the governance and management of the MIRRI-ERIC.

The proposed provisions present the different bodies of the governance structure, defining their responsibilities and the interdependencies between them as well as the decision-making process of the research infrastructure.

Moreover, the statutes also include the rights and obligations of the future Members, including their financial and operational contribution to the research infrastructure and its national nodes.

Once MIRRI is awarded ERIC status by the European Commission, MIRRI-ERIC will operate under its Statutes and will become legally binding for the Members.

These draft statutes are submitted for consideration by potential future MIRRI Members.

DRAFT

PREAMBLE

THE STATUTES OF THE MICROBIAL RESOURCE RESEARCH INFRASTRUCTURE - EUROPEAN RESEARCH INFRASTRUCTURE CONSORTIUM ('MIRRI-ERIC')

Country

Country

Country

HEREINAFTER REFERRED TO AS 'THE MEMBERS',

and:

Country

Country

Country

HEREINAFTER REFERRED TO AS 'THE OBSERVERS'

WHEREAS the Members are convinced that microbial genetic resources and their related data are key elements for the further development of life sciences and biotechnology;

WHEREAS no single country can offer a complete coverage of microbial diversity and associated services and therefore an overarching European organisation of the national distributed infrastructures is required to make best use of current capacity, bridge gaps and address the needs of biotechnology;

WHEREAS the objective of MIRRI-ERIC is to establish, operate and develop a pan-European distributed research infrastructure that provides facilitated access to high quality microorganisms, their derivatives, associated data and services to underpin Research, Development and Innovation in microbiology, life sciences and biotechnology.

CONSIDERING that MIRRI-ERIC will stimulate the scientific and technological development of the European regions, boost the competitiveness of European product and service development in the different sectors of biotechnology and will act as a catalyst for investment and job creation in the European countries.

WHEREAS the Members request the European Commission to set up MIRRI according to the ERIC Regulation as a European Research Infrastructure Consortium (ERIC) legal entity.

HAVE AGREED AS FOLLOWS:

CHAPTER 1 – GENERAL PROVISIONS

Article 1 - Definitions

For the purpose of these Statutes:

"Central Coordinating Unit" means the operational secretariat of the MIRRI-ERIC as provided in Article 11 of these Statutes;

"Cluster" means a functional unit bringing together the expertise available at different Partners to respond to concrete demands of the MIRRI stakeholders. Clusters will be organised on an ad hoc basis and can be of short or long-term duration.

"Defaulting Member/Observer" means a Member/Observer, which

(a) is in default of the payment of its annual contribution, if the outstanding amount equals or exceeds the amount of contributions due for the preceding financial year; or

(b) seriously fails in its obligations; or

(c) causes or threatens to cause serious disruption in the operation of MIRRI-ERIC;

"Financial Year" means *(still to define)*;

"In-Kind Contribution" means a contribution paid or given in goods, commodities, or services instead of money

"Head of mBRC" means the Head or Director of a mBRC, appointed by the legal owner of the mBRC. The Head of mBRC will act as the operational liaison between the National Node of the MIRRI-ERIC (some external partners) and the mBRC. Heads of mBRCs are responsible to follow the requirements stated in the Partner Charter and the policies and strategies decided by the Assembly of Members and the National Node;

"Member" means an entity according to Article 4;

"mBRC" means microbial domain Biological Resource Centre, i.e. service providers and *ex situ* conservation facilities of micro-organisms, plant animal and human cells as well as replicable parts of these (e.g. genomes, plasmids, viruses, cDNAs) and related information;

"National Node" means an entity, not necessarily with legal capacity, designated by a Member, which coordinates the national mBRC(s) and links its activities with the pan-European activities of MIRRI-ERIC;

"National Coordinator" means the director of a National Node, appointed by the competent authority of a Member. The National Coordinator will act as the operational liaison between the MIRRI-ERIC and the National Node. National Coordinators are responsible for their country to follow the policies and strategies for the development and exploitation of the research infrastructure decided by the Assembly of Members;

"Observer" means an entity according to Article 5;

"Partner" means mBRC, person or institution providing resources or services or participating in joint projects and clusters in the frame of the MIRRI Partner Charter;

"Partner Charter" means the requirements and obligations for Partners;

“Regulation” means Council Regulation (EC) No 723/2009 of 25 June 2009 on the Community legal framework for a European Research Infrastructure Consortium;

“Rules of Operation” means the rules adopted by the Assembly of Members to implement specific areas of these Statutes (e.g. the functioning of the Assembly of Members, National Coordinators Forum and the Advisory Board);

“Work Program” means the description of the strategy, planned activities, staffing and funding of MIRRI-ERIC.

Article 2 - Designation, Duration, Statutory Seat, Working Language

1. A Microbial Resource Research Infrastructure - European Research Infrastructure Consortium, hereinafter called the “MIRRI-ERIC”, is established for an unlimited period of time as from the date when the decision of the European Commission establishing the infrastructure takes effect.
2. The statutory seat of MIRRI-ERIC shall be located in the city of [xxx] on the territory of [xxx], hereinafter referred to as “Host Member State”.
3. The Host Member State shall provide the premises, facilities and services for the Central Coordinating Unit of MIRRI-ERIC as described in a written statement in the application for ERIC status.
4. The working language of the MIRRI-ERIC shall be English.

Article 3 - Tasks and Activities

1. The principal task of MIRRI-ERIC shall be to establish, operate and develop a pan-European distributed research infrastructure of Microbial domain Biological Resource Centres (mBRCs) in order to ensure access to high quality resources and related services as well as state-of-the art facilities. MIRRI-ERIC shall implement its Work Program as adopted by the Assembly of Members.
2. MIRRI-ERIC shall pursue its principal task on a non-economic basis. The MIRRI-ERIC may carry out limited ancillary economic activities provided that these are closely related to its principal tasks and do not jeopardise their achievement. Any income generated by these limited ancillary economic activities shall be used by the MIRRI-ERIC to support its purposes.
3. For the purposes of paragraph 1, MIRRI-ERIC shall carry out the following activities:
 - a. ensure legally protected and regulative compliant access to microbial resources and associated data in mBRCs to maintain comprehensive supply of biological material in line with the demands of the research community;
 - b. provide a single access entry point to state-of-the-art microbial services and to expert and technical platforms;
 - c. improve the complementarity of mBRCs as well as the interoperability of their data offers;

- d. implement quality management including standardised procedures, best practices and appropriate tools to increase the quality of the resources, the associated data and performed services;
 - e. establish relationships with other European research infrastructures and pan-European organisations in related fields;
 - f. perform research matching and pooling services for public and private institutions and launch joint activities;
 - g. provide coordinated external user access to the research infrastructure to enable researchers to carry out in-house research to mBRC holdings;
 - h. engage the internal researcher and technologist community to implement common standards, share technologies and knowledge and coordinate to resolve operational problems and address user community needs;
 - i. provide training and education in the field of microbiology, such as taxonomy, identification and preservation techniques;
 - j. any other related action necessary to achieve its aim.
4. The activities of MIRRI-ERIC shall be pan-European in scope and foster excellence in scientific research and bioindustry in the microbial field in Europe and continuously keep up with the demands of the academic and industrial communities. Thus, MIRRI-ERIC shall contribute to increased use and dissemination of knowledge as well as optimisation of the results of mBRC-based research activities throughout and outside Europe:
5. The activities of MIRRI-ERIC shall be politically neutral and guided by transparency, responsiveness, ethical awareness, legal compliance, openness, equal treatment and non-discrimination.

CHAPTER 2 – MEMBERSHIP AND OBSERVER STATUS

Article 4 - Members

1. In accordance with the Article 9(1) of the Regulation, EU Member States, associated countries, third countries other than associated countries and intergovernmental organisations that have agreed to these Statutes are Members of MIRRI-ERIC. The initial list of members is set out in Annex 1.
2. Member States, associated countries, third countries other than associated countries as well as intergovernmental organisations may become Members of MIRRI-ERIC at any time, subject to approval by the Assembly of Members, according to Article 7(6)(h).
3. Each Member shall commit to a minimum term of membership of MIRRI-ERIC. The initial minimum term of membership is 3 years. After this period, Membership will be automatically renewed each year, except in the case of a withdrawal as provided under paras 6 to 8.
4. Each Member shall:

- a. recognise that the MIRRI-ERIC has legal personality;
 - b. acknowledge the MIRRI-ERIC Statutes and Rules of Operation;
 - c. provide access, within the applicable legal and ethical framework, to MIRRI-ERIC microbial biological resources and/or associated data under a common set of standards and conditions as further specified in the MIRRI-ERIC Partner Charter and approved by the Assembly of Members;
 - d. establish a National Node and appoint a National Coordinator;
 - e. ensure coordination of Partners via the National Nodes that will facilitate access to biological resources, related services and associated data;
 - f. use the MIRRI brand for those activities that are performed under the MIRRI-ERIC;
 - g. where appropriate, make investments in infrastructure in support of MIRRI-ERIC;
 - h. contribute to capacity building in the field of mBRCs;
 - i. support the primary purpose of MIRRI-ERIC and the implementation of the MIRRI-ERIC Work Program;
 - j. make an annual financial contribution as specified in Article 15.
5. Without prejudice to other rights set out in these Statutes, Rules of Operation, decisions of the Assembly of Members or applicable laws, each Member has the right to:
- a. access to MIRRI and all its services and data to its research community with priority rights according to the Rules of Operation;
 - b. cooperate closely with other countries in making resources, tools and services available to the researchers of the respective countries;
 - c. let its research community participate in the adoption of relevant MIRRI standards and best practice recommendations;
 - d. let its research community participate in MIRRI knowledge-transfer and expertise clusters according to the Partner Charter;
 - e. participate in project proposals where MIRRI-ERIC acts as the submitting consortium;
 - f. obtain legal certainty and advice in terms of biosafety, biosecurity and regarding access, use, transfer of microbial resources to both users and providers according to Nagoya Protocol.
6. After the initial three years of accession to MIRRI-ERIC, any Member may withdraw from the MIRRI-ERIC by a written notice to the Executive Director at the latest three months before the approval of the following year's budget.
7. Any withdrawal shall take effect at the end of the financial year following that in which notice is given, or at such later date as the Member proposes.
8. Any Member of the MIRRI-ERIC who ceases to be a Member of the MIRRI-ERIC, shall not be entitled to claim back the contributions that it has provided to the MIRRI-ERIC and shall remain liable to make all the contributions that were due while it was a Member of the MIRRI-ERIC.
9. The Executive Director may propose to the Assembly of Members that a Defaulting Member should be excluded, according to Article 7(8)(b).

Article 5 - Observers

1. Observers to MIRRI-ERIC are EU Member States, associated countries, third countries other than associated countries and intergovernmental organisations that have applied to become Observers. The initial list of Observers is set out in Annex 2.
2. EU Member States, associated countries, third countries other than associated countries as well as intergovernmental organisations may apply to become Observers of MIRRI-ERIC at any time, subject to approval by the Assembly of Members, according to Article 7(6)(h).
3. Observer status is granted for a maximum period of three years. After the three-year period, Observers shall either apply for membership or withdraw from the MIRRI-ERIC, unless the Assembly of Members decides otherwise.
4. Each Observer shall:
 - a. recognise that the MIRRI-ERIC shall have legal personality;
 - b. acknowledge the MIRRI-ERIC Statutes and Rules of Operation;
 - c. make an annual financial contribution to as specified in Article 15.
5. Each Observer has the right:
 - a. to participate, without voting rights, in the Assembly of Members;
 - b. to participate in certain activities of MIRRI-ERIC identified by the Assembly of Members.
6. Any Observer may withdraw from the MIRRI-ERIC by a written notice to the Executive Director.
7. Any withdrawal shall take effect at the end of the financial year following that in which notice is given, or at such later date as the Observer proposes.
8. Any Observer of the MIRRI-ERIC who ceases to be an Observer of the MIRRI-ERIC, shall not be entitled to claim back the contributions that it has provided to the MIRRI-ERIC and shall remain liable to make all the contributions that were due while it was an Observer of the MIRRI-ERIC.
9. The Executive Director may propose to the Assembly of Members that a defaulting Observer should be excluded, according to Article 7(8)(b).
10. The Central Coordinating Unit shall keep the list of Observers and their representative entities updated.

CHAPTER 3 –GOVERNANCE OF THE MIRRI-ERIC

Article 6 - Governance structure

1. The governance structure of MIRRI-ERIC shall comprise the following bodies:
 - a. the Assembly of Members;
 - b. the Executive Director, assisted by the Central Coordinating Unit;
 - c. the National Coordinators Forum;
 - d. the mBRC Directors Forum
 - e. the Advisory board.

Article 7 - The Assembly of Members

1. The Assembly of Members shall be the decision-making body of MIRRI-ERIC. It shall decide collectively about the strategy, governance and development of the MIRRI-ERIC as a research infrastructure. Those decisions shall be implemented by the Executive Director, assisted by the staff of the Central Coordinating Unit.
2. The Assembly of Members shall be composed of delegates of all Members of MIRRI-ERIC. Each Member shall be represented by up to two delegates officially appointed by the competent authority. Members shall state in the appointment letter the name of the delegate with voting rights. Each member of the MIRRI-ERIC has one vote in the Assembly of Members. Voting shall be conducted according to the Rules of Operation.
3. Up to two representatives with official endorsement from each Observer may attend the meetings of the Assembly of Members in an observing capacity.
4. Attendance by visitors shall be permitted at the discretion of the Chair of the Assembly of Members, as provided for in the Rules of Operation.
5. The Assembly of Members shall convene in an ordinary meeting once a year. The Executive Director may decide after providing notice to the Members in accordance with the Rules of Operation to convene extraordinary meetings at any time. He will convene an extraordinary meeting in case he receives such a request from at least one third of the Members.
6. Meetings of the Assembly of Members shall be quorate and decisions of the meeting binding on the MIRRI-ERIC if two-thirds of the Members are in attendance at the meeting.
7. The Assembly of Members shall to a majority of two thirds of the votes expressed by the Members:
 - a. appoint, suspend or dismiss the Executive Director;
 - b. appoint the Advisory Board;
 - c. establish further committees, working groups and other bodies if deemed necessary, and define their assignment and reporting;
 - d. decide on strategies for the construction, maintenance and development of MIRRI-ERIC;
 - e. adopt policies necessary for the implementation of the strategies and the Work Program;
 - f. approve the Work Program and annual budget of MIRRI-ERIC;
 - g. approve the Rules of Operation and any amendments to the Rules of Operation, subject to these Statutes and Applicable Law;
 - h. decide at least every three years on the annual fee for Members and Observers;
 - i. approve annual reports and accounts of MIRRI-ERIC;

- j. approve admission of new Members and Observers as well as renewed Observer Status;
 - k. approve the contributions from Members and Observers other than cash contributions in euros, in accordance with Article 15 (1).
8. Decisions concerning the following shall require a unanimous vote, when indicated not counting the vote of the Member in question or the abstentions from voting:
- a. resolve any amendment to these Statutes and its Annexes;
 - b. termination of Membership and Observer Status,
 - c. winding-up of the MIRRI-ERIC.
9. The Assembly of Members shall elect by simple majority of the votes the Chair and the Vice-Chair of the Assembly of Members. The term of the appointment of the President and Vice-President shall be set out in the Rules of Operation.
10. Decisions of the Assembly of Members on any matter other than those specified in par (7), (8) and (9) will be taken by a simple majority of the votes of the Members in attendance at a meeting.

Article 8 - The Executive Director

1. The Assembly of Members shall appoint the Executive Director of MIRRI-ERIC according to Article 7(7)(a). The Executive Director shall be the legal representative of MIRRI-ERIC.
2. The role of the Executive Director shall include:
- a) lead and administrate the MIRRI-ERIC including the Central Coordinating Unit and appoint its staff;
 - b) prepare the decisions and programs for adoption by the Assembly of Members;
 - c) implement the decisions and programs adopted by the Assembly of Members;
 - d) convene ordinary and extra-ordinary meetings of the Assembly of Members, set the agenda for the meetings and prepare the minutes to be approved by the Assembly of Members;
 - e) prepare and submit the annual activity report, for approval by the Assembly of Members, as described in Article 7(7)(i);
 - f) propose and organize the meetings of the MIRRI-ERIC Advisory Board;
 - g) organize and develop the strategy on the collaboration with other Research Infrastructures; and
 - h) evaluate the aspiring new Members or Observers in order to propose admission to MIRRI-ERIC.
3. The Assembly of Members may entrust the Executive Director with additional tasks to be described in the Rules of Operation.
4. At the start of each financial year, the Executive Director shall, in particular, provide to the Assembly of Members:

- a) a statement of account of the previous year, audited in accordance with Article 7(7)(i);
 - b) the draft program and the budget for the following fiscal year, which shall include all expected revenues and expense items;
5. The Assembly of Members shall appoint the Executive Director for a period of up to 3 years and may re-appoint the Executive Director for one further term. The Assembly of Members may terminate the appointment of the Executive Director by a decision taken in accordance with Article 7(7)(a).

Article 9 - The National Coordinators Forum

1. The National Coordinators Forum consists of all National Coordinators and shall implement the directions and decisions taken by the Assembly of Members, as well as the counsel from the Advisory Board, at the level of the Members and their national institutions. The Forum has to maintain coherence and consistency across the distributed infrastructure and collaboration between National Nodes and to ensure implementation of the approved work program at the national level.
2. The National Coordinators Forum shall convene in an ordinary meeting once a year.
3. The National Coordinators Forum shall appoint one of its members as Chair and Vice Chair.

Article 10 - The mBRC Heads Forum

1. The mBRC Heads Forum consists of Heads of mBRCs of the signatory Partner-mBRCs of the MIRRI-ERIC and shall support the Executive Director and assist the Partner-mBRCs to elaborate the annual Work Program of the MIRRI-ERIC.
2. The mBRC Heads Forum shall convene in an ordinary meeting once a year.
3. The mBRC Heads Forum shall appoint one of its members as Chair and Vice Chair.

Article 11 - Central Coordinating Unit

1. MIRRI-ERIC may employ staff to assist the Executive Director in the Central Coordinating Unit. This staff shall be appointed and dismissed by the Executive Director. The appointment and dismissal of staff shall follow the Rules of Operation.
2. The Assembly of Members shall approve the staff establishment plan prepared by the Executive Director and included the Work Program.
3. Under the authority and responsibility of the Executive Director, the services provided by the Central Coordinating Unit may include:
 - a) the general management and administration of the MIRRI-ERIC, including the financial management, the organisation of all governance and management meetings, as well as the administration of Members and Observers;

- b) the central point for communication with stakeholders, the follow up of market demand and the promotion of the infrastructure;
- c) the organisation and control of the user access system and common services;
- d) supporting services in the field of regulatory matters, quality management, ICT.

Article 12 - The Advisory Board

1. The activities of MIRRI-ERIC shall be periodically evaluated by an independent Advisory Board. The Advisory Board shall also advise the Assembly of Members with regard to proposals of the Executive Director on the implementation of the Work Program.
2. The Advisory Board shall reflect the relevant application areas of the MIRRI-ERIC and shall thus comprise expertise in the following fields: ethics, science, legislation, industrial applications.
3. The Advisory Board shall be composed of independent experts appointed in their own right, not as representatives of their respective background organisations or of Members. One member of the Advisory Board shall be appointed as Chair.
4. The number of members of the Advisory Board is decided by the Assembly of Members. In general this number should not be higher than ten, and should not be higher than the number of members of MIRRI-ERIC.
5. The Assembly of Members shall appoint the Advisory Board members and decide on the terms of reference of the Advisory Board.
6. The Advisory Board shall meet whenever necessary, but at least once per year.
7. The decisions of the Advisory Board are to be passed by the simple majority of the votes of the members attending the meeting unless specified to the contrary in the terms of reference.
8. The Executive Director shall be entitled to attend all meetings of the Advisory Board as an observer.

Article 13 - Rules of Operation

1. The Rules of Operation shall specify the organisation of the work between the Members, Observers, Governance bodies and Partners of MIRRI-ERIC, organise the management of MIRRI-ERIC, and define the modalities of cooperation between the Members, Observers, Governance Bodies and Partners.
2. The Rules of Operation, including their updates whenever requested, shall be prepared by the Executive Director of the MIRRI-ERIC and approved by the Assembly of Members.

CHAPTER 4 – FINANCE

Article 14 - Resources of the MIRRI-ERIC

- a. The MIRRI-ERIC budget funds the common operation of MIRRI-ERIC. It mainly comprises the costs of the Executive Director, the Central Coordinating Unit and the Clusters. It shall be approved by the Assembly of Members through adoption of the Work Program.
- b. The MIRRI-ERIC resources shall consist of:
 - a) annual Member and Observer financial contributions;
 - b) contributions by the Host Member State;
 - c) grants and any other contributions, special contributions and payments from any individual, public or private body for the purposes set out in these Statutes subject to approval by the Assembly of Members;
 - d) any income obtained by MIRRI-ERIC for services provided by the MIRRI-ERIC to third parties ;
 - e) public national and/or Community funding.
- c. Members and Observers shall bear their own costs of participation in MIRRI-ERIC meetings.

Article 15 - Financial Contributions

1. Each Member and Observer shall contribute to the MIRRI-ERIC budget. Unless otherwise agreed by the Assembly of Members, contributions shall be made in cash (Euro).
2. The contribution of each Member shall be in accordance with the membership contribution table that is laid down in annex 3.
3. The contribution of each Observer shall be 30% of the full membership contribution as determined in accordance with the membership contribution table that is laid down in annex 3.
4. The scale of contributions based on the membership contribution table laid down in annex 3 may be modified in case of a new Member or Observer or in case of withdrawal or exclusion of a Member or an Observer. The new scale shall take effect according Article 15(5).
5. The financial contributions of the Members (including the minimum annual monetary contribution) for each year after the first 3 years of the MIRRI-ERIC shall be established annually at the meeting of the Assembly of Members and follow a principle of a triannual premium adjustment for each member.
6. When in accordance with the Work Program and the relevant rules as approved by the Assembly of Members, members may contribute partly via in-kind contributions to the common MIRRI-ERIC budget.
7. The Assembly of Members will establish an accounting system and will develop rules for the acceptance of in-kind contributions and the assessment of their value.

Article 16 - Liability of Members and Observers

1. Each Members' and Observers' liability towards the MIRRI-ERIC's debts and liabilities, of whatever nature, shall be limited to the value of each Member's annual financial contribution.
2. The MIRRI-ERIC shall take and maintain appropriate insurance(s) to cover any risks relating to its construction and operation, including third party damage insurance.

Article 17 - Budgetary principles, accounts and audit

1. The Financial Year of the MIRRI-ERIC shall be as determined by the Assembly of Members.
2. The budget of the MIRRI-ERIC shall be subject to the requirements of Applicable Law, as defined under Article 27, referring to preparation, filing and publication of accounts and the accounts shall be presented in compliance with the principles of transparency.
3. The accounts of the MIRRI-ERIC will be audited annually by a recognised auditing body and shall be accompanied by a report on budgetary and financial management for the preceding Financial Year. The Assembly of Members shall approve the appointment of an external auditor and the duration of the appointment.
4. The Assembly of Members shall approve the audited accounts and report on budgetary and financial management for the preceding Financial Year within six months of the end of each Financial Year.
5. The MIRRI-ERIC shall be liable for its debts.

Article 18 - Tax Exemption

1. Tax exemptions based on Articles 143(1)(g) and 151(1)(b) of Council Directive 2006/112/EC of 28 November 2006 on the common system of value added tax and in accordance with Articles 50 and 51 of Council Implementing Regulation (EU) No 282/2011 of 15 March 2011 laying down implementing measures for Directive 2006/112/EC on the common system of value added tax shall be limited to the value added tax for such goods and services which are
 - a. in direct relation to the management and operation of MIRRI-ERIC,
 - b. exceed the value of EUR 250,
 - c. are wholly paid for and procured by MIRRI-ERIC.
2. Procurement by individual Members shall not benefit from these exemptions.

Article 19 - Reporting to the Commission

1. MIRRI-ERIC shall produce an annual activity report, containing in particular the scientific, operational and financial aspects of its activities. The report shall be approved by the Assembly of Members and transmitted to the Commission and

relevant public authorities within six months after the end of the corresponding Financial Year. This report shall be made publicly available.

2. MIRRI-ERIC shall inform the Commission of any circumstances which threaten to seriously jeopardise the existence of the MIRRI-ERIC or seriously impair the achievement of the tasks of the MIRRI-ERIC or hinder the MIRRI-ERIC from fulfilling the requirements laid down in the Regulation.
3. If at any time during its existence, the MIRRI-ERIC is unable to pay its debts, the Executive Director shall immediately notify the European Commission in accordance with Article 17 of the Regulation.

CHAPTER 5 – POLICIES

Article 20 - Access Policy

1. MIRRI-ERIC shall make microbial biological material, associated data in databases, knowledge and services affiliated with or developed by MIRRI-ERIC Partner mBRCs available to researchers and research as well as bioindustry institutions according to the access procedure and criteria as approved by the Assembly of Members. This access shall respect conditions set by the microbial biological material and the data providers that affiliate their databases to MIRRI-ERIC. Nothing in these Statutes should be read to restrict the right of owners of mBRCs or microbial biological resources affiliated with MIRRI-ERIC to decide on providing access to any material and data.
2. MIRRI-ERIC shall seek to ensure that the source of the microbial biological material and associated data be appropriately acknowledged and should request that such attribution be maintained in subsequent use of the material and data.
3. The Access Policy will be defined in detail in the Rules of Operation subject to approval by the Assembly of Members.

Article 21 - Scientific Evaluation Policy

1. A scientific review of the MIRRI-ERIC activities, services and platforms shall be coordinated by the Executive Director, evaluated by the Advisory Board and shall be presented to the Assembly of Members. The Scientific Evaluation Policy will be defined in detail in the Rules of Operation.
2. The scientific evaluation process of projects and/or individuals requesting access to the MIRRI-ERIC infrastructure or within the infrastructure shall consider scientific merit and eligibility and shall be based on transparency, fairness and impartiality. That process shall be approved by the Assembly of Members and laid down in the Rules of Operation.

Article 22 – Dissemination and Data Privacy Policy

1. MIRRI-ERIC shall appropriately promote the infrastructure and its use in research, innovative projects and higher education.

2. MIRRI-ERIC shall encourage its users to make their research results publicly available and to make results available through MIRRI.
3. The dissemination policy shall describe the various target groups, and MIRRI shall use appropriate media as well as a communication and collaboration platform state of the art to reach the targeted communities.
4. The MIRRI-ERIC shall provide guidance to researchers to ensure that research undertaken using material and data made accessible through MIRRI-ERIC is undertaken within a framework that recognizes the rights of data owners and privacy of individuals.
5. Use and collection of the MIRRI-ERIC data is subject to European and national laws of data privacy. Use of the MIRRI-ERIC data by users who are not subject to EU legislation shall be conditional on signing a declaration of data confidentiality according to the form provided by the European Commission (OJ L 6, 10.1.2002, p. 52).
6. The Executive Director shall submit to the Assembly of Members for approval Rules of Operation for the Data Privacy Policy and Dissemination Policy in relation to users of MIRRI-ERIC infrastructure, the National Nodes and third parties such as universities, research institutes and industry, with due respect for existing licenses.

Article 23 - Intellectual Property Rights

1. Nothing in these Statutes should be read to alter the scope and application of Intellectual Property Rights and Benefit-Sharing Agreements as determined under relevant laws, regulations and international agreements of the Members.
2. The MIRRI-ERIC may claim appropriate Intellectual Property Rights available within applicable national and international jurisdictions over any results developed or generated by MIRRI-ERIC while carrying out the Work Program. All Intellectual Property Rights shall be managed by the Executive Director.
3. The MIRRI-ERIC shall ensure that users agree to the terms and conditions governing access and that suitable security and privacy arrangements are in place regarding internal storage and handling of data.

Article 24 - Employment Policy

1. The MIRRI-ERIC is committed to equality of opportunity and will not discriminate against any person on the grounds of race, ethnic origin, gender, creed, disability, sexual orientation or any other ground which is regarded as discrimination under European Union law when necessary. Employment contracts shall follow the national laws and regulations of the country in which staff are employed.
2. The selection procedures of applicants for MIRRI-ERIC staff positions shall be transparent, non-discriminatory and will respect equal opportunities.

Article 25 - Procurement Policy

1. The MIRRI-ERIC shall treat procurement candidates and tenderers equally and without discrimination, regardless of whether or not they are based within the

European Union. The MIRRI-ERIC procurement policy shall respect the principles of transparency, non-discrimination and open competition.

2. The Assembly of Members shall adopt Rules of Operation establishing detailed rules on procurement procedures and criteria.

Article 26 - Ethical Policy

1. The MIRRI-ERIC shall adopt Ethical Policies which shall be followed in the activities of the MIRRI-ERIC.
2. The MIRRI-ERIC will act in compliance with international, European and national legal frameworks and adhere to applicable Codes of Conduct on Biosecurity.
3. MIRRI-ERIC will assist mBRCs, users and National Nodes in complying with the various legally binding frameworks regulating access to biological material, including genetic resources, with regard to fair and equitable sharing of benefits arising from their utilization. The MIRRI-ERIC shall ensure efficient, regulatory compliant, harmonized implementation of the Nagoya Protocol.

Article 27 - Accession Policy for Resources and Data

1. The MIRRI-ERIC shall focus on increasing taxonomic, geographic, and ecological strain diversity; reducing redundancy in the collections and providing a policy for member mBRCs to specialize themselves, reduce redundancy, and add novelty to their collections and related services.
2. The MIRRI-ERIC shall adopt a policy to foster high-quality and beneficiary data providing all relevant information and associated metadata about the biological resources. The MIRRI-ERIC shall promote integration with omics and other datasets and harmonized with other digital infrastructures.

Article 28 - Amendment to the Policies

1. The Executive Director shall take all necessary steps for the implementation of the aforementioned policies and for maintaining the policies.
2. The Assembly of Members shall be responsible for considering and deciding on amendments to the policies which are proposed by a Member or the Executive Director and whether any amendments to the policies will need to be referred to the Commission pursuant to Article 11 of the Regulation.

CHAPTER 6 – FINAL PROVISIONS

Article 29 - Amendments to the Statutes

1. Any amendments to the Statutes and to the Annexes of these Statutes shall be decided by the Assembly of Members in accordance with Article 7 (8)(a). The date of any amendments shall be recorded in these Statutes.
2. Any amendment of the Statutes shall take only effect in accordance with Article 11 of the Regulation.

Article 30 - Winding up

1. The winding up of MIRRI-ERIC shall follow a decision by the Assembly of Members in accordance with Article 7(8)(c).
2. The Executive Director together with the Central Coordinating Unit shall be responsible for liquidation of MIRRI-ERIC.
3. Any assets and liabilities remaining after payment of the MIRRI-ERIC's debts shall be apportioned among the Members in proportion to their actual contribution to the MIRRI-ERIC at the time of dissolution. This paragraph is subject to Article 16 on the liability of Members.
4. MIRRI-ERIC shall cease to exist on the day on which the European Commission publishes the appropriate notice in the Official Journal of the European Union.

Article 31 - Applicable Law, Disputes

1. MIRRI-ERIC shall be governed by:
 - a. Community Law, in particular *Council Regulation on the Community legal framework for an ERIC*;
 - b. the law of the Host Member State in the case of matters not, or partly not, regulated by Community law;
 - c. these Statutes and implementing rules (Rules of Operation).
2. The Members of MIRRI-ERIC shall as far as possible try to settle by amicable means any dispute which may arise from the interpretation or application of these Statutes.
3. The Court of Justice of the European Communities shall have jurisdiction over litigation among the Members in relation to the MIRRI-ERIC, between the Members of MIRRI-ERIC and over any litigation to which the European Community is a Party.
4. Community legislation on jurisdiction shall apply to disputes between MIRRI-ERIC and Third Parties. In cases not covered by European Union legislation, the law of the Host Member State shall determine the competent jurisdiction for the resolution of such disputes.

Annex 1
List of Members

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Annex 2
List of Observers

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Annex 3

Financial Contributions of the Members and Observers

1. This Annex lays down the mechanism of calculation of the contributions by Members/Observers. The overall amount of contributions by Members/Observers shall be defined in the annual Work Programme and Budget.
2. The membership contribution shall be composed of a fixed base contribution and a variable share.
3. Concerning the fixed base contribution there shall be three categories,
 - a) Members with a GDP of more than 2 Mio EUR shall pay a fixed contribution according to the first category.
 - b) Members with a GDP of more than 1 Mio EUR shall pay a fixed contribution according to the second category.
 - c) Members with a GDP of less than 1 Mio EUR shall pay a fixed contribution according to the third category.
4. At the time these Statutes come into effect the fixed base contribution shall be:
 - a) EUR 45.000 for Members of the first category;
 - b) EUR 35.000 for Members of the second category and
 - c) EUR 25 000 for Members of the third category.
5. The fixed base contribution for Observers shall be calculated on a 30% basis of the respective category.
6. The overall amount of the variable share is split among Member States based on their percentage of total GDP of all Member States applied to the MIRRI ERIC-Budget.
7. The calculation of the variable share of Observer States is based on 30% of their respective GDP.
8. In year 6 of membership the financial contribution of a Member will be reduced to 10% of the regular amount, determined according to the calculation described before.