
Innovative controls for renewable source integration into smart energy systems



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D8.11

Supervisory Board of the Network

WP8 – Network Management

Grant Agreement no 675318

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 675318	D8.11 Supervisory Board of the Network	
	WP8. Network Management	Version: v1.4 – Draft
	Author(s): Thilia Ferrier, Fernando Bianchi	Security: PU

TABLE OF CONTENTS

DOCUMENT INFORMATION	3
DOCUMENT HISTORY	4
DEFINITIONS	5
DISCLAIMER OF WARRANTIES	7
EXECUTIVE SUMMARY	8
1 INTRODUCTION	9
1.1 PURPOSE	9
1.2 PRECEDENCE.....	9
1.3 BASIC PROJECT INFORMATION	9
2 MANAGEMENT STRUCTURE	10
2.1 SUPERVISORY BOARD	10
2.1.1 <i>Roles of the Supervisory Board.....</i>	<i>10</i>
2.1.2 <i>Composition of the Supervisory Board</i>	<i>11</i>
2.1.3 <i>Members of the Supervisory Board</i>	<i>11</i>
2.2 ROLES OF THE COORDINATOR	11
2.3 COMMITTEES.....	11
2.3.1 <i>Roles of the Committees.....</i>	<i>11</i>
2.3.2 <i>Composition of the Committees.....</i>	<i>12</i>
2.3.3 <i>Members of the Committees.....</i>	<i>12</i>
2.4 CENTRAL MANAGEMENT OFFICE	13
3 OPERATIONAL PROCEDURES	13
3.1 REPRESENTATION IN MEETINGS	13
3.2 ORGANISATION OF SUPERVISORY BOARD MEETINGS	13
3.2.1 <i>Chairperson of the Consortium Bodies.....</i>	<i>13</i>
3.2.2 <i>Preparation and organisation of meetings</i>	<i>13</i>
3.2.3 <i>Notice of a meeting</i>	<i>14</i>
3.2.4 <i>Sending the agenda.....</i>	<i>14</i>
3.2.5 <i>Adding agenda item</i>	<i>15</i>
3.2.6 <i>Emergencies</i>	<i>15</i>
3.2.7 <i>Minutes of meetings.....</i>	<i>15</i>
3.3 VOTING	16
3.3.1 <i>Voting rules and quorum.....</i>	<i>16</i>
3.3.2 <i>Veto right.....</i>	<i>16</i>
3.4 DELEGATION OF POWER	16
4 DUTIES AND RESPONSABILITIES	17
4.1 DUTIES AND RESPONSIBILITIES OF THE SUPERVISORY BOARD.....	17
4.2 DUTIES AND RESPONSIBILITIES OF THE COORDINATOR	17
5 CONCLUSIONS	18

 675318	D8.11 Supervisory Board of the Network		
	WP8. Network Management		Version: v1.4 – Draft
	Author(s): Thilia Ferrier, Fernando Bianchi		Security: PU

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Description of the deliverable	Quick reference manual for beneficiaries to consult the management procedures. It summarises the key provisions in the Grant Agreement and the Consortium Agreement in an easy language. It explains the Consortium organizational structure, roles and responsibilities and internal communication procedures.
Key words	Supervisory board, governance structure, roles, coordination, responsibilities, management, procedures.

¹ Report

² Administrative (website completion, recruitment completion...)


³ Dissemination and/or exploitation of project results

⁴ Other including coordination

⁵ Public: fully open, e.g. web


⁶ Confidential: restricted to consortium, other designated entities (as appropriate) and Commission services.

⁷ Classified: classified information as intended in Commission Decision 2001/844/EC

 675318	D8.11 Supervisory Board of the Network	
	WP8. Network Management	Version: v1.4 – Draft
	Author(s): Thilia Ferrier, Fernando Bianchi	Security: PU

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 675318	D8.11 Supervisory Board of the Network	
	WP8. Network Management	Version: v1.4 – Draft
	Author(s): Thilia Ferrier, Fernando Bianchi	Security: PU

DEFINITIONS


- Parties of the INCITE Consortium are referred to herein according to the following codes:
 - **IREC.** Fundacio Institut de Recerca de l'Energia de Catalunya (Spain)
 - **UPC.** Universitat Politècnica de Catalunya (Spain)
 - **TU Delft.** Technische Universiteit Delft (Netherlands)
 - **VITO.** Vlaamse Instellin Voor Technologisch Onderzoek (Belgium)
 - **UniBo.** Universita di Bologna (Italy)
 - **UGA.** Université Grenoble Alpes (France)
 - **GE Global Research.** General Electric Deutschland Holding GmbH (Germany)
 - **Efacec Energia.** Efacec Energia - Maquinas e Equipamientos Electricos SA (Portugal)

- **Grant Agreement.** The agreement signed between the beneficiaries and the EC for the undertaking of the INCITE project (Grant Agreement n° 675318).
- **Project.** The sum of all activities carried out in the framework of the Grant Agreement.
- **Consortium.** The INCITE Consortium, comprising the above-mentioned legal entities.
- **Defaulting Party.** Party which the Supervisory Board has identified to be in breach of the Consortium Agreement and/or the Grant Agreement.
- **ESR.** Person who is at the date of recruitment, a postgraduate researcher in the first four years (full-time equivalent) of his/her research career, including the period of research training, and who does not have a doctoral degree and who meets the conditions set forth in Article 6.2 b) of the Grant Agreement. The ESR is engaged under a separate agreement by a Party. The details of ESRs, their appointing institutions and their person-months are included in Annex I to the Grant Agreement.
- **Funding Authority.** The body awarding the grant for the Project, in this case, the Research Executive Agency (REA).
- **Member.** Representative of a party in management body.
- **Partner Organisation.** Legal Entity that is not signatory to the Grant Agreement and does not employ any Researcher within the Project and namely, 3E NV (Belgium).
- **Party(ies).** The legal entity (ies), which are signatories of the EC Grant Agreement No. 675318, in particular: IREC, UPC, TU Delft, VITO, UniBo, UGA, GE and EFACEC ENERGIA.
- **Consortium Agreement.** Agreement concluded amongst INCITE Parties for the implementation of the Grant Agreement.
- **Secondment.** Period during which an ESR is hosted by a Partner Organisation or a Party other than his/her employing institution.

 675318	D8.11 Supervisory Board of the Network	
	WP8. Network Management	Version: v1.4 – Draft
	Author(s): Thilia Ferrier, Fernando Bianchi	Security: PU

ABBREVIATIONS

- **AC.** Administrative Committee
- **CA.** Consortium Agreement
- **CDP.** Career Development Plan
- **CMO.** Central Management Office
- **EC.** European Commission
- **DEC.** Dissemination and Exploitation Committee
- **ESR.** Early Stage Researcher
- **GA.** Grant Agreement
- **INCITE.** Innovative controls for renewable source integration into smart energy systems
- **SB.** Supervisory Board.
- **TSC.** Training Steering Committee
- **WPs.** Work Packages

 675318	D8.11 Supervisory Board of the Network	
	WP8. Network Management	Version: v1.4 – Draft
	Author(s): Thilia Ferrier, Fernando Bianchi	Security: PU

DISCLAIMER OF WARRANTIES

This document has been prepared by INCITE project partners as an account of work carried out within the framework of the contract no 675318.


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 - that this document is suitable to any particular user's circumstance; or

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 675318	D8.11 Supervisory Board of the Network	
	WP8. Network Management	Version: v1.4 – Draft
	Author(s): Thilia Ferrier, Fernando Bianchi	Security: PU

EXECUTIVE SUMMARY

The purpose of this deliverable is to summarise in the frame of the INCITE project the role of the Supervisory Board (SB) of the network and of the different INCITE Committees. It includes a description of the tasks and responsibilities, a list of the members of the SB and the persons and entities participant in the different committees.

In order to formalize the internal procedures of the INCITE project and the roles and responsibilities of the Parties of the network, a management structure was established in Part B of Annex 1 of the Grant Agreement (GA) and further detailed in the Consortium Agreement (CA).


This report includes the following information:

- The management structure of the INCITE Consortium
- Definition and members of the SB and the Committees
- Operational procedures
- Duties and responsibilities of the SB and the Committees
- Tasks of the SB and the Coordinator

The SB is the final decision body of the consortium, playing an active role in the management of the project by means of the following objectives, among others:

- Perform smooth and effective management of the project execution
- Guaranteeing the harmonization among the different Work Packages (WPs)
- Contributing to recruitment, training and supervision of ESRs
- Ensuring the balance between academia and private sector
- Achieving the project and WPs goals.

The Committees have the role of advising the SB in specific subjects such as administrative and financial issues, technical advance, ESR training issues, and dissemination of the project results.

 675318	D8.11 Supervisory Board of the Network	
	WP8. Network Management	Version: v1.4 – Draft
	Author(s): Thilia Ferrier, Fernando Bianchi	Security: PU

1 INTRODUCTION

1.1 Purpose

This deliverable presents the governance structure of the INCITE project. The document is based on the GA, the CA and the agreements reached during the Kick-off meeting.

The purpose of this deliverable is to define the role of the Supervisory Board and the governance structure, including the different tasks and responsibilities related to the implementation of the project.

The main areas treated in this deliverable D8.11 are:

- Project management structure (SB and Committees)
- Operational procedures
- Responsibilities of the SB
- Responsibilities of the Coordinator

The intended audience of this report are the beneficiaries of the consortium and general public. It will be publically available in the website of the project INCITE.

1.2 Precedence

The general principles for the governance structure are defined in the GA and in the CA. This deliverable shall not replace any of the established agreements within the consortium or with the EC. Where there are any apparent or real inconsistencies between these documents the following order of precedence shall be applied:

1. Grant Agreement
2. Consortium Agreement
3. Deliverable D8.11

1.3 Basic project information

Project acronym: INCITE

Project title: Innovative controls for renewable source integration into smart energy systems

Grant Agreement number: 675318


H2020 call topic: H2020-MSCA-ITN-2015

Project start date: December 2015

Project end date: December 2019

Duration (months): 48

Number of participants: 8 partners

 675318	D8.11 Supervisory Board of the Network	
	WP8. Network Management	Version: v1.4 – Draft
	Author(s): Thilia Ferrier, Fernando Bianchi	Security: PU

2 MANAGEMENT STRUCTURE

The organisational structure of the consortium consists of the following management bodies, as it is shown in the figure below:

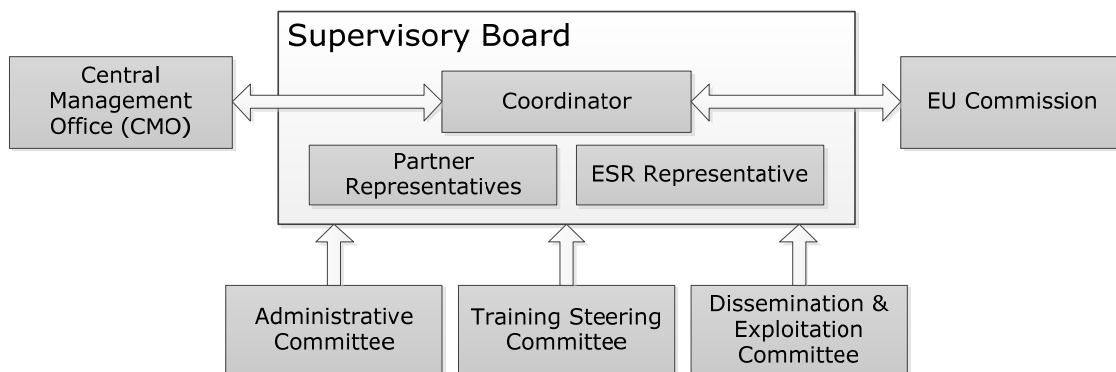


Figure 1. INCITE Governance

The **Supervisory Board** (SB) is the ultimate decision-making body in INCITE and deals with critical or changes affecting the Project as a whole.

The **Coordinator** is the network representative in front of the Funding Authority and chairs the Central Management Office.

The **Administrative Committee** (AC) assists the SB and the Coordinator with the logistic and finance issues of the network management.

The **Training Steering Committee** (TSC) assists the SB and the Coordinator on the technical and training issues.

The **Dissemination & Exploitation Committee** (DEC) analyses the scientific production and for identifying complementary resources among Parties.


The **Central Management Office** (CMO) helps the Coordinator in the general management, coordination and monitoring of training and research activities.

The Committees report their decisions to the Supervisory Board, who will ratify them in order to be binding.

2.1 Supervisory Board

2.1.1 Roles of the Supervisory Board

The SB will supervise the management and administrative procedures and principles that will ensure an efficient execution of the INCITE project and thus contribute to the production of high quality project results.

 675318	D8.11 Supervisory Board of the Network	
	WP8. Network Management	Version: v1.4 – Draft
	Author(s): Thilia Ferrier, Fernando Bianchi	Security: PU

2.1.2 Composition of the Supervisory Board

The SB consists of the Coordinator, one representative of the rest of the Parties and a rotating representative of the ESRs.

Each SB Member is duly authorised to deliberate, negotiate and decide on all matters listed in Section 4 of this deliverable.

The Parties agree to abide by all decisions of the Supervisory Board.

2.1.3 Members of the Supervisory Board

As detailed in Section 2.1.2, the Coordinator, Parties and ESRs are member of the Supervisory Board. The SB members appointed at the time of issuing this deliverable are:

Party	SB member	Email address
IREC	Fernando Bianchi	fbianchi@irec.cat
UPC	Carlos Ocampo Martinez	cocampo@iri.upc.edu
TU Delft	Bart De Schutter	B.DeSchutter@tudelft.nl
VITO	Fjo De Ridder	fjo.deridder@vito.be
UniBo	Alberto Borghetti	alberto.borghetti@unibo.it
UGA	Nicolas Retiere	nicolas.retiere@g2elab.grenoble-inp.fr
GE	Rosa Castane Selga	castane@ge.com
EFACEC	Nuno Silva	nuno.silva@efacec.com

Table 1. Representatives of each Party in the SB

The rotating ESR's representative will be elected after month 7.

2.2 Roles of the Coordinator

The Coordinator is the intermediary between the Parties and the Funding Authority and will perform all tasks assigned to it as described in the GA and in the CA.


The Coordinator shall not enlarge its role beyond the tasks specified in this CA and in the GA.

2.3 Committees

2.3.1 Roles of the Committees

The **Administrative Committee** (AC) handles the logistic and finance issues of the network management such as administrative procedures, organisation of the network meetings, etc.

The **Training Steering Committee** (TSC) evaluates the progress of the ESR training and the technical quality of the Project. It will also propose to the Coordinator the training courses for the summer schools and select the names of the visiting professors and other experts.

 675318	D8.11 Supervisory Board of the Network	
	WP8. Network Management	Version: v1.4 – Draft
	Author(s): Thilia Ferrier, Fernando Bianchi	Security: PU

The **Dissemination & Exploitation Committee** (DEC) assesses whether the results are suitably disseminated at the three levels (general public, scientific and decision-makers) but all in accordance with the terms and conditions of this CA and will take care that complementarities between academics and non-academic Parties are properly exploited.

2.3.2 Composition of the Committees

Each one of the Committees is formed by a representative of three (3) Parties. The appointment of the representatives to the Committees and the duration of their appointments have been decided by the SB.

2.3.3 Members of the Committees

2.3.3.1 Members of the Administrative Committee

The AC members appointed at the time of issuing this deliverable are:

Party	SB member	Email address
IREC	Fernando Bianchi	fbianchi@irec.cat
VITO	Fjo De Ridder	fjo.deridder@vito.be
UniBo	Alberto Borghetti	alberto.borghetti@unibo.it

Table 2. Members of the Administrative Committee

2.3.3.2 Members of the Training Steering Committee

The TSC members appointed at the time of issuing this deliverable are:

Party	SB member	Email address
TU Delft	Bart De Schutter	B.DeSchutter@tudelft.nl
GE	Rosa Castane Selga	castane@ge.com
IREC	Fernando Bianchi	fbianchi@irec.cat


Table 3. Members of the Training Steering Committee

2.3.3.3 Members of the Dissemination & Exploitation Committee

The DEC members appointed at the time of issuing this deliverable are:

Party	SB member	Email address
UPC	Ramon Costa Castelló	ramon.costa@upc.edu
UGA	Nicolas Retiere	nicolas.retiere@g2elab.grenoble-inp.fr
EFACEC	Nuno Silva	nuno.silva@efacec.com

Table 4. Members of the Dissemination & Exploitation Committee

 675318	D8.11 Supervisory Board of the Network	
	WP8. Network Management	Version: v1.4 – Draft
	Author(s): Thilia Ferrier, Fernando Bianchi	Security: PU

2.4 Central Management Office

The office will have a manager to assist the Coordinator with the day-to-day tasks to carry out the training planning recommended by the Supervisory Board and the support of the Coordinator administrative office. The CMO will be in charge of the day-to-day management of the Project and will be responsible of the financial management strategy of the Project, coordinating the cost statements and budgetary overviews according to the inputs from the Parties. The CMO will work to ensure efficient distribution of funds allocated by the Funding Authority according to the activities developed by the Parties following the Research and Training plans.

3 OPERATIONAL PROCEDURES

3.1 Representation in meetings

Any member:

- should be represented at any meeting;
- may appoint a substitute or a proxy to attend and vote at any meeting;
- shall participate in a cooperative manner in the meetings.

The Coordinator shall chair all meetings of the Supervisory Board, unless decided otherwise in a meeting of the Supervisory Board.

3.2 Organisation of Supervisory Board meetings

3.2.1 Chairperson of the Consortium Bodies

The chairperson of a Consortium Body shall convene meetings of that Consortium Body.


Management Bodies	Chairperson	Party
SB	Fernando Bianchi	IREC
AD	Fernando Bianchi	IREC
TSC	Bart De Schutter	TU Delft
DEC	Ramon Costa Castelló	UPC

Table 5. Chairperson of the Consortium Bodies

3.2.2 Preparation and organisation of meetings

The Coordinator, as chairperson, supported by the CMO, is responsible for convening meetings of the SB, complying with the minimum of frequency of ordinary meetings as defined in the CA. Extraordinary meetings will also be convened at any time upon written request of the Coordinator, a Committee or 1/3 of the Members of the SB.

The chairperson of a Consortium Body (see section 3.2.1) shall convene meetings of that Consortium Body.

 675318	D8.11 Supervisory Board of the Network	
	WP8. Network Management	Version: v1.4 – Draft
	Author(s): Thilia Ferrier, Fernando Bianchi	Security: PU

Management Bodies	Ordinary meeting	Extraordinary meeting
SB	At least twice a year	At any time upon written request of the Coordinator, a Committee or 1/3 of the Members of the Supervisory Board
Committees	At least twice a year	At any time upon written request of any Member of any of the Committees

Table 6. Frequency of the Consortium Bodies meetings

Face to face meetings for the SB will be hosted in the following locations:

- April 2016: UGA, Grenoble (France)
- November 2016: VITO, Genk (Belgium)
- May 2017: UPC, Barcelona (Spain)
- November 2017: GE Global Research, Munich (Germany)
- May 2018: TU Delft, Delft (Netherlands)
- November 2018: UGA, Grenoble (France)
- May 2019: UniBo, Bologna (Italy)
- November 2019: IREC, Barcelona (Spain)

Extra SB meetings will be organised by teleconferences.

3.2.3 Notice of a meeting

The chairperson of a Consortium Body (see Section 3.2.1) will give notice in writing of a meeting to each Member of that Consortium Body as soon as possible and no later than the minimum number of days preceding the meeting as indicated below.

Management Bodies	Ordinary meeting	Extraordinary meeting
SB	30 calendars days	15 calendars days
Committees	14 calendars days	7 calendars days


Table 7. Notification of the Consortium Bodies meetings

3.2.4 Sending the agenda

The chairperson of a Consortium Body (see Section 3.2.1) will prepare and send each Member of that Consortium Body a written (original) agenda no later than the minimum number of days preceding the meeting as indicated below.

Management Bodies	Ordinary meeting	Extraordinary meeting
SB	14 calendars days	7 calendars days
Committees	7 calendars days	-

Table 7. Sending the agenda of the Consortium Bodies meetings

 675318	D8.11 Supervisory Board of the Network	
	WP8. Network Management	Version: v1.4 – Draft
	Author(s): Thilia Ferrier, Fernando Bianchi	Security: PU

3.2.5 Adding agenda item

Any agenda item requiring a decision by the Members of a Consortium Body must be identified as such on the agenda.

Any Member of a Consortium Body may add an item to the original agenda by written notification to all of the other Members of SB up to the minimum number of days preceding the meeting as indicated below.

Management Bodies	Ordinary meeting	Extraordinary meeting
SB	10 calendars days	5 calendars days
Committees	2 calendars days	-

During a meeting the Members of a Consortium Body present or represented can unanimously agree to add a new item to the original agenda provided that all the Parties are present or represented at such meeting.

3.2.6 Emergencies

Any decision may also be taken without a meeting if the Coordinator circulates to all Members of the Consortium Body a written document which is then agreed by the defined majority of all Members of the Consortium Body provided that no one of the Members requests the calling of a meeting for discussing the subject matter within such period. Such document shall include the deadline for responses which shall not exceed thirty (30) calendar days.

Meetings of each Consortium Body may also be held by teleconference or other telecommunication means provided that no one of the Members requests the calling of a meeting for discussing the subject matter within a term of 15 calendar days from the date the proposal of the Coordinator to organise such teleconference.


Decisions will only be binding once the relevant part of the Minutes has been accepted according to Section 3.2.6 of this deliverable.

3.2.7 Minutes of meetings

The chairperson of a Consortium body with the help of the CMO will produce written minutes of each meeting which will be the formal record of all decisions taken. She will send the draft minutes to all Members within 30 calendar days of the meeting.

The minutes will be considered as accepted if, within 20 calendar days from receipt (sent by e-mail with acknowledgment of receipt), no Member has sent an objection in writing to the chairperson with respect to the accuracy of the draft of the minutes.

The chairperson shall send the accepted minutes to all the Members of the SB and to the Coordinator, who shall safeguard them. If requested the Coordinator shall promptly provide authenticated duplicates to Members.

 675318	D8.11 Supervisory Board of the Network	
	WP8. Network Management	Version: v1.4 – Draft
	Author(s): Thilia Ferrier, Fernando Bianchi	Security: PU

3.3 Voting

3.3.1 *Voting rules and quorum*

The SB shall not deliberate and decide validly unless two-thirds (2/3) of its Members are present or represented (quorum).

If the quorum is not reached, the chairperson of the SB will convene another ordinary meeting within 15 calendar days. If in this meeting the quorum is not reached once more, the chairperson will convene an extraordinary meeting which shall be entitled to decide even if less than the quorum of Members are present or represented.

Each Member of the SB present or represented in the meeting will have one vote.

Defaulting Parties may not vote.

Decisions will be taken by a majority of two-thirds (2/3) of the votes cast, except when unanimous decision is required as per the conditions of the CA.

Abstentions shall not be deemed as a vote and consequently will not be taken into account on the basis of calculation nor on the results of the voting.

3.3.2 *Veto right*

A Member which can show that its own work, time for performance, costs, liabilities, intellectual property rights or other legitimate interests would be severely affected by a decision of the SB may exercise a veto with respect to the corresponding decision or relevant part of the decision.

When the decision is foreseen on the original agenda, a Member may veto such a decision during the meeting only.

When a decision has been taken on a new item added to the agenda before or during the meeting, a Member may veto such decision during the meeting and within 15 calendar days after the draft minutes of the meeting are sent (by e-mail).


In case of exercise of veto, the Members of the SB will make every effort to resolve the matter which occasioned the veto to the general satisfaction of all its Members.

A Member may not veto decisions relating to its identification as a Defaulting Party. The Defaulting Party may not veto decisions relating to its participation and termination in the consortium or the consequences of them.

A Party requesting to leave the consortium may not veto decisions relating thereto.

3.4 Delegation of power

Any member may appoint a substitute or a proxy to attend and vote at any meeting.

 675318	D8.11 Supervisory Board of the Network	
	WP8. Network Management	Version: v1.4 – Draft
	Author(s): Thilia Ferrier, Fernando Bianchi	Security: PU

4 DUTIES AND RESPONSABILITIES

4.1 Duties and responsibilities of the Supervisory Board

The main responsibilities of the Supervisory Board are:

- to guarantee that the research and training objectives are properly fulfilled,
- to assess the progress and quality of the overall Action training programme and to evaluate the impact of the programme,
- to ensure a proper exploitation of Parties' complementarities,
- to resolve any issue that could arise among Parties.

The Supervisory Board is free to act on its own initiative to formulate proposals and take decisions in accordance with the procedures set out herein.

The following decisions are taken by the Supervisory Board:


- Content, finances and intellectual property rights
- Proposals for changes to Annexes 1 and 2 of the GA to be agreed with the Funding Authority
- Changes to the Consortium Plan
- Modifications to Attachment 1 (Background Included) according to Section 9.1.2 of the CA
- Additions to Attachment 3 (List of third parties for simplified transfer according to Section 8.2.2 of the CA)
- Additions to Attachment 4 (Identified Affiliated Entities)

4.2 Duties and responsibilities of the Coordinator

The Coordinator is responsible for:

- monitoring compliance by the Parties with their obligations
- keeping the address list of Members and other contact persons updated and available;
- collecting, reviewing to verify consistency and submitting reports, other deliverables (including financial statements and related certifications) and specific requested documents to the Funding Authority;
- transmitting documents and information connected with the Project to any other Parties concerned;
- administering the financial contribution of the Funding Authority and fulfilling the financial tasks;
- promptly providing, upon request, the Parties with official copies or originals of documents which are in the sole possession of the Coordinator when such copies or originals are necessary for the Parties to present claims.

If one or more of the Parties is/are late in submission of any Project deliverable, the Coordinator may nevertheless submit the other Parties' Project deliverables and all other documents required by the Grant Agreement to the Funding Authority in time.

 675318	D8.11 Supervisory Board of the Network	
	WP8. Network Management	Version: v1.4 – Draft
	Author(s): Thilia Ferrier, Fernando Bianchi	Security: PU

The Coordinator shall not be entitled to act or to make legally binding declarations on behalf of any other Party or of the consortium, unless explicitly stated otherwise in the GA or in the CA.

5 CONCLUSIONS

The governance structure for the project management proposed defined in the GA has been successfully implemented. The operational details were established in the CA signed by all Parties before the start of the project. The governance structure is designed to implement the action and is specifically oriented to facilitate the decision making procedures needed for achieving the project objectives

This report summarizes the main decision bodies and procedures agreed in the CA. The document identifies the representatives of the Parties in the SB and committees and detailed the tasks and responsibilities of the management bodies.