



CDCPP(2017)6 Addendum II
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COMPENDIUM OF CULTURAL POLICIES AND TRENDS IN EUROPE

SETTING UP A CONSORTIUM

prepared by the

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Introduction

In follow-up to the decision by the Bureau of the Steering Committee to set up a self-sustaining Consortium (Bureau meeting, 22-23 November), the subsequent questionnaire to the CDCPP (9 December) and legal advice sought by the Secretariat from the Council of Europe's Legal Department (January 2017) and in order to determine the most appropriate legal structure for the Consortium, consideration was given at the Assembly of Compendium Stakeholders and Experts (Nicosia, Cyprus, 30-31 March) to elements i)-vi) below (reproduced from the Assembly's [input document](#)).

i) Legal personality

While there are several ways in which member States, Research Institutes, Universities and Foundations may join together, it is essential that the Consortium's format has legal personality. Legal personality is a prerequisite for legal capacity, and necessary for the Consortium to enter into contracts and transfer rights and obligations, manage its budget, and generally carry out its daily business. A more informal network setup, for example, would not fulfil this criterion.

ii) Functions and objectives

Identification of the most appropriate legal format should begin with an analysis of the Consortium's functions and objectives. Once the Consortium's functions and objectives are clearly formulated, and the Consortium has a clear mandate from the stakeholders, the most appropriate legal format, such as a not-for-profit association or a foundation may be chosen. In addition to maintaining and further developing the present Compendium as a public service, functions of the Consortium could be enhanced by adding related tasks to its mandate (e.g. advisory services, providing derivative products, etc.).

iii) Membership

In order to ensure member commitment and expertise, a list of criteria should be drawn up for membership. It will also be necessary to set out the different member types. For example, in a not-for-profit association, comprising of organs such as a Board and a General Assembly, Board members could be divided into permanent members and rotating members, to reflect different commitments and interests. In addition, where appropriate, some Consortium stakeholders could have observer status. Partners from outside of Europe could join the Consortium if they are in a position to contribute meaningfully to the Compendium and its development.

iv) Financing

A yearly budget of ca. €150 000 would guarantee the Compendium the resources necessary to maintain it, including also further content and technical development. This cost would be shared amongst the parties: the greater the number of parties, the smaller would be the party contribution. Fees could be additionally weighted, based on each party's ability to pay, so as not to exclude the participation of some potential members and therefore their cultural expertise for the Compendium project. For instance, Member States' membership fees, or similar big players, could have a minimum fee of €10 000, whereas smaller bodies could pay less. If a Consortium capable of raising the minimum budget could not be formed, however, the Compendium would cease to exist.

A typical and realistic budget plan would look as follows:

| Proposed 2018 Budget for the new Compendium Consortium: € | | |
|---|-------|---------|
| 1. Preparation and/or updates of cultural policy country profiles from up to 47 countries | 30% | €45 000 |
| 2. Editorial co-ordination and implementation of the core Compendium project: | 25% | €37 500 |
| 3. Development and implementation of special Compendium features, derivatives and services: | 12.5% | €18 750 |
| 4. Technical development, maintenance and enhancement of the information system and related services. | 12.5% | €18 750 |
| 5. Organisational costs for running the Consortium (Association), incl. annual meetings of national experts | 20% | €30 000 |

Monetary resources could be complemented or replaced by contributions in kind, and this would help to lower the Consortium's running costs. For instance, Consortium members pledging to provide annual updates of country profiles could be relieved from the duty to pay membership fees. Other examples: The Council of Europe could donate the meeting room for the Consortium's annual General Assembly meeting. Other members could provide the Secretariat service (see point vi)), with such duties being performed by members for a period of 2 years and on a rotational basis. Other meetings throughout the year could be organized using ITC facilities such as video conferencing.

v) *Consortium headquarters*

A country should be identified for the Consortium's headquarters. In choosing this country, factors such as member State commitment to the Compendium as well as a flexible legal system for consortiums or any legal structures of this type should be taken into account. As mentioned in the main document (CDCPP(2017)6), at the current moment, establishment of the Consortium is for the time being envisaged in the Netherlands, thanks to the active support of the Netherlands government and the Boekman Foundation.

vi) *Secretariat*

The Consortium would require a Secretariat to manage its affairs, such as convening and organising meetings, keeping record of its accounts, preparing a variety of documentation, for example with a view to the Consortium's yearly audits. The Council of Europe will no longer be in a position to provide this service. As stated above under "Financing", it is suggested that members provide the Secretariat services on a rotational basis for a limited period such as two years and depending on their capacity.

Appropriate Structure

During the discussions, an overwhelming majority of participants expressed a preference for a not-for-profit association. In view of the recommended solution endorsed by the Bureau in November 2016 and in keeping with the Legal Advice sought earlier in the year, this type of structure is indeed the most feasible for the Consortium. The draft statutes for this Association, drawn up by the Council of Europe's Legal Department and commented on by the Assembly participants after the Cyprus Assembly, appear in Appendix I to this document. Once there is consensus on the statutes, they will need to be checked by an experienced law firm in the country of the Consortium's headquarters. Please refer to the main document (CDCPP(2017)6) for the action to be taken.

Statutes of the ...**Preamble**

The objective of the association is the management and financial support of the database « Compendium of cultural policies and trends in Europe » ("the Compendium"). The Compendium has been the leading information and monitoring platform on cultural policies and related issues since 1998. Initiated by the Council of Europe and the ERICarts Institute, it has been financed by the Council of Europe and managed by ERICarts. The Compendium is owned by both the Council of Europe and ERICarts. In order to obtain sufficient, sustainable funding it was decided by the Compendium stakeholders to set up a multi-stakeholder association that may comprise member states of the Council of Europe, intergovernmental organisations, non-governmental organisations or any national public authorities with legal personality. The aim is to establish an association that may comprise as many interested stakeholders in the field as possible and to guarantee the Compendium's long-term survival through securing sustainable funding. The association will also enable the further development of the Compendium's presentation and content to ensure that the Compendium may continue to serve its purpose as a research tool in the field of cultural policies. The Council of Europe and ERICarts intend to transfer their ownership over the Compendium to the association after its establishment.

§ 1 NAME, LEGAL FORM, DOMICILE AND BUSINESS YEAR NAME,

- (1) The name of the Association is: ...
- (2) The Association is headquartered in ... and shall be registered with the
- (3) Following registration, the name of the association will be:
- (4) Business year of the association is the calendar year.

§ 2 OBJECTIVES OF THE ASSOCIATION

- (1) The Association's objective is the management, financial support and further development of the database « Compendium of Cultural Policies and Trends in Europe » (hereinafter referred to as « the Compendium »).
- (2) The Association's objective is achieved, in particular through (but not limited to):
 - Taking strategic decisions as to the further development of the function, presentation and content of the Compendium, including its research dimension and activities ;
 - Supervision of the day-to-day management of the Compendium by a service provider ;

- Securing the sustainable financing of the Compendium through membership fees, voluntary contributions and donations ;
- Promotion of the Compendium among policy-makers and researchers.

§ 3 NOT- FOR -PROFIT STATUS

- (1) The Association shall exclusively and directly pursue objectives of public benefit.
- (2) The Association acts altruistically. It does not primarily focus on economic objectives for its own benefit.
- (3) The funds of the Association are used only to serve such purposes as are in keeping with these statutes. Members shall not receive any payments from the assets of the Association on grounds of their status as members of the Association.
- (4) No person must be favoured by expenditures which are alien to the objective of the association or by disproportionate remuneration.

§ 4 MEMBERS OF THE ASSOCIATION

- (1) The Association has three categories of membership: members are either permanent members (§ 5), associate members (§ 6) or sponsoring members (§7). All members shall be legal persons.
- (2) The rights and responsibilities of associate and sponsoring members are laid down in the "Membership Charter", to be adopted by the Board, subject to these statutes.

§ 5 PERMANENT MEMBERS

- (1) The Council of Europe ... are permanent members of the
- (2) Each permanent member may terminate its membership at the end of a calendar year via a written termination notice to the Board with a notice period of six months.

§ 6 ASSOCIATE MEMBERS

- (1) Associate members are either founding members or members adhering to the Association at a later stage.
- (2) All associate members make a contribution to the association, the modalities of which will be determined in the Membership Charter.
- (3) Membership as associate member may be obtained by filing a written application with the Board. Membership as associate member becomes effective after confirmation by the General Assembly, taking into account the recommendation of the Board.

- (4) The associate membership can be terminated at the end of a calendar year via a written termination notice to the Board with a notice period of six months.
- (5) § 6 (3) does not apply to founding members.

§ 7 Sponsoring Members

- (1) Sponsoring members are either founding members or members adhering to the Association at a later stage.
- (2) All sponsoring members shall make a contribution to the association which exceeds the contribution for associate members as determined in the Membership Charter.
- (3) Membership as sponsoring member may be obtained by filing a written application with the Board. Membership as sponsoring member becomes effective after confirmation by the General Assembly, taking into account the recommendation of the Board.
- (4) The sponsoring membership can be terminated at the end of a calendar year via a written termination notice to the Board with a notice period of six months.
- (5) § 7(3) does not apply to founding members.

§ 8 ORGANS OF THE ASSOCIATION

Organs of the Association are the Board, the General Assembly and the Assembly of Compendium Experts.

§ 9 BOARD

- (1) The Board shall have 7 members. The Board should in principle be composed with due regard to the members' knowledge and experience in the Association's fields of activities and to gender balance.
- (2) Board members
 - (a) The General Assembly elects (...) members of the Board.
 - (b) Each of the permanent members of the Association appoints one member of the Board.
 - (c) The Assembly of Authors elects two of its members as Board members.
 - (d) The Chair of the Council of Europe Steering Committee on Culture, Heritage and Landscape shall be a Board member.
- (3) The Board members will designate among themselves a Chair, Vice-Chair, Treasurer and Secretary.
- (4) The term of office of the Board members shall be three years; re-appointment is possible once.
- (5) The term of appointment of the Board members shall be set with a view to having no more than two appointments in the same year, unless several Board seats

become vacant before the expiration of the terms of appointment for exceptional reasons. Consequently, the initial terms of appointment of the Board members shall exceptionally be set as follows:

- The Board members representing the permanent members shall be appointed for a term of four years;
 - One Board member shall be appointed for a term of five years;
 - The remaining four Board members shall be appointed for a term of three years.
- (6) The distribution of these initial terms of appointment among the first Board members will be decided by the founding members at the moment of the Association's establishment. All subsequent terms of appointment shall be for three years.
 - (7) After expiration of the term of appointment of a Board member the new Board member will be elected by the General Assembly or, if the outgoing Board member was appointed by a permanent member, will be appointed by that same permanent member. If a Board seat becomes vacant before the respective term of appointment has expired, the competent permanent member or the General Assembly shall appoint a new Board member for the remainder of the term of appointment. If the remaining term of appointment is less than 18 months, re-appointment of such Board member is possible twice.
 - (8) If the permanent member competent for the designation is no longer a member of the association, the General Assembly will designate the new Board member.
 - (9) Members of the Board shall be natural persons with exceptional experience in the fields of activity of the Association.
 - (10) The Board shall adopt rules of procedure for the Board and the General Assembly (the "Rules of Procedure") within six (6) months following the establishment of the Association.
 - (11) Working on the Board shall be voluntary and not be remunerated.
 - (12) Members of the Board have the right to be reimbursed adequately for expenses actually incurred in the context of their activity for the Association (e.g. office supplies, telephone charges and travel expenses). Individual proof of expenses shall not be required if lump-sum payments do not or not considerably exceed the actual expenses. Lump sums may not include any work or time efforts. Reimbursements may not be unreasonably high. Further details are set out in the Rules of Procedure.

§ 10 DUTIES OF THE BOARD

- (1) The Board decides on all matters of principle, according to the statutes, and on its own authority. It supervises the administration of the Association and acts as its legal representative, representing the Association in and out of court. The Association is represented jointly by two members of the Board, one of which must be the Chair or the Deputy Chair. The Deputy Chair may only act to that effect if the Chair is unavailable or incapable of action.

(2) The duties of the Board include:

- Supervision of the administration of the Association;
- Formulation of an annual programme and budget for the Association and an annual work plan for the Compendium ;
- Contracting and supervision of a service provider for the management of the Compendium;
- Adoption of its Rules of Procedure and possible amendments thereto ;
- Adoption of the Rules of Procedure of the General Assembly and possible amendments thereto ;
- Adoption of the Membership Charter ;

§ 11 RESOLUTIONS OF THE BOARD

- (1) Resolutions of the Board are usually taken in meetings; meetings are convened at least once a year in the form of a presence meeting upon invitation by the Chair, including an agenda, which shall be transmitted at least two weeks in advance. Additional meetings must be convened upon the request of at least half of the members of the Board. Such additional meetings may take the form of a presence meeting or may be held via the use of information technology.
- (2) The Board is quorate if, after correct invitation, at least half of its members are present, among them the Chair or the Deputy Chair, unless the Statutes require otherwise. Incorrect invitations are cured if all members are present and no objection is raised.
- (3) The Board decides by simple majority of the members present, unless the statutes require otherwise. In the event of a tie, the vote of the Chair (or in the absence of the Chair the vote of the Deputy Chair) shall be decisive.
- (4) Minutes of the Board meetings shall be prepared, agreed upon by the participating Board members and observers, signed by the minute-taker and confirmed by the Chair. These minutes have to be brought to the attention of all members of the Association.
- (5) Additional rules for the work of the Board shall be laid down in the Rules of Procedure.
- (6) Resolutions may be taken outside meetings if no member of the Board raises any objection. The rules for the decision-making laid down in this § 11 and the Rules of Procedure apply *mutatis mutandis*.

§ 12 ASSEMBLY OF COMPENDIUM EXPERTS

- (1) The Assembly of Compendium Experts of the Association is composed of up to fifty (50) members. The General Assembly may decide to increase the number of members.
- (2) Members of the Assembly of Compendium Experts shall be authors contributing to the Compendium's content or any natural persons with exceptional experience in the fields of activity of the Association and of good public standing.

- (3) Each Contracting Party to the European Cultural Convention shall have the right to appoint a member to the Assembly of Compendium Experts. The appointment is revocable and unlimited in time. The Board shall be informed of the nomination in due course and shall keep a list of the members of the Assembly of Compendium Experts and their contact details. The Board may admit upon request additional members from non-Governmental organisation or Governments or public authorities of states that are not Contracting Parties to the European Cultural Convention.
- (4) The members of the Assembly of Compendium Experts elect a Bureau amongst them. The Bureau shall be composed of one Chair, one Deputy Chair, one Secretary and two other members. Their terms of office shall be three years and renewable once. Their working methods shall be spelled out in the Rules of Procedure to be adopted by the Assembly of Compendium Experts.

§ 13 DUTIES AND DECISION-MAKING OF THE ASSEMBLY OF COMPENDIUM EXPERTS

- (1) The Assembly of Compendium Experts has an advisory and inspirational role which enables the Association to fulfill its objectives as effectively as possible.
- (2) The duties of the Assembly of Compendium Experts include notably:
 - Making proposals for the strategic development of the Compendium;
 - Making proposals for the further development of the Compendium;
 - Making proposals for the annual programme and budget of the Association;
 - Making proposals for the annual work plan for the Compendium;
 - Assisting in the promotion of the Compendium among policy-makers and researchers.
- (3) The Assembly of Compendium Experts meets at least once a year in the form of a presence meeting upon invitation by the Chair of the Assembly of Compendium Experts, including an agenda, which shall be transmitted at least six weeks in advance. Additional presence meetings or meetings via the use of information technology may be convened by the Bureau if necessary.
- (4) Extraordinary meetings have to be convened if two thirds of the members of the Assembly of Compendium Experts, or the Bureau, express such a demand. The first meeting of the Assembly of Compendium Experts shall be convened by the Association's Board.
- (5) Two members of the Association's Board shall be entitled to participate in the meetings of the Assembly of Compendium Experts as observers without voting rights.
- (6) Meetings of the Assembly shall be prepared by the Bureau and chaired by the Chair of the Assembly of Compendium Experts. The Assembly of Compendium Experts is quorate if, after correct invitation, at least half of its members are present, among them the Chair or the Deputy Chair of the Assembly, unless the statutes require otherwise. Incorrect invitations are cured if all members of the Assembly are present and no objection is raised.
- (7) The Assembly of Compendium Experts decides by simple majority of the members of the Assembly present. In the event of a tie, the vote of the Chair of the Assembly (or in the absence of the Chair the vote of the Deputy Chair) shall be decisive.

- (8) Minutes of Assembly meetings shall be prepared, agreed upon by the participating Assembly members, signed by the minute-taker and confirmed by the Chair. These minutes have to be brought to the attention of all members and observers of the Assembly of Compendium Experts. Abridged reports on the results of meetings of the Assembly shall be published on the web portal of the Association.
- (9) Additional rules for the work of the Assembly of Compendium Experts and its Bureau shall be laid down in the Rules of Procedure.
- (10) The Assembly of Compendium Experts shall elect two of its members as Board members.

§14 GENERAL ASSEMBLY

- (1) The General Assembly decides on the matters explicitly assigned to it in these statutes.
- (2) The General Assembly carries out the following duties:
 - Supervision of the use of the financial means of the Association, notably by approving the annual budget plans and by approving the annual accounts as prepared by the Board and audited by an independent accountant;
 - Approval of the annual programme of the Association and if needed its amendments or deviations thereto;
 - Approval of the annual work plan for the Compendium;
- (3) The ordinary General Assembly shall take place once a year in the second half of the calendar year in the form of a presence meeting. Additional meetings in the form of presence meetings or via the use of information technology may be convened by the Board if necessary.
- (4) An extraordinary General Assembly shall be convened by the Board if it is in the Association's best interest or if one third of the permanent, associate and sponsoring members of the Association so require via a written statement indicating the purpose and reasons of the extraordinary General Assembly.
- (5) All members have the right to participate in the General Assembly. When adopting the annual programme, the annual budget and the annual work programme for the Compendium, the sponsoring members' votes shall be multiplied by two.
- (6) General Assemblies may be held via presence meetings or via the use of information technology. Details may be outlined in the Membership Charter. In case of a General Assembly via the use of information technology, the terms and conditions for participation shall also be laid down in the invitation.
- (7) The General Assembly is convened by the Chair of the Board with six weeks' notice. The invitation shall include a preliminary agenda.
- (8) The General Assembly is chaired by the Chair of the Board, or in the absence of the Chair by the Board's Deputy Chair. The Chair determines a minute-taker.

- (9) Minutes of the General Assembly shall be prepared, signed by the minute-taker and confirmed by the Chair of the General Assembly. The General Assembly is quorate if half of the members are present in a presence meeting or attending in case of a General Assembly via the use of information technology. Resolutions of the General Assembly are adopted with a majority of the valid votes. Abstentions are not counted.

§15 AMENDMENT OF STATUTES

The General Assembly may, following a proposal of the Board, amend the statutes with a majority of two thirds of its members and only with the aim of promoting the fulfilment of the Association's objectives, provided that the Association's objectives remain unaltered and amendments do not substantially affect the original character of the Association.

§16 EXPANSION AND CHANGE OF OBJECTIVES, LIQUIDATION AND OTHER CHANGES TO THE STATUTES AND EXCLUSION OF MEMBERS

- (1) The Board, with a majority of two thirds of its members, may propose further objectives to be adopted by the General Assembly if they are related to the original objectives and if the continued and sustainable pursuit of those objectives does not hamper the original objectives and provided that the Association's general assets are only in part required for the fulfilment of the original objectives. Resolutions about the proposal of such amendments may only be taken in presence meetings of the entire Board.
- (2) The Board, with a majority of two thirds of its members, may propose to the General Assembly a change of the Association's objective or its liquidation if the pursuance of the Association's objectives appears to be unreasonable or unattainable.
- (3) Any measures stated in the above paragraphs (1) and (2) require the approval of the permanent members of the General Assembly.
- (4) The General Assembly may decide with a two-thirds majority of its members to exclude a member of the Association;

§17 DEVOLUTION OF ASSETS

- (1) Upon abolition or dissolution of the Association, or upon cancellation of its not-for-profit status, the net assets of the Association shall immediately and exclusively be transferred to a legal entity of public law or another tax-privileged body or foundation for the purpose of charitable activities promoting the research in the field of cultural policies as outlined in these statutes.
- (2) The recipient is determined by unanimous vote of the permanent members of the Association in the General Assembly following the consultation of the Assembly of Authors.

Explanatory Memorandum

1) The Association's objectives (§ 2)

The objectives may, of course, be adapted or extended in conformity with § 15 should the Association's members consider this useful or necessary. Such adaptations may be the inclusion of research activities to be performed by the Association itself. The Statutes already contain wording that may enable the Association to carry out itself some of the research linked to the Compendium. Nothing would exclude the Association from deciding to join or move towards a European Research Institute Consortium at a later stage.

2) Management and further development of the Compendium together with a service provider

The management of the Compendium would comprise taking strategic decisions regarding the content and future development of the Compendium itself as well as the supervision of the day-to-day management of the maintenance and up-dating of the database. As it has been with ERICarts, this day-to-day management should be entrusted to a service provider that would not be a member of the Association itself. Otherwise there would be a structural conflict of interest, because the member would participate in the decision on the terms of its own service provider contract. The service provider would be in fact be the Association's main partner in managing and further developing the Compendium. It would appear possible to outsource in parts also the management of the Association itself to the service provider. However, the Association would have to remain in control of its activities and decisions and the service provider would act in accordance with the Association's instructions. Some statutory tasks such as the convocation and chairing of meetings could in any event not be outsourced. Those statutory tasks as well as the overall control of the service provider would have to be coordinated by the Board members themselves.

Without a service provider all activities would have to be carried out by the Association's members or more precisely the Board members themselves. This would require sufficient time on the part of the members as well as the technical knowledge to maintain and update the Compendium database. The work would have to be carried out on a voluntary basis without remuneration, as members of not-for-profit associations are not supposed to be paid for the time they spend on the association. The last option would be for the Association to hire staff to carry out tasks related to the Compendium as well as the Association's administration. This would require renting office space and would also increase the Board members' involvement, because they would have to manage the staff. It may increase the overall operating costs of the Association, since it would have to put into place an infrastructure that service providers already have, such as qualified staff, office space and technical equipment.

3) Membership types (§§ 4 - 7)

As regards membership, the discussion at the Assembly meeting in Cyprus showed that there was a need for different types of membership.

It was considered that first of all only legal and not natural persons should become members, in particular because the Association and the Compendium should be financed by the members. While States would be encouraged to join the Association, several participants stressed that Governments wished that national public authorities become member of the

Association rather than the state itself. These could be universities or research institutes. Therefore, these draft statutes only allow all legal persons with legal personality to become a member so as to ensure that each interested state may participate. A state would, of course, be free to designate a university or research institute as its representative in the Association.

The association would be established by the **founding members** by adopting the Statutes at the constituent meeting. Permanent, associate or sponsoring members in line with the requirements below could all be founding members.

Concerning the types of membership, distinctions could be drawn according to the members' contributions.

A permanent member should have a certain political weight or bring substantial added value to the Association beyond the membership fees. The Council of Europe could be a permanent member, because it will cede its ownership over the Compendium to the Association and will also make its institutional memory available. This would increase the Association's attractiveness for founding or potential new members. As the Council of Europe and the Chair of the CDCPP would have a seat on the Board there would still be a link between the Compendium and the Council of Europe. This would allow the Council of Europe and the CDCPP to exercise influence without, however, being able to impose their will on the other Board members. The permanent members of the Association would also have the right to veto the change of the Association's objectives or its liquidation. The Council of Europe's permanent membership in the Association would hence be a guarantee for the Compendium's continued existence which would reassure the Council of Europe member states.

Associate members would be either founding members or those joining the Association after its establishment. Their membership fee would be fixed in the membership charter.

Sponsoring members would be those that pay more than the expected membership fee. In light of their additional contribution they should also be allowed to exercise greater influence over the Association's activities. Therefore, it should be envisaged to give them greater voting rights within the General Assembly when adopting the annual programme, budget and the work plan for the Compendium.

Depending on the contribution, the membership type may change, for example, if members' contributions increase or decrease. This would be in line with the overall idea that those that contribute more than expected should also be able to exercise greater influence in the decision-making process.

4) Financing and membership fees

As far as the membership fees are concerned, they would have to cover the operational costs of the Association as such, for example the holding of meetings and administrative costs as well as the up-dating and further development of the Compendium. It should be kept in mind that in order to attract new members that would contribute financially, the Association should already be endowed with sufficient financial means to show its future capacity and potential.

The amount of membership fees should not be fixed in the Statutes, but could be delegated to the Membership Charter which should be drafted as soon as there is consensus regarding the Statutes' content. It would, however, be adopted by the Board once the Association is set up. The Membership Charter should indicate the fees as well as the payment modalities.

The drafting of the Rules of Procedure of the Board and the General Assembly should be left to the Board which would also have to adopt them. The Assembly of Compendium Experts should adopt its own Rules of Procedure in line with its independent position within the Association.

5) Distribution of tasks between the Association's organs (§§ 8 – 14)

This distribution of tasks reflects the nature of the different organs of the Association. The Assembly of Compendium Experts provides the substantive input regarding the maintenance, up-dating and development of the Compendium, while the Board carries out an executive function. The General Assembly comprising all members is the main decision-making organ.

6) Participation of Authors and Experts (§ 12)

The participants agreed that the authors and experts contributing to the Compendium should be at the centre of the Association, because they have been providing the substantive input. Therefore, the Association would comprise an « Assembly of Compendium Experts » that would enable the authors and experts to continue providing input for the Compendium as it has been the practice. The idea is that the contracting Parties to the European Cultural Convention that have been involved in the Compendium may nominate one author or expert as assembly member. The Board may admit upon request additional members if, for example, additional states wish to include their country profiles in the Compendium.

The Assembly of Compendium Experts would have a Bureau that will coordinate the Assembly's work. It may be envisaged to outsource part of the administrative work to the service provider as well. The Assembly of Compendium Experts would be expected to draft proposals for the Compendium's annual work plan which would be submitted to the Board. Based on that proposal the Board would then submit a draft work plan to the General Assembly for adoption.

The Assembly of Compendium Experts would be entitled to elect two of its members to the Board. The Board would have the right to send two of its members to the meetings of the Assembly of Compendium Experts as observers. This exchange would create in practice an additional form of checks and balances.

The members of the Assembly of Compendium Experts could also be the representatives of their sending members in the General Assembly. There would not appear to be any conflict of interest between being a member's representative in the General Assembly and being a member of the Assembly of Compendium Experts. This would be for each of the Association's member to decide.

7) The Association's Board (§§ 9 – 11)

The Board of the Association would have between 5 and 7 members. Less than five may give some members in practice greater influence, while more than seven would create a large and probably inflexible body that may not be sufficiently responsive should problems or urgencies arise. Seven members may be a good compromise between the need to work efficiently and the need to have a considerable number of members represented on the Board. It would also allow all stakeholders to be present on the Board.

Board members would be natural persons to be chosen among the representatives of the Association's members. Each permanent member would have the right to appoint one representative to the Board while the Assembly of Compendium Experts would elect two members. The Chair of the Council of Europe Steering Committee on Culture, Heritage and

Landscape (CDCPP) would be a Board member as well. The remaining Board members would be elected by the General Assembly. The distribution of posts such as Chair, Vice-Chair, Treasurer and Secretary would be determined by the Board itself instead of the General Assembly. This would make it easier to re-distribute the tasks should one of the Board members leave the Board.

The permanent members and the Assembly of Compendium Experts would be free to replace their representatives as they see fit, but the overall aim would be to designate persons that would stay on the Board for the full duration of the mandates as set out in § 5 in order to guarantee continuity.

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