

Climate Change Center Austria

Rules of procedure

Version 6, confirmation of the General Assembly 30.04.2021

Preamble

The Climate Change Centre Austria (CCCA) is a research network supported by the most important climate research institutions in Austria, which networks and strengthens climate and climate impact research as well as providing society and politics with scientifically sound information and, if necessary, advice on climate-relevant topics. The CCCA does not carry out any research itself, but sees itself as a coordinating institution for Austrian climate research, which promotes the achievement of the members' research goals (with a focus on climate research as a whole) in accordance with a strategic concept.

Therefore, the CCCA is supported by the self-image of its representatives and employees, who work and advocate for the goals of the association to the best of their knowledge and belief, without taking into account the personal interests or particular interests of the institutions sending them.

§1 Scope of application

- (1) The Rules of Procedure (RoP) regulate the processes affecting the CCCA and the interaction between the strategic and operational bodies and institutions of the association. The Rules of Procedure therefore supplement the Articles of Association, which take precedence over the Rules of Procedure in cases of doubt.
- (2) Core processes relating to the operating business in detail are documented and defined separately.

§2 Association bodies , committees and functions

- (1) In accordance with its statutes, the bodies of the CCCA are the General Assembly, the Board of Directors, the auditors and the Court of Arbitration.

¹ The term "climate research" encompasses the scientific study of climate change, its physical, political, economic, cultural and social causes, the consequences of climate change for society, the economy and the environment, strategies for climate protection (mitigation) and adaptation to climate change (adaptation).

- (2) Operational business is handled by the operational units - the head office (GS), the service center (SZ) and the data center (DZ) - in constant communication with the Executive Board or with individually assigned members of the Executive Board (see §4).
- (3) In addition, the Executive Board may set up working groups (WG) and projects on specific topics (see §6).
- (4) The CCCA can also enter into collaborations with various actors through partnership agreements or LOIs. These are listed on the website. A board resolution is required for this.

§3 Responsibility and tasks of the Management Board

- (1) The Board elected by the General Assembly consists of at least eight members and is the strategic and operational management body of the Climate Change Center Austria in accordance with the statutes. In accordance with §12 (3) of the CCCA statutes, additional persons can be co-opted onto the Board as a simple Board member without voting rights as required. Subsequent approval must be obtained at the next General Assembly.
- (2) If necessary, the Executive Board can appoint people to represent the CCCA in public for a limited period of time on a specific topic or event (CCCA spokesperson). A Board resolution is required for this.
- (3) The Executive Board
 - (i) is responsible for the development and continuous adaptation of the CCCA's strategic orientation and its operational implementation
 - (ii) draws up statutes and rules of procedure and is responsible for all other association law and contractual matters
 - (iii) is responsible for concluding and signing all contracts and legally binding agreements of the Association in accordance with the Articles of Association
 - (iv) is responsible for current finances and closing the accounts
 - (v) defines projects and appoints project managers with appropriate contractual and financial powers (see §6)
 - (vi) sets up thematic and strategic working groups (see §6)
 - (vii) defines the division and distribution of responsibilities between the operating units
 - (viii) regulates the cooperation with the respective supporting organizations of the operating units and negotiates and concludes cooperation agreements with them (see §4)

- (ix) is responsible for regulated employment relationships and for concluding and terminating employment contracts of employees working for the CCCA
 - (x) for monitoring the activities of the Executive Board, all committees and working groups,
Projects and operational facilities
 - (xi) is the formal external representative of the CCCA and is responsible for building the bridge to the member representatives and the strategic partners of the association
 - (xii) performs all other duties as defined in the Articles of Association (§12)
 - (xiii) commissions the operational units to implement the activities listed here
(see §4)
 - (xiv) decides which additional persons are invited to the General Meeting in accordance with the Articles of Association (§9).
- (4) All (written and verbal) contracts and agreements must be brought to the attention of the entire Executive Board and the heads of the OU and must be managed, documented and archived by the head office.
- (5) The officers appointed by the Executive Board (see §6) for projects and working groups ensure that the activities of the working group and projects are closely coordinated with the CCCA's objectives and report to the Executive Board on the activities.
- (6) The CCCA institutions can be represented by direct contact persons within the Executive Board who are not members of their own supporting institution. The respective contact persons are to be defined by the Executive Board.

§4 Responsibility and tasks of the operating facilities

- (1) The three operational units are responsible for the operational implementation of the CCCA's strategic objectives and the implementation of the CCCA's operational business.
- (2) The tasks and projects of the operational units are regulated for one year at a time on the basis of the CCCA strategy. The work plans are developed annually by the operational units in consultation with each other and the Executive Board. These can also be adjusted within a year. An outlook for the activities of the respective year is presented to the General Assembly.

Office

- Administrative support of the entire CCCA and administrative and strategic-political support of the board, this includes:

- Preparation and administration of all association and contractual agendas
 - Organizational and content-related preparation of Board meetings and general meetings, including taking minutes
 - Documentation and management of contracts, agreements, minutes, statutes, rules of procedure, process documents (see §(3))
 - Development and monitoring of processes and procedures
 - Management of the association members
 - Association accounting and closing of accounts (see §5)
- Management and coordination of political strategic communication and relationship work with strategic partners (in public administration and beyond)
 - Contact person for all strategic and political issues
 - Projects and supervision of working groups commissioned by the Executive Board

Service center

- Connector and networker within the network of researchers and externally (nationally and internationally)
- Coordination with other networks (e.g. DCNA, Climate KIC, etc.)
- Contact person for all content-related, subject-specific questions, which are dealt with in coordination with the experts from the network
- Content-related (technical) external communication (incl. website, marketing, networking events, coordination of CCCA public relations work, press relations)
- Content-related support for the Management Board
- Projects and supervision of working groups commissioned by the Executive Board

Data center

- Operation and maintenance of the CCCA research data repository (hardware and software)
- Ensuring the content, results, open access, usability and (long-term) availability and processing of data
- Content-related support for the Management Board
- Projects and supervision of working groups commissioned by the Executive Board

§5 Financial management

- (1) Accounts (including online banking) are maintained to manage the association's finances (membership fees, project funds, etc.).

authorized signatories. In any case, an account is kept for the association's funds (membership fees) and additional accounts are created for project funds as required.

- (2) The following applies with regard to signing authorizations:
 - (i) The following are authorized signatories (in writing and online) for the central association account (membership fees) Chairman, treasurer, deputy treasurer, head of the office, other employees of the office and an employee of the service center. For amounts over EUR 500, the principle of dual control of authorized signatories applies. Amounts up to EUR 500 can be signed and thus approved by the head of the office or another employee of the office alone.
 - (ii) Sub-accounts are created as required for project-related funds, for which the following rules apply: the authorized signatories (in writing and online) are the chairman/chairwoman, treasurer, deputy treasurer, head of the office and one other employee of the office as well as the head of the operational facility where the project is located. The principle of dual control always applies to these accounts; for amounts over EUR 2,000, amounts must be signed by at least one member of the Executive Board together with another authorized signatory. Amounts up to EUR 2,000 are signed by any two authorized signatories.
- (3) The administrative office manages the accounts in an ongoing exchange with the treasurer and the heads of the OUs and prepares the financial statements.

§6 Working groups and opinions

- (1) The Executive Board can set up working groups (WGs) to discuss and work on topics of strategic importance to the CCCA on a broad basis. These working groups can either be set up directly by the Executive Board (strategic working group) or approved by the Executive Board at the request of the members (thematic working groups).
- (2) A thematic working group consists of people who belong to at least 3 CCCA member organizations. Persons who do not belong to CCCA member organizations may also be included. The leadership of the working group is determined by the members of the working group at the latest at the first meeting.

- (3) The Board of Directors can define strategic working groups (= group areas) on the basis of the strategic orientation. The thematic working groups and all projects that go beyond the central activities of the association must be assigned to the strategic working groups. The selection of a suitable head of the strategic working group is also made by the Executive Board. Existing strategic working groups remain in place until the Executive Board dissolves them.
- (4) Each working group can propose additional members itself. Members of working groups do not have to be members of the organizations represented in the CCCA. In the event of serious objections, the CCCA Board has the right to veto the inclusion of individual members in a working group.
- (5) The head of the working group is responsible for coordinating the working group and is obliged, together with the representative, to report regularly to the Executive Board on the progress and results of the working group. The head of the working group can represent the topics dealt with in the working group externally in consultation with the Executive Board. Upon request, the head of the working group must submit a written report on the work of the working group to the Executive Board or the General Assembly.
- (6) In consultation between the Executive Board and the heads of the OU, a CCCA employee may be appointed as a contact and possibly support for a working group.
- (7) The Austrian Panel on Climate Change (APCC) is a permanent body of the CCCA consisting of at least three persons: 1 representative of a CCCA member, 1 stakeholder (person from public administration, etc.), 1 or more international scientists. The Executive Board decides on the admission of suitable persons. The tasks of the APCC Panel can be found at www.ccc.ac.at/apcc
- (8) CCCA public statements or letters:
 - a. With sender CCCA Board of Directors are adopted by the Board of Directors.
 - b. With sender CCCA members can be decided by the majority of members in circulation. The approving members are listed at the end of the statement or letter.
 - c. Statements or letters from academics commissioned by the Executive Board require the approval of the Executive Board. The approving authors are listed at the end of the statement or letter.

§7 Projects

(1) The Board of Directors can set up temporary projects to implement the CCCA strategy. (2)

Project guidelines for projects that are handled financially via the CCCA:

- (i) The Board of Directors is responsible for deciding on projects, passing on information and involving members. The selection of a suitable project manager is also made by the Executive Board in consultation with the project applicants. Conflicts of interest in the decisions of the Executive Board must be avoided.
- (ii) The implementation of CCCA projects with a funding amount of more than € 10,000 must be approved by the Executive Board. The Board also decides whether and in what form the members will be involved. The members will be informed of the decisions as soon as possible. Small projects up to € 10,000, projects in which the CCCA is involved as a partner and ongoing projects of the CCCA institutions (e.g. ACRP workshops) are the responsibility of the heads of the CCCA institutions and are subject to a quarterly information obligation on the part of the CCCA institutions to the Executive Board.
- (iii) When decisions are made by the Executive Board regarding the formation of consortia for CCCA projects, a process for involving the members must be initiated by the Executive Board at the earliest possible stage. The consortium formation process is handled and documented by the Service Center.
- (iv) For each project of the CCCA submissions, the team leaders nominate a person from the CCCA team as project leader, who is given the authority to release funds and sign subcontracts (e.g. catering, printing) for the respective project. These project managers and competencies are determined at the next Board meeting and documented in the minutes of the Board meetings.

§8 Board meetings & resolutions

(1) The meetings of the Executive Board are convened by the Chairperson. Each member of the Executive Board must report on their agenda. The meetings take place at least once a quarter.

- (2) Meeting participants can take part in the meeting either physically or by telephone (also via the Internet, e.g. zoom).
- (3) The heads of the operational facilities are invited to the Board meetings as permanent informants. Another person from the GS takes the minutes on behalf of the secretary.
- (4) The invitation and agenda must be sent by e-mail one week before the respective Board meeting. Accompanying documents should be sent along where possible. The accompanying documents include the motions for resolution and - where necessary - other documents and records.
- (5) The Executive Board is quorate if more than half of the votes (including proxy votes) are represented. In addition, either half of all members of the Executive Board or at least 2/3 of the members of the Executive Board with a specific role (this includes the Chairman, Secretary, Treasurer and their deputies) must be present: Chairman, Secretary, Treasurer and their deputies) must be present.
- (6) The agenda of a meeting of the Board of Directors must at least include the determination of attendance and quorum, the approval of the minutes of the last meeting of the Board of Directors, the approval of the agenda and the item "Any other business".
- (7) The Executive Board members decide on changes and additions to the agenda. Votes on items that were not included in the agenda sent out are only possible if all Board members represented agree.
- (8) Minutes must be taken of each meeting of the Board of Directors and must contain all resolutions. If a resolution is not passed unanimously, the reasons for approval and rejection must be recorded in the minutes upon request.
- (9) The minutes approved by the minute taker and the secretary are made available to the CCCA Board members within two weeks of the respective meeting and must be approved at the next meeting of the Board. Minutes of the Board meetings, with any personal data and confidential material removed, are then made available to all member representatives on the CCCA homepage in the internal area.
- (10) With the consent of the chairperson, each member of the Executive Board is entitled to invite persons to provide information on specific agenda items to the meetings.

- (11) The Chairperson opens, chairs and closes the meeting and establishes that the meeting has been duly convened (form / deadline) and that those present are entitled to vote. The meeting of the Executive Board is chaired by the Chairperson or, if they are unable to attend, by one of their deputies. If they are also unable to attend, a member of the Executive Board to be determined by the Executive Board present shall chair the meeting for the duration of the meeting.
- (12) Board members who are unable to attend may transfer their vote to another member in writing in advance or verbally during the meeting. This must be documented in the minutes. Each member present may be assigned a maximum of one vote.
- (13) Treatment of items on the agenda (TOP)
- The chairperson opens the debate for each item on the agenda. A rapporteur and a discussion leader are appointed for each agenda item in the agenda. The chairperson of the meeting must pay close attention to time management during discussions. Upon request, the Executive Board may decide to discuss and pass resolutions on two or more items together, provided that there is a connection between them. Votes on the agenda are generally taken openly by a show of hands. At the justified request of a member of the Executive Board present, the Executive Board may decide to hold a secret ballot.
- (14) Unless otherwise stipulated, the Executive Board passes all of its resolutions by a simple majority of the votes cast. In the event of a tie, the Chairperson shall have the casting vote. The Chairperson must ensure that resolutions are passed unanimously.
- (15) Resolutions of the Board of Directors may also be passed outside the Board meeting by way of circulation if no member of the Board of Directors objects to this form of decision-making. Representation by way of circulation is excluded. Resolutions by circulation are valid if all members of the Executive Board have been informed of the proposal in writing (by email) and at least more than half have agreed to it in writing. Resolutions by circulation must be documented in the minutes of the following Board meeting.
- (16) In the case of surveys, information or similar that do not require a resolution, objections must be reported in writing by email by a defined date. Non-response is equivalent to consent.

§9 Advisory body of the Executive Board

- (1) The Executive Board may appoint an advisory committee for the Executive Board in accordance with Section 16 (2) of the CCCA statutes. The purpose of this committee is to advise the CCCA Board of Directors on strategic national and international matters.
- (2) The members of the Advisory Board are appointed by the CCCA Executive Board for the duration of the Executive Board's term of office on the basis of their expertise and/or special achievements for the CCCA. Members of the committee may be reappointed several times.
- (3) The Board undertakes to define the organizational and structural rules (number of members, frequency of meetings, minutes, any reimbursement of costs, etc.) in writing.

§10 Final provisions

- (1) The CCCA's rules of procedure are adopted by the Executive Board with a 2/3 majority and must be confirmed by the General Assembly. Any amendments therefore also require the approval of 2/3 of the Executive Board and subsequent approval by the General Assembly.
- (2) If these rules of procedure do not clearly regulate a procedural issue, the Board of Directors shall decide the course of action.