



Delibera n. 86/2016, Verbale CdA n. 10/16

Oggetto: approvazione dello schema di Memorandum of Understanding per la partecipazione dell'INAF al Consorzio ASTRONET – Astronomy Coordination within Europe.

IL CONSIGLIO DI AMMINISTRAZIONE

- VISTO** il Decreto Legislativo 4 giugno 2003, n. 138 di riordino dell'Istituto Nazionale di Astrofisica, pubblicato nella G.U. del 19 giugno 2003, n. 140;
- VISTO** il Decreto Legislativo 31 dicembre 2009, n. 213 di riordino degli Enti di ricerca in attuazione dell'articolo 1 della legge 27 settembre 2007, n. 165;
- VISTO** lo Statuto dell'INAF, entrato in vigore il 1° maggio 2011, e ss.mm.ii., in particolare ;
- VISTO** il Regolamento sull'amministrazione, sulla contabilità e sull'attività contrattuale dell'INAF, pubblicato sul S.O. n. 185 alla G.U. Serie Generale n. 300 del 23 dicembre 2004;
- VISTO** il Disciplinare di organizzazione e funzionamento dell'Istituto Nazionale di Astrofisica, entrato in vigore il 22 luglio 2012, e ss.mm.ii.;
- VISTA** la propria deliberazione n. 30/2015 del 16 dicembre 2015 di approvazione del bilancio di previsione decisionale dell'INAF relativo all'esercizio finanziario 2016;
- SOTTOLINEATO** che l'Istituto è membro del Consorzio ASTRONET, nato per iniziativa di un gruppo di agenzie europee di finanziamento al fine di stabilire un meccanismo permanente di pianificazione e coordinamento nell'astronomia europea e per assicurare la costruzione delle nuove *facility* necessarie per mantenere l'Europa all'avanguardia della conoscenza scientifica e, allo stesso tempo, ottimizzare i programmi esistenti, sia in termini scientifici che economici;
- CONSIDERATO** che attualmente il consorzio ASTRONET conta 11 partecipanti, 21 associati e due membri del forum;
- CONSIDERATO** che ASTRONET ricopre l'intero campo astronomico, dal Sole e Sistema Solare fino ai confini dell'Universo osservabile, e dalla radioastronomia fino ai raggi-gamma e particelle, tanto da terra quanto dallo spazio e si occupa anche di teoria ed elaborazione dati, diffusione, formazione e reclutamento delle risorse umane necessarie;
- CONSIDERATO** che ASTRONET punta a coinvolgere tutte le comunità astronomiche e le principali agenzie di finanziamento della nuova mappa europea, anche grazie al supporto della Commissione Europea che, sin dal 2005, ha garantito al Consorzio il suo sostegno finanziario, dapprima nell'ambito del *Framework Programme Six* (FP6) e, successivamente, nell'ambito del *Framework Programme Seven* (FP7), come ERA-Net, per 1.6 M, grazie all'iniziativa "Integrare e rafforzare l'Area di Ricerca Europea (ERA)" della durata di 54 mesi;

- MESSO IN RILIEVO** che, nel novembre del 2008, ASTRONET ha pubblicato la sua *Roadmap* di infrastrutture e che il progetto attuale procederà con la fase di attuazione, un nuovo passo molto significativo verso il coordinamento e l'integrazione delle risorse europee in questo campo;
- TENUTO CONTO** che gli obiettivi della fase di attuazione sono quelli di proseguire e attuare la *Roadmap*, così da assicurare la costruzione delle nuove facilities necessarie per mantenere l'Europa all'avanguardia della conoscenza scientifica e, allo stesso tempo, ottimizzare i programmi esistenti, sia in termini scientifici che economici, di colmare i gap scientifici e – in particolare – quelli tecnologici tra i paesi europei e di stabilire un database regolarmente aggiornato con le informazioni chiave riguardanti le risorse umane e finanziarie a disposizione dell'astronomia in tutti i paesi europei, così come la struttura e la governance della ricerca astronomica in ciascun paese;
- CONSIDERATO** che, in occasione dell'ASTRONET Launch Event, tenutosi all'Observatoire de Paris il 17 giugno 2015, i delegati dell'INAF, dell'Accademia Bulgara di Scienze, dell'Associazione Nordic Optical Telescope danese, del Tartu Observatory spagnolo, dell'ESO (European Southern Observatory), dell'Istituto francese delle Scienze dell'Universo, del Ministero dell'Istruzione e della Ricerca tedesco, del Comitato nazionale greco per l'Astronomia, dell'Accademia Lituana di Scienze, dell'Università della Lettonia, dell'Organizzazione olandese per la Ricerca Scientifica, del Consiglio della Ricerca svedese, dell'Accademia slovacca delle Scienze, del Ministero dell'Economia e dello Sviluppo spagnolo, dell'Associazione Astronomica ucraina e dello Science and Technology Facilities Council britannico hanno sottoscritto le lettere di intenti per attribuire al Consorzio carattere permanente;
- CONSIDERATO** che, a tal fine, le Parti dovranno addivenire alla stipula di un Memorandum of Understanding di durata quinquennale teso a disciplinare, tra l'altro, le modalità di contribuzione di ciascun partner al "fondo comune" del Consorzio;
- PRESA VISIONE** dello schema del Memorandum of Understanding;
- PRESO ATTO** che, ai sensi dell'art. 8 del suddetto schema di MoU, l'Istituto, in qualità di *main partner*, sarà tenuto al versamento di un contributo annuo di € 5.000,00 (euro cinquemila/00) a beneficio del Consorzio;
- ACQUISITO** il parere favorevole del Direttore Generale e del Direttore Scientifico, espresso da ciascuno per gli aspetti di propria competenza;
- RITENUTO** che l'Istituto, alla luce delle sue finalità istituzionali, debba continuare a garantire la partecipazione italiana al Consorzio ASTRONET;
- ACCERTATO** che la copertura finanziaria dell'importo di € 5.000,00 (euro cinquemila/00), da corrispondersi a titolo di contributo al fondo comune del Consorzio per l'anno 2016, sarà garantita dai fondi presenti sulla Funz./Ob. 1.05.02.01 "Relazioni internazionali", capitolo 1.04.01.01.013.02 "Accordi e convenzioni con istituzioni scientifiche nazionali e internazionali", C.R.A. 0.04.05 "Unità centrale 5 – Relazioni internazionali" del bilancio di previsione dell'INAF per l'esercizio finanziario 2016;




DATO ATTO

che la copertura finanziaria per gli anni successivi sarà garantita sulle medesime coordinate di bilancio degli esercizi finanziari di riferimento;

DELIBERA

con voto unanime dei presenti, espresso nei modi di legge:

- di approvare, nel testo allegato al presente provvedimento in modo da formarne parte integrante e sostanziale, lo schema di Memorandum of Understanding per la partecipazione dell'INAF al Consorzio ASTRONET – Astronomy Coordination within Europe;
- di conferire altresì sin d'ora mandato al Presidente in ordine alla sottoscrizione del Memorandum of Understanding all'atto della definizione del testo finale dell'accordo.

La copertura finanziaria dell'importo di € 5.000,00 (euro cinquemila/00), da corrispondersi a titolo di contributo al fondo comune del Consorzio per l'anno 2016, sarà garantita dai fondi presenti sulla Funz./Ob. 1.05.02.01 "Relazioni internazionali", capitolo 1.04.01.01.013.02 "Accordi e convenzioni con istituzioni scientifiche nazionali e internazionali", C.R.A. 0.04.05 "Unità centrale 5 – Relazioni internazionali" del bilancio di previsione dell'INAF per l'esercizio finanziario 2016.

La copertura finanziaria delle spese da liquidarsi negli anni successivi sarà garantita sulle medesime coordinate di bilancio degli esercizi finanziari di riferimento

Roma, 2 agosto 2016

Il Segretario



Il Presidente



Memorandum of Understanding Astronomy Coordination within Europe - ASTRONET

Version 7 19/07/2016

By and Between

The CNRS, public establishment for scientific and technological research, located at 3 rue Michel Ange, BP 287, 75766 Paris Cedex 16, represented by its director Mr. Alain Fuchs, who has delegated his signature for this Memorandum of Understanding to Mme Pascale Delecluse, director of Institut National des Sciences de l'Univers hereinafter called "CNRS-INSU",

The STFC, the Science and Technology Research Council of the UK located at Polaris House, North Star Ave, Swindon SN2 1SZ, UK, represented by its chief Executive Professor John Womersley, hereinafter called "STFC",

The NWO, the Netherlands Organisation for Scientific Research, located at Laan van Nieuw Oost Indië 300, Den Haag, The Netherlands, represented by its director for Chemical and Physical Sciences, Dr. Louis B.J. Vertegaal, hereinafter called 'NWO'

The CAS

The MINECO, the Spanish Ministry of Economy and Competitiveness

The INAF

Hereinafter collectively referred to as ASTRONET and individually as "Partner"

Introduction

CONSIDERING:

- (a) The work carried out in 2005 – 2015 by the ASTRONET Consortium within the ERANET project, which received funding from the European Union under Framework Programme Six (FP6) and Framework Programme Seven (FP7).
- (b) The need for a new, permanent organization to enable a self-sustainable coordination of European astronomy providing a strong and coherent voice for the needs of the strategic development of the discipline.
- (c) The Letters of Intent signed in June 2015 by the Bulgarian Academy of Sciences (BG), Nordic Optical Telescope Scientific Association (DK), Tartu Observatory (ES), European Southern Observatory (ESO), Institut National des Sciences de l'Univers (FR), German Federal Ministry of Education and Research (GE), Greek National Committee for Astronomy (GR), Istituto Nazionale di AstroFisica (IT), Lithuanian Academy of Sciences (LT), University of Latvia (LV), Netherlands Organisation for Scientific Research (NL), Swedish Research Council (SE), Slovak Academy of Sciences (SK), MINECO (SP), Ukrainian Astronomical Association (UA), and the Science and Technology Facilities Council (UK).

The Parties have agreed as follows:

Article 1: Purpose and objectives

1.1 The purpose of this Memorandum of Understanding (hereinafter called “MoU”) is to define the frame of a consortium, hereinafter called “ASTRONET”, dedicated to the coordination of European astronomy. The MoU provides the framework for ASTRONET including its objectives, and constitutes the Partners’ declaration of will to commence the cooperation.

1.2 The strategic and implementation objectives of ASTRONET are the following:

Strategic objectives

- Provide a discussion forum for the coordination of European astronomy;
- Develop and update common long term strategies (e.g. a Science Vision and Infrastructure Roadmap for European Astronomy);
- Participate in developing the European scientific strategy with organizations such as the EC, Science Europe and ESFRI;
- Develop closer relationships with organizations representing the Astronomy research community, such as the European Astronomical Society;

- Develop closer relationships with organizations involved in Astronomy research, such as ESA and ESO;
- Develop closer relationships with other bodies representing complementary interests to ASTRONET such as, but not limited to, the American Astronomical Society (AAS), Europlanet, and the Astroparticle Physics European Consortium (ApPEC).

Implementation objectives

- Facilitate and enhance the coordination between existing or developing national activities;
 - Develop a common action plan, based on the Science Vision and Infrastructure Roadmap European Astronomy and a shared vision among the Partners;
 - Facilitate, where appropriate, the realisation of future large scale projects/facilities;
 - Stimulate and advise upon activities seeking funding from the European Union (such as H2020).
- 1.3** The Partners agree that ASTRONET has no legal capacity, but they recognize that the success of ASTRONET depends on adhering to its provisions.

Article 2: Partnership

- 2.1** The participating institutions of the present MoU constitute the Partners of ASTRONET. The signatories of the MoU are duly authorized representatives of these institutions.
- 2.2** Any Ministerial or other funding agency responsible for policy and/or providing funding in Astronomical research at the national or international level, or their designated institution with legal status, is eligible for Partnership in ASTRONET.
- 2.3** The rules for Partner admission, resignation/withdrawal or acquirement of observer status are presented in Article 9.

Article 3: Internal Organization

- 3.1** The organisational structure of ASTRONET consists of the following two bodies:
- the Board as detailed in Article 4 below;
 - the Executive Committee as defined in Article 5 below.

Article 4: The Board

- 4.1 The ASTRONET Board is the strategic, decision-making and supervisory body of ASTRONET. It is supported by the General Secretary (see Article 6).
- 4.2 Each Partner of ASTRONET shall appoint one (1) representative to the Board.
- 4.3 The Board shall elect a Chair among the Partners to serve for two years. The chair can be re-elected, but not more than once consecutively. The Board may elect a Deputy Chair from among the Partners to serve on the same terms as the Chair.
- 4.4 The Partners reserve the right to change their representative at the Board at any time by an information letter addressed to the Chair of the Board.
- 4.5 The Board shall be convened by its Chair at least once a year.
- 4.6 Legal entities having acquired the Observer status according to Article 9 of this MoU may attend meetings of the Board without voting rights.
- 4.7 The Board may invite international organizations and other appropriate non-Partner organizations (Ministerial or Funding Agencies) with which ASTRONET shares common objectives and which have not acquired the Observer status according to Article 9, to attend the meetings with an advisory role.
- 4.8 Responsibilities of the Board:
- a. approve the annual work plan and progress report submitted by the General Secretary;
 - b. approve the spending of the ASTRONET General Budget (as defined in Article 8) of the previous financial year;
 - c. approve the General Budget estimates for the Basic and Additional Activities, as defined in Article 8.4 and the accounts for the forthcoming year;
 - d. approve any modification of the cash annual participation fee presented by the General Secretary, according to Article 6.5;
 - e. approve the in-kind contributions to be provided according to Article 8.1;
 - f. approve the provision of the ASTRONET Secretariat;
 - g. appoint the General Secretary among the Executive Committee members;

- h. appoint individuals representing ASTRONET in international fora or organisations;
- i. approve any amendments to the Annexes of this MoU, notably the definition and assignment of tasks;
- j. approve the accession of new ASTRONET Partners (according to Article 9).
- k. Take a decision in case of a dispute, when no amicable settlement can be reached according to Article 14

4.9 The General Secretary shall send, on behalf of the Chair, the proposed agenda to each Partner and Observer at the latest fourteen (14) calendar days before a Board meeting. Any agenda item requiring a decision by the Partners must be identified as such on the agenda. During a meeting the Partners present or represented may agree to add a new item to the original agenda.

4.10 The Board shall not deliberate and decide validly unless representatives of at least half of the Partners are present or represented (quorum). In case the quorum is not reached, a new quorate meeting shall be organized within sixty (60) calendar days at the latest.

4.11 The Chair should strive towards a consensual decision in all cases. In cases where a consensus cannot be reached, decisions shall be taken by a majority of two-thirds (2/3) of votes cast. Where a country is represented by more than one Partner (not considering international organizations), there will be only one vote for that country. Decisions concerning the General Budget (Articles 4.8.b, c and d above) require a majority of two-thirds (2/3) of the votes cast. In case of modification of the in-cash annual participation fee, a unanimous decision is required. Partners in arrears with their fee have no voting rights until the fee is paid.

4.12 Any Partner unable to attend a Board meeting may appoint a proxy who must also be a Partner of ASTRONET. A proxy cannot represent more than one Partner.

4.13 The General Secretary shall produce written minutes of each meeting, which shall be the formal record of all decisions taken. The General Secretary shall send the draft minutes to all Partners within twenty (20) calendar days of the meeting. The minutes shall be considered as accepted if, within thirty (30) calendar days from sending, no Partner has objected in writing to the Chair with respect to the accuracy of the draft of the minutes.

Article 5: The Executive Committee

- 5.1** The ASTRONET Executive Committee is responsible for the executive management of ASTRONET and for the implementation of the strategic decisions of the Board.
- 5.2** The Executive Committee is composed of the ASTRONET work package leaders plus the Board Chair (and Vice-Chair, if appointed). Experts may be invited to the Executive Committee. It is chaired by the General Secretary.
- 5.3** The Executive Committee is convened and supported by the General Secretary.
- 5.4** The Executive Committee members, the Chair of the Board and the General Secretary share the responsibility for the networking activities of ASTRONET, among the Partners and at the European and International Levels. The Chair of the Board is the official spokesperson representing ASTRONET; he/she may delegate this task to members of the Executive Committee on a case-by-case basis.

Article 6: The General Secretary

- 6.1** The role of the General Secretary is to support the Board in delivering the approved ASTRONET annual work plan; provide a physical location for ASTRONET; administer its accounts and ensure appropriate accounting practices, and to provide a web presence for ASTRONET. The General Secretary may be supported in this role by a Secretariat.
- 6.2** The preparation and organisation of the meetings of the Board is also among the duties of the General Secretary. The mandate of the General Secretary will last for two years, renewable once.
- 6.3** The General Secretary will liaise with the Partners and solicit their participation in the ASTRONET annual work plan.
- 6.4** The work of ASTRONET is defined in an annual work plan, to be presented to the Board by the General Secretary and approved by the Board (Article 4.6.a). The annual work plan and progress report shall be structured by work packages and tasks. The initial plan is presented in Annex 1.
- 6.5** The General Secretary presents the annual financial plan and the financial report for the General Budget to the Board.

6.6 The General Secretary is in charge of managing and administering the General Budget; (s)he shall develop an accounting system that monitors cash and in-kind contributions in the General Budget in a fair and complete manner.

6.7 The work plan for the General Secretary shall be approved by the Board.

Article 7: Other Committees

7.1 The Board may establish any other advisory committee as it deems necessary.

Article 8: Financial Issues

8.1 The general budget of ASTRONET (hereafter referred to as “the General Budget”) shall be composed of the contributions of the Partners. These will be of two types: 1) cash contributions to the Common Fund and 2) in-kind contributions once accepted by the Board.

8.2 The annual cash participation fees and any other cash contributions (voluntary contributions) will compose the ‘Common Fund’, which may be used by Board approval to cover the support of expert meetings and material expenses for outreach and dissemination. The Common Fund is part of the General Budget.

8.3 Each Partner shall provide an annual participation fee in cash (standard level or reduced level). The annual participation fees are fixed at the time of the signature of this MoU to be of five thousand (5000) Euros for the standard fees, and two thousand (2000) Euros for the reduced fees. These amounts may be modified by unanimous decision of the Board, as stated in Article 4.8d. Participation fees will be due by the end of the second month of the calendar year. One of the ASTRONET partners (declared in Annex 3) will be responsible for collecting the annual participation fees.

8.4 There shall be two main categories of activities:

- (a) a “Basic Activity” is an activity funded from the General Budget.
- (b) an “Additional Activity” is an activity supported by a subset of Partners and/or third parties.

8.5 ASTRONET will encourage third party sponsoring and may look for such funding to support Additional Activities.

Article 9: ASTRONET Partners and observers

- 9.1** Any legal entity wishing to be a Partner of ASTRONET (under the conditions of Article 2 above), shall submit an accession document (Annex 2a in case of standard fee, Annex 2b in case of reduced fee) to the Chair of the ASTRONET Board who shall inform all Partners of such an application before presenting the proposal to the Board.
- 9.2** An entity shall be considered as a Partner upon signature of the accession document by its authorized representative and the Board Chair. Such an accession shall have effect from the date identified in the accession document and the new Partner's first year's participation fee will be payable on the date of accession.
- 9.3** Legal entities (under the conditions of Article 2 above) from countries within or outside Europe, as well as international organisations, may, instead of becoming a Partner, obtain an Observer status upon approval of the Board. Examples of such bodies might be international societies representing the astronomical community.
- 9.4** This Observer status gives the right to a non-voting Observer seat in the Board. Observer status will be established by means of an exchange of letters between the Board Chair and the interested entity. Observer status may be withdrawn by either side in writing at any time.
- 9.5** Participation in ASTRONET may be terminated if the Board decides that a Partner no longer fulfils the criteria for participation, and/or fails to meet its obligations towards ASTRONET, and/or acts contrary to the aims, objectives or values of ASTRONET. Paid cash contributions remain in the budget and will not be reimbursed.
- 9.6** A Partner may withdraw from ASTRONET at the end of the financial year immediately following that in which it gives written notice of such withdrawal. Paid cash contributions remain in the budget and will not be reimbursed.

Article 10: Confidentiality

- 10.1** The Partners agree that the open exchange of information shall honour the following principles:
- (a) The Partners shall treat any information, agreed or noted by the Partners to be confidential, for the duration of this agreement, as strictly confidential;

(b) The Partners shall take all appropriate steps to safeguard the confidential information.

Article 11: Annexes and modifications of the MoU

11.1 This MoU and its Annexes may be modified by unanimous decision by the Board in accordance with Article.

11.2 Annexes of the MoU form an integral part of it.

Article 12: Termination of ASTRONET

12.1 The duration of this MoU is five (5) years after signature. It may be extended for the same duration by an amendment approved by the Board.

12.2 ASTRONET may be terminated at any time by a decision taken at an extraordinary meeting of the Board by a two-thirds majority of the votes cast and a quorum of at least two-thirds (2/3) of the Partners. In case of termination, the Board will decide how the remaining funds will be distributed.

Article 13: Entry into force and duration

13.1 The present MoU shall enter into force on the date of its signature by all the Partners.

Article 14: Resolution of Disputes

14.1 Any dispute between the Partners shall be brought to the attention of the Chair of the ASTRONET Board for amicable settlement. In case an amicable settlement cannot be reached, the **issue** will be brought to the Board for decision in accordance with article 4.7. In event of an unresolved dispute, it must be referred to the relevant jurisdiction.

The MoU shall be signed by all initial Partners, in as many original copies

Signature pages:

PER USO INTERNO