

## Statutes of the Advisory Board of LINDAT/CLARIAH-CZ

### I. The Advisory Board

#### Preamble

The Advisory Board of the LINDAT/CLARIAH-CZ Research Infrastructure is constituted on the grounds of the Contract between the hosting institution, Charles University, Faculty of Mathematics and Physics, and the funding body, the Ministry of Education, Youth and Sports, in order to provide impartial advice and independent view on the activities of the Research Infrastructure, as well as, time to time, other input relevant either to the Research Infrastructure or to the funding body.

#### Article 1

The Advisory Board (“the Board”) of the LINDAT/CLARIAH-CZ project (“the Project”, ID No. **LM2018101**), which is supported under the “Research Infrastructures” programme of the Ministry of Education, Youth and Sports of the Czech Republic (“the Funder”) and consequently by the Contracts on the mutual cooperation and the Contracts on the exploitation of results between the Faculty of Mathematics and Physics of Charles University (“the Recipient”), the Faculty of Arts of Charles University, the Faculty of Applied Sciences of the University of West Bohemia in Pilsen, the Faculty of Arts of the Masaryk University in Brno, the Faculty of Informatics of the Masaryk University in Brno, the Institute of Philosophy of the Czech Academy of Sciences, The Institute of History of the Czech Academy of Sciences, Library of the Czech Academy of Sciences, Czech Language Institute of the Czech Academy of Sciences, Moravian Library in Brno, National Film Archive, National Gallery Prague, National Library of the Czech Republic (“the Co-recipients”), is an advisory body to the Project.

#### Article 2

The Board consists of voting and non-voting members. At least 11 members shall be voting members. It is recommended that the number of the voting members is odd. Majority of the voting members must be selected from the people outside the organizations collaborating on the Project. The Board includes by default (“ex officio”) the Principal Investigator (or director or project coordinator, as the title

might be) of the Project (“the PI”), as a non-voting member, the National Coordinator for CLARIN ERIC (non-voting member), the National Coordinator for DARIAH ERIC (non-voting member) and the Dean of the Faculty of Mathematics and Physics (“the Dean”) as the representative of the Recipient (voting member). The Dean can appoint a substitute for any given meeting or matter to be voted upon, in writing to the PI and/or the Chairperson (Art. 6). All members of the Board shall be published in a suitable form, such as on the web pages of the Project.

### Article 3

The Board, except for the ex officio members included by default as stated in Article 2, is appointed by the Dean, based on a proposal by the PI. If the number of the Board members drops for any reason below the limit stated in Article 2, the PI proposes without any delay new member(s) of the Board according to Article 2 above. Under well-substantiated reasons, the PI may propose to the Dean an enlargement of the Board or a removal of a member from the Board. In such a case, the Dean shall consult the Chairperson or any other member(s) of the Board (at his discretion) before taking action, but the final decision is the Dean’s. In case of a resignation of a member of the Board, the Dean accepts the resignation. If the composition of the Board does not comply with the requirements of Article 2, the Dean asks the PI for an immediate proposal to bring the Board to compliance with Article 2.

### Article 4

The Board ends its activities after the end of the Project, or if the conditions of the programme as decided by the funding body no longer require the Advisory Board to exist.

### Article 5

Any change of the personal composition of the Board is to be reported by the PI to the Funder.

### Article 6

The Board shall have a Chairperson, appointed also by the Dean, from among the members of the Board. Neither the PI, nor any person representing the Recipient, nor anyone representing the Co-recipients may be nominated and appointed as the Chairperson. The Chairperson is administratively assisted by the Recipient.

## II. The Agenda of the Board and Procedures

### Article 7

The Board meets at least once in two years. The Board is convened by the Chairperson. In addition, the Chairperson should convene the Board at any time if three or more Board members ask for it in writing.

### Article 8

The Board can take decisions if a majority of its voting members have registered a vote on these decisions. The members of the Board may take part in the meetings also by technical means, if they themselves regard it as appropriate and if such participation does not prevent them to objectively pass opinions on the issues discussed at the meeting. In case of time-constrained decisions, a per rollam vote (by electronic means, i.e., by email or other distant access mechanism) may be taken, supervised by the Chairperson, under the same rules as outlined in this Article. Any measure or decision proposed is approved if the majority of those voting members present (in person or by technical means or per rollam) agree with the proposed measure or decision. In case of a tie, the Chairperson's vote is decisive.

### Article 9

The Board has the right to ask the PI of the Project (with a sufficient advance notice) before its meeting to submit written material related to the activities of the Project, to the extent that is instrumental for the fulfilment of the performance of the Project. The Board should observe the laws of the Czech Republic, especially the law on the protection of public and private confidential information and the law on the protection of privacy of personal data (GDPR), and also the rules of the Research Infrastructures Programme (codename "LM").

### Article 10

The Board can express its opinions on any aspect of the work of the project. The Board discusses their previous resolutions (Art. 11), if any, and expresses its judgements on the steps taken by the PI, the Recipient and other co-investigators of the Project. The meeting of the Board can be attended also by participants of the project invited by the Chairperson, as suggested by the PI. The minutes of the meeting are taken, subsequently approved by all the voting members of the Board present and are stored with the Chairperson of the Board; one copy is handed over to the PI and one to the Dean.

#### Article 11

On the basis of each Board meeting, the Board puts together (at least) a resolution of the Board (“the Resolution”), in which it formulates - on the basis of the submitted documents, materials, presentations and plans - recommendations that relate to the future work of the project in accordance with the requirements of the Funder. The Resolution is approved according to Article 8.

#### Article 12

The Resolution of the Board is communicated in an electronic or written form to the PI and to the Dean. The PI has the right to comment on the Resolution within 30 days after its receipt; his comments become an inseparable part of the Resolution. The Resolution shall be made available to all Co-recipients. The PI has the right to publish the Resolution.

#### Article 13

The members of the Board who participate at the meeting of the Board and who are not representatives of the Recipient or co-Recipients should be reimbursed for their travel and accommodation with a maximum of 3 days of a single stay. The reimbursement is covered from the budget of the Recipient of the Project. Other remuneration is not possible.

#### Article 14

A change to the Statutes may be proposed by any member of the Board and has to be approved by the Board at its meeting. The change of the Statutes shall not contradict the principles of the Programme of Research Infrastructures (LM) valid at the time of such a change. The change is approved through a procedure outlined in Article 8. The change comes into effect immediately, if the proposal of the change does not explicitly postpone its effective date. The Chairman informs the PI and the Dean immediately after such a change is approved, and the PI in turn informs the Funder.

### **III. Temporary and Closing Provisions**

#### Article 15

## LINDAT/CLARIAH-CZ AB Statutes

The first meeting of the Board is convened by the PI.

### Article 16

The members of the Board, including the Chairperson, as initially appointed by the Dean before the effective date of these Statutes remain the members of the Board (and the Chairperson), without the need for re-appointment after the Statutes are approved, provided the composition of the Board meets the criteria of these Statutes. If the Board decides to materially change the Articles 2, 3, 4 and/or 6, the Dean shall act accordingly.

### Article 17

The Statutes have been approved by the first meeting of the Board and are effective immediately.

Prague, TBA

*Approved TBA at the initial Advisory Board Meeting in Prague.*