



Constitution
May 2016

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1 Name

- 1.1 The name of the Network shall be SESAME Net hereafter referred to as the Network.

2 Membership

- 2.1 The Founding Members of the Network are the Partners in the SESAME Net H2020 funded project (listed in Annex 1). Founding members are automatically allowed full membership.
- 2.2 Full Membership shall be open to HPC Centres and organisations offering, or planning to offer services to SMEs. Only Full Members will have full voting rights (one vote per member organisation).
- 2.3 Affiliated Membership shall be open to business users, especially SMEs who can make use of the resources and expertise of the Network.
- 2.4 There is currently no Associate Membership programme.
Associate Membership is under review. This would be open to organisations which can potentially enhance the services of the Full Members, and the Network as a whole. ISV and equipment vendors fall into this category, as well as public sector organisations, such a local economic development agencies and organisations whose remit involves supporting the development of SMEs.
- 2.5 It is envisaged that in the early years of operation there will be no membership fee. This will be reviewed on an annual basis at the Annual General Meeting (AGM).
- 2.6 The Steering Board (SB) will keep a register containing the names and (electronic) addresses of all Members. Every member is obliged to communicate in writing to the association his address and any changes.
- 2.7 Applications for membership will be considered on an ongoing basis, and responses by the SB will be provided within one month of receiving the application.
- 2.8 Termination of membership will occur on receiving a request to withdraw by member for whatever reason, or the organisation ceasing to exist.

3 Aims and Objectives

The aims and objectives of the Network are to:

- 3.1 Exchange best practices related to delivering HPC related services to SMEs
- 3.2 Promote the take up of HPC related services by SMES
- 3.3 Foster international collaboration across member states
- 3.4 Create a 'Repository' of resources related to 'HPC for SMEs', including uses cases, best practices, training materials,
- 3.5 Be a focal information point for SMEs, highlighting events, funding and collaborative opportunities.

4 Activities

In order to achieve the objectives the network will:

- 4.1 Organize regular network meetings, workshops, and awareness raising events
- 4.2 Develop and maintain online presence including the website, on-line technical forum, publication of events and opportunities.
- 4.3 Develop and update materials in terms of guidelines, handbooks
- 4.4 Ongoing collation of use cases and best practices
- 4.5 Publishing training materials and opportunities
- 4.6 Signposting to other initiatives and opportunities

5 Steering Board (SB)

- 5.1 The Network shall have a Steering Board (SB) consisting of a minimum of 5 members plus a Chairperson.
- 5.2 The initial SB shall comprise the Project Steering Group: the Project Coordinator and the Work Package Leaders. Additional Members can be co-opted on the basis of a majority vote of the SB.
- 5.3 The SB Members in the future will be voted onto the Board by Full Members at the AGM.
- 5.4 The Chairperson in the future will be voted on by SB Members following the AGM.
- 5.5 The role of the SB is to coordinate and direct all aspects of the Network's activities, and involve regular communication with all members.
- 5.6 The SB may invite persons to attend any of its meetings as a participant without the power to vote.
- 5.7 Any vacancy on the SB shall be filled from the membership and agreed by SB.
- 5.8 The SB will meet at least 2 times per annum.
- 5.9 The chair shall have the power to call special meetings open to all considering any matter that should be referred to the members in general. The chair should call a special meeting at the request of not less than two SB members or not less than four Full Members.

6 Sub-committees

- 6.1 The SB may appoint sub-committees for special purposes
- 6.2 When setting up sub committees the SB shall determine its terms of reference, compositions and powers.
- 6.3 Sub-committees shall have a co-ordinator, agreed by the Sub-committee Members.
- 6.4 Sub-committees shall have the power to co-opt additional persons as and when required.

7 Network Meetings and Annual General Meetings (AGM)

- 7.1 The SB shall convene AGMs
- 7.2 At the AGM the Full Members shall elect the SB which is elected for two (2) years period. SB in turn will elect the chairperson.
- 7.3 Regular Network meetings will be arranged by the SB. Members can request specific meetings, which will be subject to the approval of the SB.

8 Rules of Procedure

- 8.1 QUORUM: a minimum of three SB members shall form a quorum at SB meetings and a minimum of three SB members and five ordinary members shall form a quorum at AGM
- 8.2 VOTING: every matter, except where this constitution provides otherwise, shall be determined by a majority of members present and voting. In the case of equal votes the chair of the meeting shall have the casting vote.
- 8.3 MINUTES: a minute of all meetings including sub-committees shall be kept and formally adopted.

9 Finance

- 9.1 The Network does not envisage the need to keep financial records outside of the Grant Requirements (Grant 654416) for the duration of the grant, until end May 2017.
- 9.2 The need to keep additional financial records will be reviewed by the SB on a regular basis, and voted on at an AGM, or an Extraordinary AGM will be called if required for this purpose.

10 Alterations to the Constitution

- 10.1 Any alterations to this constitution shall receive the assent of no less than two-thirds of the members present and voting at an AGM or special meeting.

11 Dissolution

- 11.1 The SB may be dissolved by a resolution passed by a majority of members present and voting at a special meeting convened for the purpose.

We certify that this is a current copy of the Constitution approved by the Sesame Net Project Steering Group (28th April 2016), and to be formally adopted at the Inaugural AGM to be held in Ghent on 27th June 2016.

Signed: Chairperson

Karen Paduano
