

## European Space University for Earth and Humanity

*UNIVERSEH is an alliance of five European universities established to develop a new way of collaboration in the field of Space, within the “European Universities” initiative.*

*The alliance aims to create new higher education interactive experiences for the university community, teachers and students, and for the benefit of society as a whole. Such initiatives will enable broadminded, informed and conscientious European citizens to capture and create new knowledge and become smart actors of European innovation, valorisation and societal dissemination within the Space sector, from science, engineering, liberal arts to culture.*

Grant agreement number: 101004066

Funding Scheme: Erasmus+ / European Universities

### D 1.2 Terms of Reference of each governance body

Due date of deliverable: M 1  
Actual Submission date: 29/01/2021

Start date of the project: 01/11/2020

Duration: 36 months

Organisation responsible for this deliverable: UT

Version: final

#### Dissemination level

|           |  |   |
|-----------|--|---|
| <b>PU</b> | Public   | X |
| <b>CO</b> | Confidential, only for members of the consortium |   |

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## Document History

| Version | Date       | Author         | Partner | Summary of main changes |
|---------|------------|----------------|---------|-------------------------|
| 1.0     | 26/01/2021 | Hélène Gentils | UT      | N/A                     |
|         |            |                |         |                         |
|         |            |                |         |                         |

## Summary

|                                  |    |
|----------------------------------|----|
| Governing Board.....             | 3  |
| Student Council .....            | 5  |
| Steering Committee.....          | 7  |
| Academic Council.....            | 9  |
| Advisory Board.....              | 11 |
| Quality Assurance Committee..... | 13 |

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## Governing Board

### Terms of reference

The governance of the UNIVERSEH Alliance is composed of the following Bodies:

- **Governing Board as the ultimate decision-making body of the consortium**
- Steering Committee as the supervisory body for the execution of the Project which reports to and is accountable to the Governing Board
- Academic Council as the body overseeing all learning and staff development activities and their certification
- Quality Assurance Committee as the body responsible for quality monitoring
- Student Council as the body coordinating student involvement in the project.

The terms of reference of the Governing Board are based on the Consortium Agreement. In case of inconsistencies, the latter prevails.

#### 1. Members

The Governing Board consists of:

- one representative of each project partner
- one student representative designated by the Student Council.

The project coordinator chairs the meetings.

All Governing Board members must be present or represented at all meetings. They may appoint a substitute or a proxy to attend and vote at any meeting.

#### 2. Functioning

The Governing Board meets at least twice a year, either physically or by videoconference.

At any time upon written request of the Steering Committee or 1/3 of the Members of the Governing Board

The chairperson will send invitations no later than 45 calendar days prior to the Governing Board meetings (7 calendar days for extraordinary meetings).

The chairperson sends the agenda no later than 21 calendar days prior to the Governing Board meeting.

The Governing Board may only take decisions if two thirds of its members are present (quorum).

Each member, present or represented, has one vote.

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A Member which can show that its own work, time for performance, costs, liabilities, intellectual property rights or other legitimate interests would be severely affected by a decision of the Governing Board may exercise a veto with respect to the corresponding decision or relevant part of the decision.

Decisions may also be taken without a meeting if the Coordinator circulates to all Members a written document, including the deadline for responses, which is then agreed in writing by e-mail.

The chairperson will send the minutes to all Members within 10 calendar days of the meeting, who have 15 calendar days to send objections in writing, before the minutes are deemed accepted.

### 3. Role

The Governing Board is free to act on its own initiative to formulate proposals and take decisions. In addition, all proposals made by the Steering Committee will be considered and decided upon by the Governing Board.

The following decisions will be taken by the Governing Board:

Content, finances and intellectual property rights

- Proposals for changes to Annexes 1 and 2 of the Grant Agreement to be agreed by the Funding Authority
- Changes to the workplan
- Modifications to Background Included
- Additions to the List of Third Parties

Evolution of the consortium

- Entry of a new project partner to the consortium and approval of the settlement on the conditions of the accession of such a new project partner
- Withdrawal of a project partner from the consortium and the approval of the settlement on the conditions of the withdrawal
- Identification of a breach by a project partner of its obligations
- Declaration of a project partner to be a Defaulting Party
- Remedies to be performed by a Defaulting Party
- Termination of a Defaulting Party's participation in the consortium and measures relating the reto
- Proposal to the Funding Authority for a change of the Coordinator
- Proposal to the Funding Authority for suspension of all or part of the Project
- Proposal to the Funding Authority for termination of the Project and the Consortium Agreement

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## Student Council

### Terms of reference

The governance of the UNIVERSEH Alliance is composed of the following Bodies:

- Governing Board as the ultimate decision-making body of the consortium
- Steering Committee as the supervisory body for the execution of the Project which reports to and is accountable to the Governing Board
- Academic Council as the body overseeing all learning and staff development activities and their certification
- Quality Assurance Committee as the body responsible for quality monitoring
- **Student Council as the body coordinating student involvement in the project.**

The terms of reference of the Student Council are based on the Consortium Agreement. In case of inconsistencies, the latter prevails.

#### 1. Members

The Student Council consists of two student representative from each project partner.

The project coordinator chairs the meetings.

All Student Council members must be present or represented at all meetings. They may appoint a substitute or a proxy to attend and vote at any meeting.

#### 2. Functioning

The Student Council meets at least twice a year, either physically or by videoconference.

It can meet at any time upon written request of any Member of the Student Council.

The chairperson will send invitations no later than 14 calendar days prior to the Student Council meetings (7 calendar days for extraordinary meetings).

The chairperson sends the agenda no later than 7 calendar days prior to the Student Council meeting.

The Student Council may only take decisions if two thirds of its members are present (quorum).

Each member, present or represented, has one vote.

A Member which can show that its own work, time for performance, costs, liabilities, intellectual property rights or other legitimate interests would be severely affected by a decision of the Student Council may exercise a veto with respect to the corresponding decision or relevant part of the decision.

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Decisions may also be taken without a meeting if the Coordinator circulates to all Members a written document including the deadline for responses, which is then agreed in writing by e-mail.

The chairperson will send the minutes to all Members within 10 calendar days of the meeting, who have 15 calendar days to send objections in writing, before the minutes are deemed accepted.

### 3. Role

The Student Council seeks a consensus among the project partners.

The Student Council is responsible for coordinating student involvement and to ensure that students' input and feedback on the Alliance activities and policies are taken into account. In particular, they should ensure they give space to underrepresented and disadvantaged groups' views.

The Student Council names:

- 1 representative for the Governing Board;
- 2 representatives for the Steering Committee;
- 3 representatives for the Academic Council (Bachelor, Master and PhD levels)
- 2 representatives for the Quality Assurance Committee.

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## Steering Committee

### Terms of reference

The governance of the UNIVERSEH Alliance is composed of the following Bodies:

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- **Steering Committee as the supervisory body for the execution of the Project which reports to and is accountable to the Governing Board**
- Academic Council as the body overseeing all learning and staff development activities and their certification
- Quality Assurance Committee as the body responsible for quality monitoring
- Student Council as the body coordinating student involvement in the project.

The terms of reference of the Steering Committee are based on the Consortium Agreement. In case of inconsistencies, the latter prevails.

#### 1. Members

The Steering Committee consists of:

- one representative from each project partner
- one representative from each Work Package leader, except for Work Package 1
- two student representatives, designated by the Student Council.

The project manager and the administrative and finance officer will also take part in the steering committee without voting rights.

The project coordinator chairs the meetings.

All Steering Committee members must be present or represented at all meetings. They may appoint a substitute or a proxy to attend and vote at any meeting.

#### 2. Functioning

The Steering Committee meets at least three times a year, either physically or by videoconference.

It can meet at any time upon written request of any Member of the Steering Committee.

The chairperson will send invitations no later than 14 calendar days prior to the Steering Committee meetings (7 calendar days for extraordinary meetings).

The chairperson sends the agenda no later than 7 calendar days prior to the Steering Committee meeting.

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The Steering Committee may only take decisions if two thirds of its members are present (quorum).

Each member, present or represented, has one vote.

A Member which can show that its own work, time for performance, costs, liabilities, intellectual property rights or other legitimate interests would be severely affected by a decision of the Steering Committee may exercise a veto with respect to the corresponding decision or relevant part of the decision.

Decisions may also be taken without a meeting if the Coordinator circulates to all Members a written document, including the deadline for responses, which is then agreed in writing by e-mail.

The chairperson will send the minutes to all Members within 10 calendar days of the meeting, who have 15 calendar days to send objections in writing, before the minutes are deemed accepted.

### 3. Role

The Steering Committee prepares the meetings, proposes decisions and prepares the agenda of the Governing Board.

The Steering Committee seeks a consensus among the project partners.

The Steering Committee is responsible for the proper execution and implementation of the decisions of the Governing Board.

The Steering Committee monitors the effective and efficient implementation of the Project.

In addition, the Steering Committee collects information at least every 6 months on the progress of the Project, examines that information to assess the compliance of the Project with the workplan and, if necessary, proposes modifications of the workplan to the Governing Board.

The Steering Committee:

- supports the Coordinator in preparing meetings with the Funding Authority and in preparing related data and deliverables
- prepares the content and timing of press releases and joint publications by the consortium or proposed by the Funding Authority.

In the case of abolished tasks as a result of a decision of the Governing Board, the Steering Committee advises the Governing Board on ways to rearrange tasks and budgets of the project partners concerned.

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## Academic Council

### Terms of reference

The governance of the UNIVERSEH Alliance is composed of the following Bodies:

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- **Academic Council as the body overseeing all learning and staff development activities and their certification**
- Quality Assurance Committee as the body responsible for quality monitoring
- Student Council as the body coordinating student involvement in the project.

The terms of reference of the Academic Council are based on the Consortium Agreement. In case of inconsistencies, the latter prevails.

#### 4. Members

The Academic Council consists of:

- the five deans or vice-rectors for education of each project partner
- three students representing the bachelor, master and PhD levels, designated by the Student Council.

The project coordinator chairs the meetings.

All Academic Council members must be present or represented at all meetings. They may appoint a substitute or a proxy to attend and vote at any meeting.

#### 5. Functioning

The Academic Council meets at least three times a year, either physically or by videoconference.

It can meet at any time upon written request of any Member of the Academic Council.

The chairperson will send invitations no later than 14 calendar days prior to the Academic Council meetings (7 calendar days for extraordinary meetings).

The chairperson sends the agenda no later than 7 calendar days prior to the Academic Council meeting.

The Academic Council may only take decisions if two thirds of its members are present (quorum).

Each member, present or represented, has one vote.

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A Member which can show that its own work, time for performance, costs, liabilities, intellectual property rights or other legitimate interests would be severely affected by a decision of the Academic Council may exercise a veto with respect to the corresponding decision or relevant part of the decision.

Decisions may also be taken without a meeting if the Coordinator circulates to all Members a written document including the deadline for responses, which is then agreed in writing by e-mail.

The chairperson will send the minutes to all Members within 10 calendar days of the meeting, who have 15 calendar days to send objections in writing, before the minutes are deemed accepted.

## 6. Role

The Academic Council seeks a consensus among the project partners.

The Academic Council oversees all learning and staff development activities and their certification.

The Academic Council is responsible for the approval and certification of all learning activities organized by the Alliance.

The Academic Council:

- proposes and implements programme policy
- promotes common quality standards,
- ensures that new common courses and programmes are coherent with the project aim
- works towards a European diploma.

In addition, the academic council works towards an automatic mutual recognition of higher education and training qualifications and the outcomes of learning periods abroad within the Alliance.

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## Advisory Board

### Terms of reference

The governance of the UNIVERSEH Alliance is composed of five Bodies:

- The **Governing Board**, the ultimate decision-making body of the consortium;
- The **Steering Committee** supervising the execution of the Project; it reports to and is accountable to the Governing Board;
- The **Academic Council**, overseeing all learning and staff development activities and their certification;
- The **Quality Assurance Committee**, responsible for quality monitoring;
- The **Student Council**, coordinating student participation in the project.

Additionally, an **Advisory Board is established to coordinate stakeholders' involvement in the project.**

The terms of reference of the Advisory Board are based on the Consortium Agreement. In case of inconsistencies, the latter prevails.

### Objectives

The Advisory Board's objectives are to:

- Support the UNIVERSEH project through proposals and inputs coming from the Advisory Committee;
- Facilitate the implementation of the project's activities;
- Maximise the impact of its results, establishing liaison with relevant stakeholders and actively engaging them in certain project activities;
- Participate to the sustainability of the UNIVERSEH project.

It is engaged in the following activities:

- Support UNIVERSEH teams through supporting actions in all working groups activities, especially by sharing data and inputs and by facilitating their tasks fulfilments;
- Participate in the project activities, especially related to Entrepreneurship and Innovation;
- Share and identify opportunities (traineeship, internship);
- Nominates a representative to the Quality Assurance Committee.

### Members

The **Advisory Committee** regroups all interested stakeholders in the UNIVERSEH project: academics, members of the higher education community, public agencies, industries, SMEs, local and national public authorities, national and European agencies, local-scale and European-scale associations, etc.

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Candidates members shall provide a letter of commitment or a letter of support to the UNIVERSEH project. Formal membership is validated by the steering committee.

The **Advisory Board** is a representative subgroup of the advisory committee. It should reflect, as much as possible, a good geographical distribution and a spread of different types of stakeholders, taking into account the composition of the Advisory Committee.

## Functioning

The Advisory Board meets at least once a year, either physically or by videoconference. It can meet at any time upon written request of at least two Members of the Advisory Board.

The chairperson will send invitations no later than 14 calendar days prior to the Advisory Board meetings (7 calendar days for extraordinary meetings).

The chairperson sends the agenda no later than 7 calendar days prior to the Advisory Board meeting.

Each member, present or represented, has one vote.

Decisions may also be taken without a meeting if the chairperson circulates to all Members a written document, including the deadline for responses, which is then agreed in writing by e-mail.

The chairperson will send the minutes to all Members within 10 calendar days of the meeting, who have 15 calendar days to send objections in writing, before the minutes are deemed accepted.

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## Quality Assurance Committee

### Terms of reference

The governance of the UNIVERSEH Alliance is composed of the following Bodies:

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- Academic Council as the body overseeing all learning and staff development activities and their certification
- **Quality Assurance Committee as the body responsible for quality monitoring**
- Student Council as the body coordinating student involvement in the project.

The terms of reference of the Quality Assurance Committee are based on the Consortium Agreement. In case of inconsistencies, the latter prevails.

#### 4. Members

The Quality Assurance Committee consists of:

- one representative per Party
- one external stakeholder representative designated by the Advisory Board
- one student representative designated by the Student Council

The project coordinator chairs the meetings.

All Quality Assurance Committee members must be present or represented at all meetings. They may appoint a substitute or a proxy to attend and vote at any meeting.

#### 5. Functioning

The Quality Assurance Committee meets at least once a year, either physically or by videoconference.

It can meet at any time upon written request of any Member of the Quality Assurance Committee.

The chairperson will send invitations no later than 14 calendar days prior to the Quality Assurance Committee meetings (7 calendar days for extraordinary meetings).

The chairperson sends the agenda no later than 7 calendar days prior to the Quality Assurance Committee meeting.

The Quality Assurance Committee may only take decisions if two thirds of its members are present (quorum).

Each member, present or represented, has one vote.

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A Member which can show that its own work, time for performance, costs, liabilities, intellectual property rights or other legitimate interests would be severely affected by a decision of the Quality Assurance Committee may exercise a veto with respect to the corresponding decision or relevant part of the decision.

Decisions may also be taken without a meeting if the Coordinator circulates to all Members a written document including the deadline for responses, which is then agreed in writing by e-mail.

The chairperson will send the minutes to all Members within 10 calendar days of the meeting, who have 15 calendar days to send objections in writing, before the minutes are deemed accepted.

## 6. Role

The Quality Assurance Committee puts in place a quality assessment process to monitor the quantitative and qualitative implementation of the project activities.

The Quality Assurance Committee:

- Defines the standards, criteria and quality indicators;
- Sets up the quality review processes;
- Carries out self-evaluation procedures for the Alliance;
- Plans and prepares of the activities related to monitoring and quality control;
- Ensures compliance with the EU rules;
- Reports to the Steering Committee on the situation in the field of quality, at least annually;
- Checks the quality of deliverables and consistency with the work plan and global vision of the project, the governing board giving the final approval.

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