

## Bylaws NICOLE

According to the article 15 of the NICOLE Statutes, NICOLE has to develop Bylaws to organize topics not included in the Statutes. Once approved by the General Assembly, the Bylaws document will be published on NICOLE website (Members-portal)

### Art. 1: List of members

1.1: This article is in line with the art. 3.2 and 3.4 of the NICOLE Statutes.

1.2: The list of members will be updated yearly. This list will be added to the Bylaws (annex 1), communicated to the members of NICOLE, and the company names will also be published on the Public Website. Members can ask for an exception.

1.3: The list will contain at least:

- The name of the member (individual), and email address
- In case of a company, the name of the point of contact, email- and URL-address.

### Art. 2: Type of membership and requirements

2.1: This article is linked to the articles 3.5, 4.4.b, 5.1 and 5.2 of the NICOLE Statutes.

#### 2.2: Types of membership

There are 5 types of membership:

- Honorary member: candidate invited and appointed by the Board; it is a personal membership;
- Academic member: individual working for more than 80 % in a university or a national research institute, max 4 employees per university or research institute are allowed (otherwise they will need to apply to another type of membership, i.e. micro, small or large));
- Micro company member: 1 - 9 employees;
- Small enterprise member: 10 - 50 employees;
- Large company member: greater than 50 staff;

#### 2.3: Requirements of membership

Each member has to agree and approve the Statutes and the Bylaws, as well as the Code of Conduct, in writing. This can be done by a simple email of the individual member or the point of contact of the company member.

### Art. 3: Membership fees

3.1: this article is linked to article 5.1 and 5.2 of the NICOLE Statutes

3.2: membership fees

The membership fees are:

- Honorary member: no fee
- Academic member: 200 EUR per individual member per year
- Micro company: 500 EUR per year
- Small enterprise: 2.000 EUR per year
- Large company: 4.000 EUR per year

3.3: reduction of the membership fee

If a representative of the member or the member her/himself (in case of individual membership) is a Board member of NICOLE on January the first, the membership fee mentioned in 3.2 is reduced to 50 % for that year.

### Art.4: List of Board members

4.1: this article is linked to art. 6 of the NICOLE Statutes

4.2: number of Board members

The Academic Group (AG) and the Service Provider Group (SPG) have 3 members in the Board of NICOLE each. The 3 Board members of the AG will be the chair, the vice chair and the senior chair of the AG. The 3 Board members of the SPG will be the chair, the vice chair and the previous chair of the SPG.

The Industry Group (IG) has 4 Board members, of which one is the chairperson of the Board, two are the chair and the vice-chair of IG and the fourth one is a free position within the Board from the members of the IG.

4.3: chair of the Board

In addition to three IG members in the Board mentioned in 4.2, the Chair of the Board will be chosen by the members of the IG and will be appointed by the Board.

4.4: functions:

As a principle, every group has an official role in the Board. Apart from the Chair, who is elected in the IG, the Board will assign between the Board members, three specific roles:

- A vice chair: this person is the former chair of the SPG
- A secretary of the Board, appointed by the AG
- A treasurer, elected within the Board members

Other specific functions, required for the operations of the Network may be assigned to individual Board Members.

#### 4.5: List of Board members

The list of Board members will be updated yearly and included in Annex 2 of these Bylaws. The list will also be mentioned in the public part of the website.

#### Art. 5: Tasks and responsibilities of the Board

5.1: this article clarifies Art. 7 of the NICOLE Statutes

5.2: the tasks and responsibilities of the Board are amongst others:

- To provide overall direction and co-ordination of the network
- To define policy (i.e. communication, knowledge transfer)
- To agree programming of events and activities
- To organize the managed interfaces
- To program, monitor and control the budgets.
- To liaise with the other stakeholders and networks
- To ensure that NICOLE objectives are met
- The development of membership
- To work out NICOLE statements and position papers
- To review the NICOLE News
- To manage the secretariat
- To define and manage NICOLE budget

5.3: the duties of the Chair of the Board are amongst others

- Leading the Board and the NICOLE Secretariat to carry out its governance functions
- Ensuring the Board has approved policies to help ensure sound and compliant governance and management of the organization
- Assessing the performance of the Board and its committees
- Assuring ongoing recruitment, development, and contributions of Board members
- Setting priorities and creating agendas for meetings of the Board, together with the Secretary
- Presiding over meetings of the Board
- Serving as an ambassador of the organization and advocating its mission to internal and external stakeholders
- Initiate and coordinate strategic direction and planning of the organization

5.4: the duties of the Vice-chair are amongst others

The Vice-chair of the Board replaces the Chair in his/her absence assuming the same responsibilities as the Chair. In addition, the Vice-chair will also support organization of workshops and represents the Board in Organizing Committees for such workshops. It is expected that he/she leads such OCs, but this is not a hard requirement. In this additional responsibility, the Vice-chair will ensure the

overall objectives of NICOLE are protected and that the workshop covers the interests of all members.

#### 5.5: the duties of the Secretary, amongst others

Many of the duties covered here are provided by the NICOLE Secretariat. However, the accountability for these duties and activities lies with the Secretary of NICOLE and, hence, are covered in some detail here.

The Secretary of a nonprofit organization plays a critical role in fostering communication and ensuring proper management and utilization of important organizational records. Generally, an organization's bylaws will set the duties of the secretary, however, duties may change from time to time as may be assigned by the Board.

Typically, the Secretary should be equipped to handle the following matters:

- Organize and ensure effective communications between the Board, Working Groups, Member Groups, Organizing Committees and other stakeholders
- Identify and track legal notice requirements
- Schedule and organize Board meetings at regular intervals, and as stipulated in the Articles of Association
- Arrange that meeting minutes are prepared, completed on time and shared with Board members
- Maintain NICOLE records and be the custodian of such records
- Provide oversight of the NICOLE Secretariat
- Organize elections and votes where required/appropriate

The Secretary position has wide-ranging responsibilities, requiring much more than simply being present at all Board meetings. These duties likely will increase if the corporation has a voting membership structure, which requires additional notice procedures and voting.

#### 5.6: the duties of the Treasurer, amongst others

Since an organization's financial management is directly tied to the Treasurer's responsibilities, the Treasurer's execution of his/her responsibilities will have a strong impact on the public's and NICOLE members' perception, trust, and assurance in NICOLE. NICOLE should seek Treasurers with desirable skills such as financial literacy, attention to detail, timeliness in completing tasks, clear and accurate record keeping, and a willingness to ask questions.

Typically, the Treasurer's duties include the following:

- Providing financial oversight of the financial affairs of NICOLE
- Preparing, or facilitating the preparation of an annual budget, as well as regularly monitoring and comparing the actual revenues and expenses incurred against such budget.

- The Treasurer should have thorough knowledge and understanding of the organization's financial reports and important financial ratios. The Treasurer should keep the Board apprised of key financial events, trends, and concerns, and his/her assessments of the organization's fiscal health.
- Translate financial concepts and information for Board members who do not have financial backgrounds or substantial financial experience. The Treasurer can be most effective to the Board when he/she is facilitating and encouraging the Board's strategic thinking about the short- and long-term financial vitality of the organization in relation to its advancement of the organization's mission.

Ultimately, while financial management is the primary focus of the Treasurer, the entire Board shares the responsibility of financial oversight and accountability.

#### Art. 6: NICOLE financial management

6.1: This article is linked to Art. 11.5 of the NICOLE Statutes

6.2: To be able to cover closure costs of the network, the financial reserve is 20% of the membership fees, with a minimum of 40 kEUR.

6.3: If a budget estimate or a budget control tends to show that the reserve will be below that amount, the Treasurer makes a proposal to stay above this limit. The Board will take all measures to keep this buffer. If this reserve is undercut, the Board will make sure, that it is reached again no later than within 1 year.

#### Art. 7: House rules of the member groups

The three member groups (AG, IG and SPG) can develop their own house rules, but will try to align them as much as possible. These house rules have to be fully in line with the Statutes of NICOLE and the Bylaws.

#### Art. 8: The responsibilities of each member group

The Board expects the leadership of the individual member groups of NICOLE to, amongst others,

- Provide leadership and direction to the group, guide its activities and initiatives.
- Develop and execute a strategic plan for the group. This plan can include defining goals, objectives, and action items to advance the academic interests of the group.
- Promote attraction of new members and active participation in NICOLE activities.
- Manage the group's budget and resources.
- Facilitate collaboration among members of the member group.
- Promote collaboration between the NICOLE groups.

- Advocate the interests of the group within the larger NICOLE network. This involve representing the group's concerns, needs, and goals at the Board meetings. If physical attendance is not possible, there is an option for a hybrid online participation, offering flexibility.
- Inform the group members about main points, requests, questions, and decisions of the Board.
- Contribute to and attend NICOLE workshop.
- Act as NICOLE ambassador and expand NICOLE membership.
- Encourage mentorship and support networks within the group, particularly for students and early-career professionals.
- Ensure that the group complies with any applicable regulations and report requirements, including the code of conduct.
- Report annually on the group activities during the Annual General Assembly.

#### Art. 9: Secretariat

The Board can decide to have a secretariat. The responsibilities of the secretariat are in that case, amongst others:

- To support the Secretary of the Board
- To implement the decisions of the Board
- To support the groups
- To manage contracts
- To assist on communications
- To organize meetings of the Board and the General Assembly, and to prepare the minutes
- To support the Treasurer on the budget
- To manage the financial tasks
- To organize workshops and events
- To maintain the organization's records

#### Art. 10: Working groups

The Board can set up working groups and can grant a budget for the functioning of the working group. The Board develops a procedure how to set up working groups (annex 3).

#### Art.11: Organization of workshops

##### 11.1: general

NICOLE organizes 2 workshops per year, a more technical one and a more strategic/regulatory one. One is usually located in a centrally and easily accessible location in Western Europe (within the area between the cities of Amsterdam, Frankfurt, London and Paris), the other one can be placed in other parts of Europe.

### 11.2: joint workshops

Joint workshops are possible as long as the goals of the co-organizer are aligned with the goals of NICOLE, and as long as they fit in the assumptions of Art. 9.1.

If the Board wants to organize NICOLE workshops together with another network, that network should be (partly) aligned with the goals of NICOLE, as mentioned in Art2. of the Statutes of NICOLE, and have:

- the same goals but on a national or a sector level
- the same goals but in another part of the globe,
- to be an international network with similar goals but in another environmental aspect (eg focusing on sediments)
- to be an international network with similar goals but with a different target group (eg environmental law)

Organizing workshops together with scientific conferences is less preferable. But as it is important to keep a close link with the scientific conferences the Board can decide to:

- Participate in the program committee of the scientific conference
- And/or have a booth
- And/or present NICOLE during a presentation, or organize a NICOLE session

### 11.3: about hosting

NICOLE members (AG, IG, SPG) can host or sponsor a workshop. This is not giving any rights to that company or person.

## Art. 12: Project development

NICOLE stimulates project development in the following ways:

- By co-funding research projects. The procedure can be found on [www.NICOLE.org](http://www.NICOLE.org), page “Projects”/Apply for funding. The NICOLE Board will define a theme and priority areas for research.
- By writing letters of endorsement, on request of a project initiator. Requests for support need to be received the NICOLE Secretariat 4 weeks ahead of the next NICOLE Board meeting, together with a summary of the proposal in order to have ample time to circulate the project-idea to the Industry, Academic and Service Providers group for advice about Tasks and responsibilities.

## **Annex 1: List of members**



## **Annex 2: List of directors**

## **Annex 3: Procedure to start up a working group**