

alice



Alliance for
Logistics Innovation
through Collaboration
in Europe

Statutes & Internal Rules of the Association

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1. ALICE STATUTES

“CHAPTER 1 - DENOMINATION, REGISTERED OFFICE, MISSION, OBJECTIVES, DURATION

Art. 1. Denomination

The association is an International non-profit association named “Alliance for Logistics Innovation through Collaboration in Europe”, abbreviated as “ALICE”. Both the full name and the abbreviated name can be used interchangeably. It is constituted under the provisions governing international non-profit associations as currently applicable under Belgian Law

Art. 2. Registered office

The registered office of the Association shall be located at Avenue Jacques Brel 38/0 – 1200, Brussels Capital Region (Belgium), and may be transferred to any other location in the same region upon decision of the Board of Directors.

Art. 3. Language

The working language of ALICE is English. All internal documents and information are written in English, except for the statutes and any other document, which, according to the provisions governing international non-profit associations as currently applicable under Belgian Law, must be published in the Belgian Official Journal (i.e., Le Moniteur Belge). These documents will be written in French. The English translation of these documents will have no legal validity.

Art. 4. Mission Statement

The Association is dedicated to research, innovation and change for the achievement of competitive and sustainable logistics in Europe.

Art. 5. Objectives and activities

The objectives of the Association are as follows:

1. *Promote and facilitate research and innovation for sustainable and efficient logistics in the European supply chains.*
2. *Developing means and tools to share general knowledge on logistics between the Members and enable co-operation across supply chains where possible.*
3. *Creating awareness by communicating to national governments, institutions and agencies chances and opportunities regarding research and innovation for the development of sustainable logistics solutions.*
4. *Fulfil the role as “European Technology Platform” as defined by the European Commission.*

The Association may perform directly or indirectly all acts which are in furtherance of the above objectives provided no pecuniary profit revenue accrues to its Members.

To achieve these objectives, the Association:

1. *Shall collaborate with the European Commission for the implementation of European framework programmes on research, technological development, and demonstration. It shall support the creation of public private partnership with the European Commission and work towards the establishment of joint undertakings according to article 187 of the Treaty on the Functioning of the European Union (TFEU).*
2. *Shall develop research and innovation agendas and roadmaps for the Logistics sector in Europe and influence the European Research & Innovation Programmes.*
3. *Shall collaborate with the relevant governments and institutions on the development of sustainable logistics solutions.*
4. *Shall publish and circulate printed or electronic information in line with the objectives above.*
5. *Shall organise meetings, workshops, conferences, master classes, visits, innovation awards and other events in line with the objectives above.*
6. *Shall foster a network of stakeholders, academic and institutions to best promote the research and innovation on logistics*
7. *Shall carry out acts and take steps that are deemed appropriate or useful in view of achieving its objectives.*
8. *Shall participate in public and privately funded Research and Innovation projects and engage in projects to collect and share knowledge including training.*

The Association shall not execute any activity in violation of antitrust laws. To this end, the association will implement a Code of Conduct with Respect to Competition Matters that will need to be respected in all its activities.

Art. 6. Duration

The Association shall be constituted for an indefinite period and may be dissolved at any time subject to and in accordance with the conditions foreseen by these Statutes.

CHAPTER 2 – MEMBERS, ADMISSION, MEMBERSHIP FEE, RESIGNATION, DEBARRING

Art. 7. Membership and voting rights

7.1. There are four types of Membership:

- A) Industry: companies involved in the industrial sector (manufacturing, wholesalers and retail), the logistic sector (Logistics Service Providers, Transportation, Ports, Hubs and Operators), ICT, consultants and any other for profit organization active in the field of logistics independently of their public or private nature.*
- B) Academia & Research: Universities and research engaged in the field of logistics.*
- C) Associations: European associations operating and/or interested in research and innovation on logistics.*
- D) Other Members: National and regional technology platforms, associations, NGO's, Other education organizations, research and innovation driven clusters and any other organization interested in logistics Research & Innovation provided they are organized as legal entities.*

7.2 Members must be entities legally constituted according to the laws and customs of at least one European (EU) country and be based in any European (EU) country. Membership shall not be possible for private individuals.

7.3 All Members must be legally constituted and operate in accordance with the law of their country of origin. Members, which cease to possess the qualification required under the present article 7, shall ipso facto cease to be Members of the Association.

7.4 All Members shall pay an annual subscription and/or other contribution as determined by the General Assembly.

7.5 All Members shall respect the Internal Rules whenever such are determined by the General Assembly

- 7.6 Any subsidiary or sister-company in any European (EU) country actively engaged in the industrial and logistic sector will have the possibility to benefit from the same Membership.
- 7.7 Exceptionally, and only for duly justified reasons, the Board of Directors may decide to accept legal entities as Members, even if they do not comply with the requirements stated above, in compliance with the Internal Rules of the Association.
- 7.8 Each Member will have one voting right.
- 7.9 Only Members whose Membership fees and payments are not overdue have the right to vote.

Art. 8 Admissions

All applications for Membership of the Association shall be sent in writing to the Association's Secretariat who will submit it to the Board of Directors. Decisions regarding admission of new Members shall be taken by the Board of Directors and communicated to the candidates within three (3) months of receipt of the said application.

Art. 9. Membership fee

Members have to pay an annual fee and to provide to the Association a contribution in kind (workforce) determined by the General Assembly. The amount of annual fee and the deadline of payment of the annual fee shall be set by the General Assembly of the Association for each category of Members and shall never exceed a maximum cap of 6.000 EUR.

In exceptional circumstances, the Association's secretariat may reduce or postpone the annual fee of a Member, informing the Board of Directors.

Art. 10. Resignation of Membership

Any Member may resign by giving a written three months' notice. The written notice shall be sent by registered letter to the Association's secretariat that will communicate to the Board of Directors.

The resignation shall take effect on January 1st of the following year or 3 months after the registered letter is sent (whichever comes first).

Upon resignation, the former Member shall:

- *be liable for all ordinary or special fees outstanding with regard to the period of its Membership.*
- *forfeit all its rights regarding the Membership.*
- *Avoid any reference to Association Membership in their business relations,*

Art. 11. Exclusion

In the following cases, a Member will stop being a member:

- a) If it has not fully paid the annual fee defined in the bylaws despite a written reminder that offered the Member a period to remedy the situation;*
- b) If the General Assembly observes that the Member acts against the objectives of the Association or violates the provisions of these Statutes.*

Any Member is entitled to suggest/request the exclusion of a Member. The Member whose Membership is requested to be terminated shall be informed about the reasons for the requested exclusion. Furthermore, it has the right to be heard by the General Assembly before the latter decides on the exclusion of the Member.

Upon exclusion, the former Member shall:

- *be liable for all its ordinary or special fees outstanding with regard to the period of its Membership.*
- *forfeit all its rights regarding the Membership.*
- *Avoid any reference to Association Membership in its business relations.*

CHAPTER 3 - GENERAL ASSEMBLY

Art. 12. Sovereignty

The General Assembly of the Association is the ultimate authority in the Association. The General Assembly is composed by all Members of the Association.

Art. 13. Delegates, Representatives, Representation

Members may transfer their voting rights at the General Assembly to a Representative/Delegate of their organization or to a Representative/Delegate of another Member or to any other person, to vote on behalf of such Member.

As a consequence of Article 7.6 of the present Statutes, a corporate group must be counted as a single Member.

Art. 14. Frequency of meetings, Calling

The General Assembly of the Association shall be convened by written notice of the Board of Directors and shall convene at least once every calendar year. Due notice together with an agenda for the said meeting are to be sent at least six (6) weeks before the date on which the meeting is convened. E-mail may be used to send out the notice validly.

General Assembly meetings can take place in physical format, in online format or in hybrid format (= combining online and physical meetings). The applicable format for each General Assembly meeting must be clearly communicated to the Members.

Art. 15. Functions

The General Assembly has the following powers:

- a) To examine and approve the annual report presented by the Board of Directors.*
- b) To examine and approve the accounts, balance sheets and budget*
- c) To elect the President and the two Vice-Presidents of the Association, and the Board of Directors.*
- d) To determine the Membership annual fees, upon proposal of the Board of Directors.*
- e) To decide about modifications of the statutes and about the dissolution of the Association.*
- f) To decide on the Internal Rules, programmes and activities run by the association*
- g) In general, to approve and comment on the activities of the Board of Directors as well as to be informed and decide about any activity or procedure concerning the Association.*

Art. 16. Extraordinary General Assembly

An Extraordinary General Assembly Meeting shall be held if judged necessary by the Board of Directors or by one-fifth of the Members of the Association. This Meeting is to be convened by written notice, which must be sent together with an agenda to all Members no less than three (3) weeks prior to the date fixed for the Extraordinary General Assembly. The notice may be sent by e-mail.

Extraordinary General Assembly meetings can take place in physical format, in online format or in hybrid format (= combining online and physical meetings). The applicable format for each General Assembly meeting must be clearly communicated to the Members.

Art. 17. Chair

Any General Assembly of the Association shall be chaired by the President of the Association or, in his absence, by one of the Vice-Presidents of the Association, or by a Member duly designated by the Board of Directors.

Art. 18. Quorum

The ordinary and extraordinary General Assembly meetings are validly constituted by simple majority of the Members present and validly represented. If this quorum cannot be reached, a second ordinary or extraordinary General Assembly meeting can take place at least 15 days after the first meeting at which the presence quorum could not be reached. Such calling can then be done with applying a notice period of at least 4 days or the calling for the second meeting may be done by referring to the date of the second (fall-back) meeting already in the calling for the first meeting, anticipating on a scenario where the required presence quorum would not be reached in the first meeting. The calling for the second meeting can be done through e-mail.

No presence quorum will apply to such second ordinary/extraordinary General Assembly meeting.

Art. 19. Voting

Abstentions shall be counted as neutral, not as negative. Decisions of the General Assembly shall be valid on the basis of a simple majority of the votes cast by those Members present or validly represented.

However, a two thirds majority of the votes cast by those present or validly represented (or a higher quorum where the applicable law requires such) shall be required with regards to:

- any amendment to the Statutes of the Association, including the extension of qualification of Membership; and
- the dissolution of the Association

Art. 20. Minutes

The minutes of the General Assembly shall be drawn up by the Secretariat. They are to be signed and attested by the President of the Association or the Daily Director or, in their absence, by one of the Vice-Presidents, after approval of the minutes by the General Assembly.

A copy of the minutes shall be sent to every Member within six (6) weeks of the date of the General Assembly and will be considered as approved by such Member if no comment is received in writing within 15 days.

CHAPTER 4 – BOARD OF DIRECTORS

Art. 21. Powers

The Board of Directors shall manage the Association considering the decisions of the General Assembly, without prejudice to the powers of the General Assembly. The Board of Directors is in charge of ensuring timely and successful delivery and fulfilment of the Association's mission. The Board of Directors activities include:

- *Developing the activities requested by the General Assembly*
- *Representing the Association in public events and consultation bodies. This function may be delegated to the Secretariat or a Member.*
- *Liaise with national and European funding and policy making bodies (sector, government, public, etc.) and other relevant bodies and agencies (ERA, etc.).*
- *Link with any other European and national institutions and other technology platforms.*
- *Connecting the strategy to tactical activities.*
- *Defining the Information and Communication Strategy of the Association.*
- *Approval of new Association Members.*
- *Ensuring compliance with the Internal Rules.*
- *Delegate any of these powers to the President, to a Vice-President, a Board member or to the Secretariat.*

Art.22. Composition & election of the Board of Directors and the external representation

In respect with the powers granted to the General Assembly under Article 15, the Board of Directors shall have all powers necessary to manage the Association and to perform all administrative and legal actions necessary for achieving the objectives of the Association.

External representation of the Association can be done by means of the President of the Board of Directors acting alone, or by means of the Daily Director acting alone in case the Daily Director is a member of the Board of Directors, or by means of two Directors acting jointly.

The Board of Directors shall comprise of at least three members and maximum 5 members, who will be elected by the General Assembly

Art. 23. Period of office

The period of office of the members of the Board of Directors shall, in principle and unless otherwise stipulated in their mandate, be three years.

Art. 24. Minutes

The Secretariat takes the minutes of the meetings of the Board of Directors. Once approved, the minutes shall be signed by the President. The minutes can be approved at the end of the meeting or during the following one. They must be sent to all Board members.

Art. 25. Conflict of interests

In the event that a Director has a conflict of interest of a proprietary nature, either directly or indirectly, with the association, he/she shall immediately inform the Board of Directors.

The director with this conflict of interest shall leave the meeting during the Board's deliberation and vote on the matter.

CHAPTER 5 – THE SECRETARIAT

Art. 26. Composition

The Secretariat is led by the Daily Director (also known within ALICE as the Secretary General). The personnel of the Secretariat are remunerated through the funding reported in Article 29.

Art. 27. Functions

The Daily Director is nominated by the Board of Directors for a period of, in principle and unless otherwise stipulated in his/her mandate, 3 (three) years. The Daily Director can be a member of the Board of Directors. The Daily Director is responsible to coordinate the secretariat and to represent the Association in the daily management.

The functions of the Secretariat are the following:

- a) To prepare, under the direction of the Board of Directors, the annual work program and monitor and manage the annual budget.*
- b) To control the administration and finances of the Association and present every year a report to the Board of Directors.*
- c) To be secretary at meetings of the General Assembly and the Board of Directors.*
- d) To keep the list of Members, present or represented at every meeting of the General Assembly and of the Board of Directors and to verify that the required quorum is respected at every moment.*
- e) To monitor and record the results of every vote in the meetings of the General Assembly and of the Board of Directors.*
- f) To take the minutes of every meeting of the General Assembly and the Board of Directors held within the Association.*
- g) To represent a Member of the Association or the President, upon their request, at internal meetings or for external activities.*
- h) To represent the Association under the entire responsibility of the Board of Directors.*
- i) And, in general, to perform all specific tasks and specific missions defined by the Board of Directors.*

CHAPTER 6 – BUDGET, CONTRACTS

Art. 28 Accounting year

The accounting year starts on the 1st of January and ends the 31st of December of every Year.

Art. 29. Funding

In order to pursue its aims, the Association shall rely upon its assets, independent from those of its Members, and originating from the following sources:

- a) Annual fees as well as the voluntary donations of its Members.*
- b) Subventions from public or private institutions.*
- c) The realisation of studies and other projects on behalf of third parties, related to the objectives of the Association.*
- d) Any other income arising from contributions of any kind, donations, bequests, credits and collaborations.*

The Association might participate to EU funded programs for research projects and accompanying measures (Coordination and Support Actions). The budgetary year of the Association shall be closed on the 31st of December. The Board of Directors shall submit to the General Assembly the financial results of each period.

CHAPTER 7 – MODIFICATIONS OF THE STATUTES, DISSOLUTION

Art. 30. Modification and/or dissolution

Without prejudice to the provisions governing international non-profit associations as currently applicable under Belgian Law any proposal aiming at modifying the statutes or at dissolving the Association must come from the Board of Directors or from Members that comprise at least 25% of the voting rights in the Association.

Art. 31. Proposals for modification

In case of proposals aimed at a modification of the Statutes, the calling for the General Assembly which will deliberate on such a proposal must include the suggested text of the

proposal. The General Assembly can deliberate and decide on such a proposal in accordance with the quorum requirements stipulated in the applicable Law.

Modifications to the Statutes will become effective after publication of the newly agreed Statutes and in accordance with the provisions governing international non-profit associations as currently applicable under Belgian Law.

Art. 32. Proposals for dissolution

In case of proposals aimed at the dissolution of the Association, the General Assembly can validly deliberate only if at least two thirds of Members are present or validly represented. The Board of Directors must communicate to the Members at least three months in advance the date of the General Assembly which will deliberate on such a proposal. The General Assembly will take a decision in accordance with the quorum requirements set out in the applicable Law.

Once the dissolution would be accepted, the General Assembly shall designate one or several liquidators, shall decide on their powers, and shall indicate how to distribute the assets of the Association, taking into account that these assets cannot be given to the Members beyond the amount of their own contribution and that the beneficiaries must be non-profit organisations pursuing aims similar to those of the Association.

Art. 33. Juridical actions

Judicial actions, both pursuant and defensive, will be undertaken by the President on behalf of the Association, or by a Director designated by the President.

CHAPTER 8 - MISCELLANEOUS STIPULATIONS AND GENERAL REQUIREMENTS

Art. 34. Internal Rules

Without prejudice to the present Statutes, the Association can draw up and implement specific Internal Rules and/or Code(s) of Conduct for the Association governing integrity, the day-to-day conduct, and administration of the Association's affairs.

Art. 35. Disclosure - «ALICE » abbreviated name and logos

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Members of the Association shall be prohibited from divulging technical or commercial information relating to other Members of the Association where access to such information derives solely from the fact of Membership of the Association. The Association holds the rights on the «ALICE» abbreviated name, logo's and its social denomination. The Members of the Association are authorized to use these names, logo's and social denomination but only in accordance with the Internal Rules agreed in the General Assembly.

Art. 36. Liability of Members

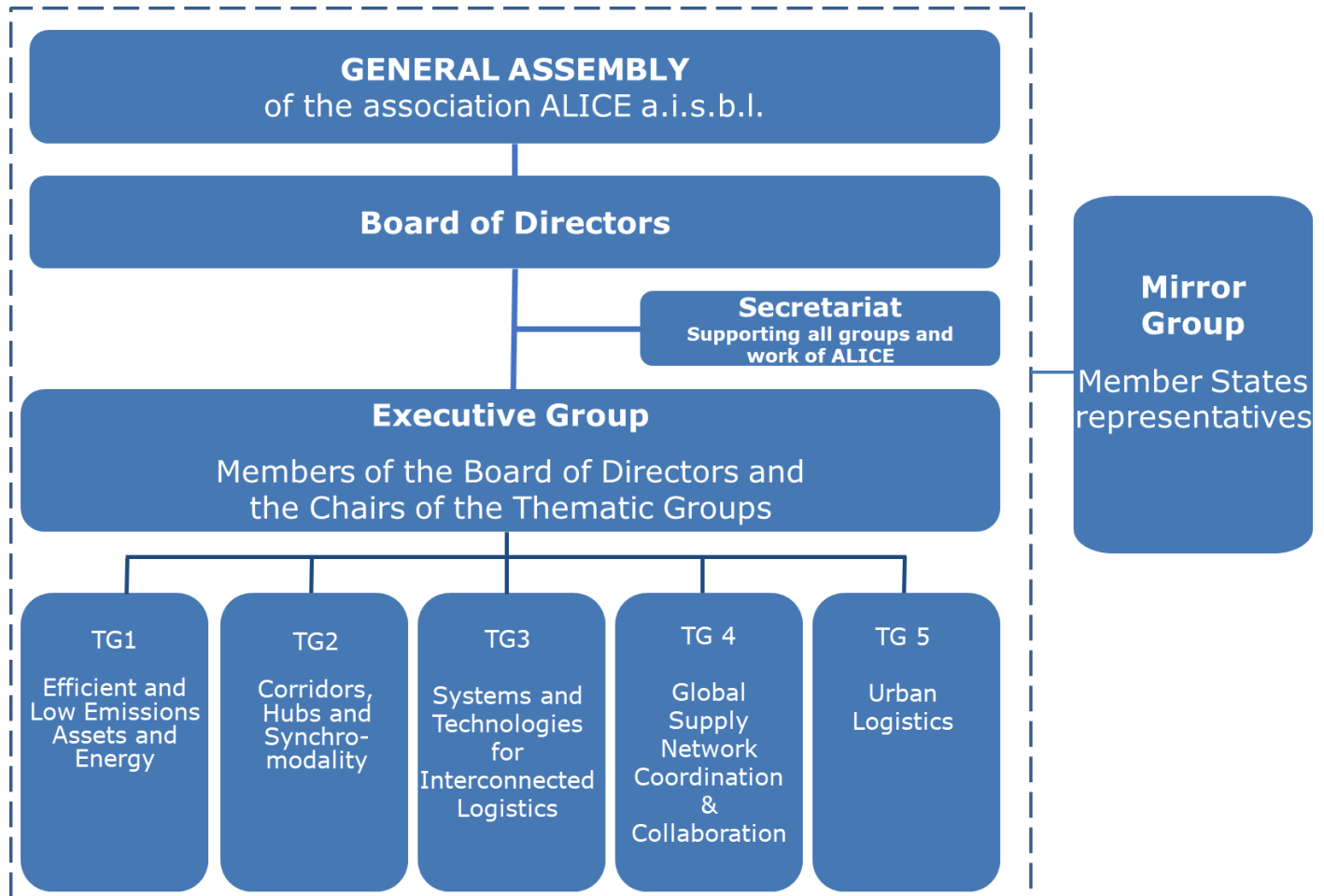
Members of the Association shall not be liable for any obligations or debts of the Association.”

2. INTERNAL RULES OF THE ASSOCIATION

2.1 STRUCTURE AND FUNCTIONING OF THE ASSOCIATION

Figure 1 presents the governing structure for the Association ALICE:

FIGURE 1. STRUCTURE OF ALICE



GENERAL ASSEMBLY (GA)

Responsibilities: The General Assembly of ALICE is the ultimate authority in ALICE. The General Assembly is composed by all Members of ALICE AISBL and has the powers, functions and rules established in ALICE AISBL Statutes¹.

The General Assembly decides on the Internal Rules as proposed by the BoD.

The General Assembly elects the President- and the Vice-Presidents of the Association, the President of the Board of Directors (BoD), the two Vice-Presidents of the BoD, the two directors of the BoD, and the Chairs of the Thematic Groups.

Working rules:

- General Assembly meets 1-2 times a year.

- General Assembly members have access to the relevant working papers through the collaborative workspace and information e-mails, and they should contribute to the deliverables of ALICE through the Thematic Groups.

Composition: ALICE membership and voting rights are established in the statutes of the Association ALICE AISBL. Any potential member should send a membership request to the Secretariat. New members should be approved by the Board of Directors.

Participation: Members should be compliant with the decisions of the General Assembly and the Board of Directors.

EXECUTIVE GROUP (EG)

Responsibilities: The Executive Group of ALICE is formed by the members of the Board of Directors and the Chairs of the Thematic Groups of ALICE AISBL. ALICE Executive Group is in charge of ensuring timely and successful delivery and fulfilment of the ALICE mission following the mandate of the General Assembly. The Executive Group activities include:

- Developing the activities requested by the General Assembly by the Workplan, with the support of the Secretariat and the Thematic Groups.
- Representing ALICE in public events and consultation bodies. This function may be delegated to the Secretariat on a case-by-case basis.
- Liaise with national and European funding and policy making bodies (sector, government, public, etc.) and other relevant bodies and agencies (ERA, etc.)
- Link with any other European and national institutions and other technology platforms
- Connecting the strategy to tactical activities through the defined Thematic Groups.
- Defining the Information and Communication Strategy of ALICE

Working rules: The Executive Group members meet either face-to-face or virtually at least 3-4 times a year.

Composition: The Executive Group consists of the Board of Directors and the Chairs of the defined Thematic Groups.

Participation: The Executive Group members will be appointed by the General Assembly following the procedure established in these ALICE Internal Rules and the ALICE statutes

MIRROR GROUP (MG)

Responsibilities:

- To provide information and advice on a periodic voluntary basis to the General Assembly and the Executive Group on policies and programs in the Member States (MS), and the Regions that are relevant to realizing the goals and deliverables of the technology platform.
- To promote an enhanced co-operation and co-ordination among Member States, Regions and European activities.
- To act as the body representing collectively and individually the interests and views of the Member States, and regions.
- To act as the body to allow discussion on integration and establishment of synergies between innovation policies at European, national and regional level in logistics and supply chain management.
- To provide responses to the recommendations and actions of the Executive Group and to ensure proper dissemination of the European Technology Platform (ETP) at member states regional level.

Working rules: The Mirror Group members meet at least twice a year. Recommendations made by the Mirror Group through its representatives will be the result of a consensus.

Composition: The Mirror Group is composed of representatives of all Member States, candidate members and associate members on senior, director level or representing the Member States in any European Research Program Committee, nominated by the appropriate government body responsible for logistics research and innovation. Coordination and integration of national programs is an important role for technology platforms and all Member States are expected to take an active role and to be represented in the General Assembly. To allow close cooperation with Member States, Transport Program Committee (European Research & Innovation framework programmes) will be the initial contact point between Member States and ALICE;

THEMATIC GROUPS

Thematic Groups and specific activities

The Thematic Groups (TG's) are responsible for the drafting of ALICE documents such as Strategic Research and Innovation Agendas and Research and Innovation Roadmaps identifying research gaps to be proposed as potential input for EU programs as well as to organize the activities of the Association.

Thematic Groups will be set up for and perform specific activities to fulfil the objectives of the Association. In case of meetings, travel and accommodation will be at Member expenses.

The Thematic Groups are managed and chaired by a Thematic Group Chair or maximum 2 co-Chairs, selected by the General Assembly. Furthermore, each Thematic Group shall have one or more Vice-Chairs elected by the Thematic Group Chair or co-chairs, or specific Activity Leaders elected by the Board of Directors.

Chairs of the Thematic Groups voting procedure

The Chairs of the Thematic Groups are elected, using the following procedure:

- Each Member may nominate candidates for Chairs of a specific Thematic Group.
- The nominations including motivation of the candidates must be made known to the Secretariat at least 2 (two) weeks before the relevant General Assembly meeting takes place. The Secretariat will circulate the nominations to all members, as soon as it receives them, but not later than 1 (one) week before the General Assembly meeting.
- Each member present at the General Assembly receives a voting card.
- Each voting card can express one preference per Thematic Group.
- The vote is secret.
- The candidatures who get most votes in their function are elected. In case one or more seats in the Executive Group cannot be clearly allocated because candidates received an equal number of votes, the vote for these seats is repeated among those candidates who received the same number of preferences until a majority decision can be reached.

The Chairs of the Thematic Groups are elected by the General Assembly for a period of, in principle until otherwise stipulated in their mandate, 3 (three) years. They can be re-elected.

A member of the Thematic Group immediately and automatically loses its position in case of personal bankruptcy, incapacity, jail sentence or criminal conviction.

2.2 CODE OF CONDUCT FOR ALL ALICE MEMBERS

Participants & attendees of ALICE events, as well as ALICE Members, ALICE Directors and ALICE staff member must all behave compliant with this Code of Conduct.

WITH RESPECT TO COMPETITION MATTERS

ALICE is an independent membership organization which is open to legal entities willing to contribute to ALICE's mission statement: *"to research, innovation and change for the achievement of competitive and sustainable logistics in Europe"* (Art. 4. ALICE statutes)

ALICE has adopted this Code of Conduct regarding Competition Matters ("Code") to clarify expectations with respect to ALICE collaborations, meetings, discussions and documents. The Code of Conduct does not address specific actions but instead poses important parameters. In cases of doubt, member(s) should seek advice from their specialist antitrust advisor.

ALICE meetings and exchanges of data and information concerning the research and innovation challenges in the field of logistics and supply chain management and collaboration in the area of logistics provide a valuable forum for members to keep abreast of developments in the industry. These exchanges and ALICE's general mission offer several pro-competitive advantages for participants, including:

- An organization of networking and knowledge-sharing events,
- Independent research, benchmarking activities, and commentary,
- Educating public authorities and establishing public affairs activities.

Many members in ALICE compete directly for outsourcing service contracts. As with any trade association, there is the risk that members would abuse meetings or data exchanges to foster anti-competitive conduct. It cannot be tolerated to engage in anti-competitive conduct. Such conduct could trigger serious legal consequences in the United States, the European Union and in other countries as well.

Consequently, members, board representatives, and all speakers at ALICE, as well as all entities involved in ALICE events, or work products ("agents") shall at all times behave compliant with antitrust and competition laws. In particular, there shall be:

- no unlawful exchange or spill over of any commercially sensitive information.
- no attempt to enter into any agreements or concerted practice that could have as their object or effect the prevention, restriction, or distortion of competition.
- an overall focus on benefits to consumer interests; and
- an overall focus on refraining from objectives such as the imposition of unfair conditions and/or limitation of production/capacities.

In the event that any participant, attendee, Member, Director or staff member becomes aware of a potential antitrust or competition law infringement within the context or relating to ALICE, that person must immediately inform the President of the Board of Directors and the Daily Director of ALICE thereof in writing. Thereby, the reporting person should clearly describe its discovery in a sufficient manner to allow ALICE to take immediate and adequate action.

In the event that any participant, attendee, Member, Director or staff member would be present at an ALICE-related meeting or event where someone engages in behaviour / actions that appear to violate this Code of Conduct, the person must immediately invite to stop such behaviour/action and see to it that he/she in no way facilitates any continuation thereof.

Specialist legal counsel should be present during an ALICE-related meeting if potential competitively sensitive matters would become part of a discussion.

Antitrust and competition law-related obligations always amount to result obligations.

WITH RESPECT TO ALL MATTERS

Communication must at all times remain polite and constructive.

Behaviour must at all times be lawful and compliant with applicable laws.

The Daily Director and the President of the board of Directors both have the authority to assess compliance with this Code of Conduct.

In case of violation, they can individually or jointly impose a proportionate disciplinary measure on the violating person. They can also with immediate effect prohibit further access to (the) event(s) to the violating person.

All Members, staff members and Board members must respect proportionate disciplinary measure(s) that are imposed by the Daily Director and/or the President of the Board of Directors.