**GNA-G Leadership Team**

**Statutes**

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**Purpose**

The Global Network Advancement Group (GNA-G) is a collaboration that provides a platform for R&E Networks to work together on the global network interconnect aspects of the Global Research and Education Network (GREN). The GNA-G has been established to facilitate an open, transparent and efficient platform to discuss and advance the global interconnect and associated services designed to meet the needs and address the challenges faced by the global research and education community. The oversight of the GNA-G is done by the GNA-G Leadership Team (LT).

The work of the GNA-G consists of gatherings, either physical or online, and work carried out in specific areas by several Working Groups (WGs). The long-term evolution of GNA-G is determined by the participants in GNA-G. The LT determines the agenda setting for the gatherings as well as the start and closure of WGs, and helps plan, guide and synergize the work of the WGs in the context of the overall GNA-G work programme, while taking the input from the GNA-G Community into account.

**Formal Status**

GNA-G is the name of a not-for-profit technical and creative community effort serving the R&E Network organizations, science collaborations and the broader research and education communities from around the world. GNA-G is a virtual organization and does not have any legal status.

**Financial considerations**

GNA-G operates without a budget, which means there are no direct financial considerations. R&E Network employees and other members active in the GNA-G bear their own cost for time and travel. The website, the mailing lists, etc., and the time and travel cost of the LT Members are made available in kind, for the greater benefit of the GNA-G, by the respective organizations or individual members.

**Governance**

The central decision-making body within GNA-G is the GNA-G LT. The LT is the committee responsible for making and coordinating decisions on behalf of the GNA-G Community, according to the conditions set forth in these Statutes as well as any Regulations established by prior decisions of the LT.

The LT strives to make decisions by consensus. As well described in [RFC 7282](https://tools.ietf.org/html/rfc7282), the “lack of disagreement is more important than agreement”. Where consensus in the LT is unable to be reached, voting on a topic may occur in the LT.

The LT has a minimum of three, and a maximum of seven natural persons (in short: LT Members) of which one person will be appointed as chairman (in short: LT Chair), by the LT Members. The founding LT has appointed a number of its constituting LT Members to serve one half (24 month) term and the remainder to serve a regular (48 month) term. Subsequent LT Members are elected by the LT to regular 48 month terms according to the procedure set out in these Statutes.

LT Members are permitted to seek office for multiple terms, however, when running against other candidates the number of terms they have consecutively served is deducted from the votes cast in their favour. This provides a balance between continuity, equal opportunities and renewal of qualities and competences.

The LT determines the structure and processes inside the GNA-G, and is responsible for maintaining its Statutes and Regulations. The LT is free to make or revise any decision, taking into consideration applicable law as well as any immutable conditions previously established within the Statutes or Regulations, and relevant input from the GNA-G community.

In order to efficiently fulfil its tasks, the LT may establish specialized committees and taskforces, as well as assign named roles to qualified individuals to provide advice and assistance on specific issues. The associated qualifications, tasks and responsibilities shall be formalised by publication as part of the Regulations of the GNA-G.

The LT (and any person, group or organisation mandated by the LT on its behalf) must act in good faith and in the common interest of the GNA-G community and the wider R&E Network user community. If significant harm to the GNA-G has been committed by any LT Member, he or she may be removed from the LT by a simple majority vote of the rest of the LT.

The LT shall hold regular videoconferences which are usually held biweekly, along with in-person meetings at suitable venues when possible. The LT shall convene offline or online meetings with the GNA-G community which are held typically every three (3) months, and at least three times per year.

**Voting procedure within the LT**

Any two LT Members may jointly organise a vote of the LT on any subject, after which a notification shall be sent out by email to each LT Member detailing the proposed action and the deadline.

Each LT Member is entitled to one (1) vote on each matter submitted to a vote. Voting happens through an electronic voting system, by email vote or by a quorate (online) meeting. A quorum is reached when all LT Members are either (tele)present, have appointed a proxy or have indicated they will abstain from voting.

It is the responsibility of each LT Member to maintain valid contact details for communication within the LT. When a LT Member does not respond to multiple communication requests or invitations to vote for a period of one month across at least two different channels, he or she is removed from the quorum count until contact is restored.

Regular decisions of the LT are taken by a simple majority. Any amendment to these Statutes requires a consensus of the entire LT minus one LT Member. In all cases, the LT Chair casts the deciding vote in case of a tie.

Each LT Member agrees to use their best efforts to resolve disputes in an informal manner.

**Integrity**

All LT Members (as well as any person the LT has delegated tasks and/or responsibilities to) are understood to act as fiduciaries with regard to the work carried out within the GNA-G Community, and their duties include, but are not limited to, the fiduciary duty of care and the fiduciary duty of loyalty.

LT Members should not receive any personal benefit as a result of a pending decision; he or she is required to explain the circumstances and avoid taking any part in the decision.

Any conflict of interest or apparent conflict of interest between the GNA-G and individual LT Members must be avoided. LT Members undertake to declare any interest in any item under discussion and may be invited by the Chair to withdraw from discussions when business concerning their personal interests or the interests of natural or legal persons close to them is being dealt with. LT Members must heed such an invitation and at the very least, abstain from voting.

Decisions involving activities under which one or more LT Members could have conflicts of interest that are of material significance to the GNA-G Programme and/or to the relevant LT Member(s) require the approval of the entire LT minus the LT Members(s) with a conflict of interest.

**Election of LT Members**

The following rules are followed to refresh the LT membership (loosely based on [RFC 2727](https://tools.ietf.org/rfc/rfc2727.txt)):

* In October of every odd calendar year, a Nominating Committee (NC) consisting of three (3) volunteers from the GNA-G Community, that are recognized to serve on the NC, will nominate Candidates to serve on the LT. A member of the NC cannot be a Candidate.
* Any member of the GNA-G Community may nominate any member of the GNA-G Community for any open position and a self-nomination is permitted. When nominating, two items are considered important: Qualifications and Diversity.
* A nomination is only complete when it is supported by at least one other member from the community.
* In November, the NC will announce the accepted Candidates.
* In December, the NC will decide among themselves by voting which Candidates are elected into the LT.

**Diversity statement**

The GNA-G is inclusive, and the LT strives to reflect this, and foster this. We celebrate multiple approaches and points of view, and we believe diversity drives innovation. Organisations that are diverse in age, gender identity, race, sexual orientation, physical or mental ability, ethnicity, and perspective are proven to be better organisations[[1]](#footnote-1). The GNA-G benefits from a diverse LT.

**Transition into these Statutes**

The following decisions are ratified by the signatories when these Statutes take effect:

* The founding LT shall be comprised of the individuals acting as signatories of the initial version of these Statutes, the act of which also has established all signees as LT Members.
* xxx (xxx) is appointed as the LT Chair for a period of 24 months.
* xxx (xxx) is appointed as LT Member for a period of 24 months.
* xxx (xxx) is appointed as LT Member for a period of 24 months.
* xxx (xxx) is appointed as LT Member for a period of 36 months.
* xxx (xxx) is appointed as LT Member for a period of 36 months.

Agreed on (date), (location) by:

LT Chair xxx (xxx)

LT Member xxx (xxx)

LT Member xxx (xxx)

LT Member xxx (xxx)

LT Member xxx (xxx)

1. For the full GNA-G Diversity Statement, see the GNA-G Website. [↑](#footnote-ref-1)