

WATER EUROPE BYLAWS

Version 17 December 2024

Preamble on Organisational Identity

Water Europe (WE) was established by the European Commission in 2004 as a European Technology Platform (ETP). Over time Water Europe has continuously grown and expanded its activities. This growth and expansion have been accompanied by a regular adaptation of its organisation and governance to accommodate its new form, size, and range of activities. Over time several key characteristics were defined that have become the core of our organisational identity. These include:

- WE as a **multi-stakeholder** association that brings the whole water sector together and covers all uses of water. This is represented in its governance by the different membership colleges.
- WE as a **purpose-driven** organisation that is guided in all its activities and programmes by its vision for a Water-Smart Society. It is committed to fostering an ambitious and innovative water sector.
- WE as an **association with a unique identity** that includes and goes beyond characteristics of a think tank, a trade association, and a Civil Society Organisation (CSO). Where generally:
 - *Trade Associations* focus on industry-specific interests and business advocacy.
 - *Think Tanks* concentrate on policy analysis and research with the aim of shaping policy and public opinion.
 - *CSOs* represent a broader category focused on social, environmental, and community issues, advocating for societal change and support.

With its Implementation Programme WE also assists its members in turning their knowledge and innovations into real-world solutions through our WOLLs strategy and WE Marketplace.

- As a membership-based organisation providing **services to members** is at the core of WE's strategy. In this context it sees for itself an enabling role in helping members to achieve their objectives
- Although formal **decision-making** at Board level is done by simple majority, in practice we try to reach consensus to do justice to our ambition to be representative for the whole water value chain.

This organisational DNA has led to an approach based on the following guiding principles:

- **Collaborative approach:** WE believes in the power of networking, knowledge sharing, and collaboration across the entire water value chain. Our efforts are geared towards addressing common challenges and developing groundbreaking solutions. In our collaborations we foster diversity and inclusion.
- **Societal responsibility:** WE embraces a holistic and systems approach in addressing the water challenges, driven by its Water Vision, that benefit society at large.
- **Evidence-based and technology-neutral approach:** WE focus on results, and our activities are driven by the latest research, broad expertise available in the pool of the Water Europe community, and the outcomes of EU research and innovation projects.
- **Financially and economically sustainable approach:** WE believes in solutions and approaches that encompass a good balance between the cost and the societal, economic, and environmental value that they generate.
- **Ambitious and pragmatic approach:** WE is ambitious in its objectives and pragmatic when it comes to the implementation and execution of every single step that can lead to achieving our vision for a Water-Smart Society.

ARTICLE 1 – GENERAL

These provisions can be referred to as Water Europe Bylaws. Water Europe AoA refers to the WE Articles of Association. The use of the personal pronoun 'he' always refers to the function and not the gender of the person executing the function. Water Europe will be referred to as WE

ARTICLE 2 – WE

- 2.1 Water Europe is the recognized voice and promotor of water-related innovation and RTD and in Europe. It strives to increase coordination and collaboration, to enhance the performance of the water service providers, water users, and technology providers, in a sustainable and inclusive way.
- 2.2 WE was initiated by the European Commission as the industry-lead European Technology Platform (ETP) for water.
- 2.3 In its activities WE is guided by its Water Vision and its WE Strategic / Business Plan.
- 2.4 The business language used is English.

ARTICLE 3 – MEMBERSHIP

- 3.1 A legal entity wishing to become a member (corporate or associate) must submit a WE membership application form to the Executive Director. The Executive Director shall submit the received membership application forms to the Board of Directors for decision at their next meeting.
- 3.2 Members and aspirant members in Colleges A, B, and D need to have a legal base in Europe or EU Associate countries while members and aspirant members in Colleges C, E, F and G may join independent of their geographical location. College A membership includes the member's daughter companies.
- 3.3 Associate membership is open only to legal entities active in the water sector that are involved in some of the activities of the WE, but do not meet the criteria to qualify as a Corporate Member (e.g., regulators, regional authorities, municipalities, organisation that lack European dimension as mentioned in art 5.2.1 of the WE AoA, etc.). In accordance with art 5.3 of the WE AoA, the Board of Directors will work out a policy for Associate Membership in an annex to these Bylaws.
- 3.4 In accordance with art 5.4 of the WE AoA, The Board of Directors will work out a policy for Honorary Membership in an annex to these Bylaws.
- 3.5 The Board of Directors shall decide on the application for a Corporate and/ or Associate Membership by simple majority. If more than one college seems possible for an applicant for corporate membership, the board of directors will decide to what college an aspirant member shall belong.
- 3.6 Each member is deemed to know and to have accepted the WE AoA, the WE Bylaws, the WE Vision, and any other decisions, rules, and regulations adopted from time to time by the General Meeting and the Board of Directors and to be bound by it.
- 3.7 In accordance with art 6 of the WE AoA the maximum annual membership fee for each college shall be determined by the General Meeting. The Board of Directors may apply reduced membership fees for specific groups of members where appropriate. New members who apply for membership between January and August shall pay

the full membership fee. Membership application received in the period August – December shall be invoiced in proportion to the full remaining months in the year.

- 3.8 WE membership fees include a flat rate for the participation of members’ representatives to WE flagship events¹ excluding the conference dinners. The GM has established the regular membership fees as reflected in the table below and has mandated the Board to deviate from the regular membership fees where appropriate (reduced fees). The Board may automatically index the membership fees when the inflation since the last increase surpasses 2%.

Applies to	Fees from 2025 onwards
College A members	€20.600
Standard membership in Col. B, C, D, and E	€3.960
<i>SMEs in Col D with turnover between €2M and €5M</i>	<i>€1.960</i>
<i>Members in col B, C, and D with per capita GDP of < 75% EU²</i>	<i>€1.410</i>
<i>SMEs in Col D with turnover < €2M</i>	<i>€800</i>

- 3.9 In accordance with article 5.7 of the WE AoA membership is not limited in time and automatically renewed on a full calendar year basis. Only membership cancellations that have been submitted to the Executive Director before the 1st of October of the running year will become effective from the start of the next calendar year. Membership cancellations received after the 1st of October of the running year will become effective from the start of the year following the next calendar year.

ARTICLE 4 - WE GENERAL MEETINGS AND BOARD ELECTIONS

- 4.1 In accordance with article 9.1.1 of the WE AoA the Directors of the Board representing Membership Colleges B-E shall be elected at the General Meeting by each College. For each available Board seat in each college, a separate election round shall be held.

The list of candidates for Directors of the Board representing Membership College A shall be established on base of a rotation system, where each year a number of College A members in excess of the 10 Board seats for College A will leave the Board for a period of one year in accordance with a pre-established mechanism by the Board of Directors based on the length of Board membership and the diversity of College A representation in the Board.

New College A members will have to wait at least one year before they can qualify for Board membership. The waiting period is defined by the passing of one Annual General Meeting. A maximum of three new College A

¹ Water Market Europe, Water Knowledge Europe, and Water Knowledge Europe (GM 14 December 2021)

² For 2025: Bulgaria, Romania, Croatia, Poland, Hungary, Latvia, Slovakia, Lithuania, Greece, Czechia, Portugal, Estonia, Slovenia.

members will be allowed to enter the Board each year to guarantee continuity. If there are more than three new members that run for Board membership in a given year, the three new members that can join the Board of Directors in that year will be selected in chronological order of the date of membership application in College A. A mandate for a Vice-President position cannot be interrupted by the rotation system.

- 4.2 Without prejudice to the provisions of the WE AoA, the WE Board of Directors shall strive for an electoral practice in which only half of the available board seats in each college are up or election for each election of the Board of Directors. The motivation behind this practice is to ensure continuity and stability in the governance of WE.
- 4.3 In accordance with article 9.1.2 of the WE AoA, College A will need to come up with a unanimous consensus for the nomination for the candidate for the WE Presidency and the 1st Vice-President. The election of the President will then take place by simple majority of the Board of Directors. If no consensus can be reached for the nomination of the candidate or the election of the President, the outgoing President will serve as Interim-President until the new President is elected.
- 4.4 In accordance with articles 8.6 and 8.7 of the AoA, the Board of Directors shall define in an annex to the Bylaws the modalities digital General Meetings, including the means to verify and guarantee membership and identity of attendees to the General Meeting.

ARTICLE 5 – THE PRESIDENT AND VICE-PRESIDENTS

5.1 The President

The President's functions shall include:

- i. To preside the Association,
- ii. To work in close cooperation with the Executive Director
- iii. To look after the association's development and ensure its representation
- iv. To defend the interests of the Association towards all relevant stakeholders
- v. To hold ownership of the strategy development and implementation, and financial planning process within WE.
- vi. To convene and to chair the meetings of the Board of Directors and the Executive Committee and to establish their agenda and minutes, in cooperation with the Director.
- vii. To take actions at law for the Association, whether as defendant or plaintiff, to sign acts binding the Association and letters on behalf of the Association, in coordination with the Executive Director.
- viii. To report on his activities at each meeting of the Board of Directors and to the Annual General Meeting of Members, according to the Articles of Association.

The President may delegate members of the Board of Directors, in particular a Vice-President, to assume representation missions and/ or parts of his function as he or she may deem appropriate.

The President has a casting vote in the event of a tied vote in the Board of Directors.

In case the position of the President becomes vacant during his term of office, he will be replaced by the First Vice-President for the remainder of the term of the out-going President.

5.2 The Vice-President(s)

In accordance with art 9.1.2 of the AoA, each Vice-President shall hold a portfolio, attributed by the Board of Directors. The portfolios shall be in line with the WE strategy and main programmes of WE and include at least the portfolio of First Vice-President and of the Treasurer. A Vice-President can carry multiple portfolios.

The First Vice-President shall be nominated by College A. He shall be in office for two years and assist the President in all his prerogatives. If for any reason the President is unable to execute his functions, the First Vice-President shall replace the President.

The treasurer shall follow-up the work of the Executive Director related to the associations finances and shall hold ownership of the financial monitoring and control processes within the Association. He will have final responsibility over the annual audit and financial control procedures within WE. He shall in cooperation with the Director ensure the preparation of an annual budget and the annual financial report.

5.3 The Past-President

To ensure the continuity and in accordance with article 7 of the WE AoA, the Board of Directors decides to appoint the Past-President as a special body to assist the Board of Directors in performing its missions for a duration of 2 years after having served as President of WE. The Past-President shall be invited to attend the meetings of the Board of Directors and consult with the Executive Director.

ARTICLE 6 - THE EXECUTIVE DIRECTOR

In accordance with Article 10 of the AoA, the Executive Director is entirely trusted with the daily management of the Association. His functions include in particular:

- i. To work in close collaboration with the President and Vice-President(s)
- ii. To look after the development of the Association, to coordinate its activities and to ensure its representation and its communication, notably towards high-ranking stakeholders,
- iii. To attend the meetings of the General Meeting, the Board of Directors and of the Executive Committee, to establish their respective agenda's and minutes in cooperation with the President and to keep them recorded,
- iv. To hire, manage, evaluate, and dismiss the staff of the Secretariat and to be responsible for the daily management of the Association,
- v. To execute the decisions taken by the Board of Directors,
- vi. To execute the financial operations, eventually together with the President
- vii. To report on his activities to the Board and Executive Committee.
- viii. To manage the communication with the members and third parties.
- ix. To take actions at law for the Association, whether as defendant or plaintiff, to sign acts binding the Association and letters on behalf of the Association, in coordination with the President.

The Executive Director may delegate special and specific powers deriving from the powers listed above to one or more members of the staff of the Association and to one or more third parties upon approval of the President.

ARTICLE 7 - FINANCIAL DELEGATION

The Board of Directors shall establish rules for financial delegation and financial compensation/ indemnification.

ARTICLE 8 - THE WE EXECUTIVE COMMITTEE (EXCOM)

In accordance with article 7 of the WE AoA the Board of Directors shall establish an Executive Committee (ExCom) to support and guide the President and the Executive Director in the execution of their tasks.

The ExCom shall be composed of at least the President, the Vice-President(s), and the Executive Director.

The ExCom shall report on its activities and decisions at the next meeting of the Board of Directors

ARTICLE 9 – WE VISION LEADERSHIP TEAMS

In accordance with article 7 of the WE AoA the Board of Directors decides to set-up WE Vision Leadership Teams (WE VLTs) in line with the main research and innovation areas of the WE Water Vision. WE VLTs are expected to function as think tanks for the research and innovation area they are responsible for in order to drive the implementation of the WE Water Vision. A list of the WE VLTs will be kept as an Annex to these Bylaws. The Board of Directors shall establish governance rules for the functioning of the WE VLTs.

ARTICLE 10 – WE WORKING GROUPS

In accordance with article 7 of the WE AoA the Board of Directors may set up WE Working Groups. A list of the WE Working Groups will be kept as an Annex to these Bylaws. The Board of Directors shall establish governance rules for the functioning of the WE Working Groups.

ARTICLE 11 - WE POLICY ACTIVITIES

WE engages in policy-making, legislation and its implementation in a systematic way, as part of its Advocacy Programme, in order further the implementation of the WE Water Vision and achieving a Water-Smart Society.

WE will apply the following systematic criteria to establish and evaluate its positions, WE positions must be:

- in line with its societal responsibility as reflected in its Water Vision
- evidence-based and technology neutral
- economically and financially sustainable

WE will always be fully transparent about its positions and shall always strive to maintain a level playing field and a neutral stance with regards to the precise nature and precise type of available technologies and solutions.

ARTICLE 12 - WE POLICY ADVISORY COMMITTEE (WE PAC)

In accordance with article 7 of the WE AoA the Board of Directors decides to set up the WE Policy Advisory Committee (WE PAC) to support and guide the Board of Directors and the Executive Director with regard to WE policy activities and positions. Each Board member from Colleges B-E has the right to appoint one representative in the WE PAC as do all formal membership representatives in College A.

ARTICLE 13 – WE AMBASSADORS

WE Ambassadors are member representatives with a designated role within Water Europe. They include at least WE Board members, WE staff members, WE Working Group leaders and their co-leaders, and Members of the WE Vision Leadership Teams. A WE Ambassador is considered a WE representative in the sense of Article 15 of these Bylaws.

ARTICLE 14 - PARTNERSHIPS

The WE Board of Directors may engage partnerships with other entities that do not logically qualify for Corporate and/ or Associate Membership. For the purpose of such a partnership a partnership agreement shall be drawn up in the form of a Memorandum of Understanding between WE and the Partner organisation.

ARTICLE 15 - PROJECTS

15.1 WE involvement in projects

WE can participate as a partner in project consortia as a service to members and for strategic purposes. It will only participate to proposals for public funding if the project proposal is in line with the WE Water Vision. In projects Water Europe will mainly contribute to activities in line with its main programmes and pillars, including communication, dissemination, exploitation, networking, and policy-related activities. Water Europe itself will not directly be involved in research and technology-development in projects.

15.2 WE letter of support (LoS) for project proposals

WE will only write letters of support to project proposals if the proposal is in line with the WE Vision and the consortium contains at least one member.

15.3 WE associated projects

A project is considered associated to WE if the following criteria are met:

- The project is in line with the WE Vision and SIRA,
- The coordinator of the project is a WE member, and/or
- At least 20% of the project budget is allocated to WE members and/or
- At least 20% of the consortium members are WE members

16 CODE OF CONDUCT

16.1 Persons entitled to represent Water Europe

The articles 5.1 and 6 of these Bylaws establish the persons entitled to represent WE:

- i. Under article 5.1 the President may delegate members of the Board of Directors to carry out representation missions. This is particularly relevant to the President's role of defending the interests of the Association and ensuring contacts with high-ranking EU officials.
- ii. The Executive Director has a broad power under Article 6 to ensure the representation of WE, in particular towards high-ranking stakeholders. The Executive Director can also delegate representation missions to staff members and WE ambassadors.
- iii. The Board of Directors may designate persons to represent WE before any entity or organization.

Any person appointed to represent WE under one of the above powers is referred to as a "WE representative".

No person shall represent WE or claim to represent WE unless authorized under this article.

16.2 WE Representatives

WE representatives shall

- i. Always be fully transparent of about their affiliations.
- ii. Give to the WE Secretariat as much notice as possible of meetings scheduled by the body for which they are designated to represent WE.
- iii. Ensure that WE's position is adequately represented in the relevant meeting. If necessary, a briefing note can be established in cooperation with the WE Secretariat. Where it is necessary to express a position on a topic on which no pre-defined position has been established, the WE representative shall indicate in the meeting that its position is not at that point official WE policy.
- iv. Report in writing to the WE secretariat about the outcome of the meeting within one week of the date of meeting.
- v. Check the official minutes of the meeting as to whether the WE contribution is correctly registered and if not inform the chair of the relevant meeting.
- vi. Ensure that the Executive Director of WE is copied in on all correspondence that the representative is involved with in the exercise of his functions.
- vii. Shall not send any letter or communication expressing a formal position on behalf of WE unless this is signed by the President or the Executive Director.
- viii. Shall in advance of a meeting with EU officials discuss the matter with the WE Secretariat and act on the basis of the instructions from the Secretariat which are intended to ensure compliance with this Code of Conduct

WE representatives dealing with EU institutions shall always familiarize themselves with and at all times act in accordance with the Code of Conduct established by the European Institutions. A link to the current version can be found here: http://ec.europa.eu/transparencyregister/public/openFile.do?fileName=anx_III_Code.pdf

16.3 List of persons designated to represent WE in a specific body

The WE secretariat shall keep a register of WE representatives in other bodies.

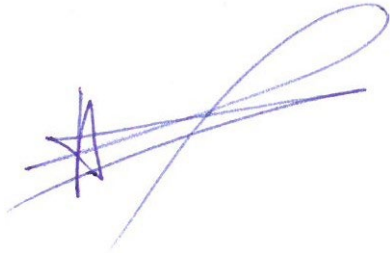
ARTICLE 17 – GUIDELINES ON ANTITRUST COMPLIANCE OF WATER EUROPE

Water Europe membership base and range of activities is continuous expanding and although it is not obvious due to the diverse nature of Water Europe membership, the meetings of Water Europe must not constitute platforms for antitrust behaviour by the participants. For this purpose, Water Europe shall develop guidelines on antitrust compliance that shall be kept as an annex to these bylaws.

WE Bylaws version of 17 December 2024

Hans Goossens

WE President



Durk Krol

WE Executive Director



ANNEX 1: DECISIONS WE BOARD OF DIRECTORS

ASSOCIATE MEMBERSHIP (ART 3.3 WE BYLAWS)

Undertakings which do not fulfil the conditions for Corporate Members, but which identify themselves with the objectives of WE and are prepared to contribute to its work, may be admitted as Associate Members.

WE Associate Membership begins on the 1st of January of the calendar year in which the application is approved.

Rights and Obligations of Associate Members:

- Associate Members must endorse the WE Water Vision and the WE objectives, and support and promote their implementation.
- Associate Members may take part in all WE's activities under the same conditions as Corporate Members and contribute to consensus building where applicable, however Associate Members never have voting right.

To maintain its membership status, an Associate Member must:

- Not engage in conduct prejudicial to WE, the WE Water Vision, or inconsistent with the WE objectives
- Fulfil all required terms, qualifications, and conditions for Associate Membership.

In addition to the Corporate Membership Colleges A-E, the Board of Directors decides to set up the following Associate Membership Colleges:

- College F: "Public Authorities" - Public authorities refers to any authority which has a legal mandate to govern, administrate a part or aspect of public life including municipalities, regional authorities, water basin authorities, regulators, and their associations.
- College G: "Civil Society Organisations" - CSOs refer to organisations legally registered with appropriated statuses, working for the benefit of society or in-service delivery, sometimes in collaboration with grass-roots organisations. CSO can include geographic or thematic networks and platforms or common dialogue fora for umbrella organisations and networks.

HONORARY MEMBERSHIP (ART 3.4 WE BYLAWS)

Honorary membership can be awarded to a person who has made a special contribution to WE or the collaborative objectives that WE serves.

WE Honorary members:

- are invited to meet once a year.
- are a source of knowledge, expertise, and experience for the WE that can be consulted in certain cases.
- may take part in all WE activities under the same conditions as Corporate Members and contribute to consensus building where applicable, however Honorary Members never have voting right.

Nomination:

- New Honorary members are appointed by the WE Board of Directors on the recommendation of the WE ExCom and Executive Director
- A nomination takes places at most once per year with a maximum of one nomination per year.

- Former members of the WE Board of Directors can only be elected 3 years after the termination of their WE activities.

WE Honorary members have the following tasks:

- An Honorary Member has no formal obligations towards WE
- With their knowledge, expertise and experience they form the professional reference for which WE is in the water world.
- They meet in principle once a year, facilitated by WE, where, among other things, a new Honorary member can be introduced.
- They can be consulted where necessary.

A list of current Honorary Members will be kept by the WE Secretariat

DELEGATED MEMBERSHIP (ART 3.2 WE BYLAWS)

Delegated membership is available for a legal entity that is owned or controlled by a College A member (a daughter company). The request for delegated membership can either be made by the daughter or parent company. Delegate Members have the same rights and obligations as Associate Membership and will be dealt with in the same way as the latter. Consequently, Delegate Members may take part in all WE's activities under the same conditions as Corporate Members, but they cannot participate to the WE governance and therefore cannot be represented at the WE General Meeting or at Board level.

FINANCIAL DELEGATION (ART 7 WE BYLAWS)

- The President can engage up to €30K for expenses that have not been foreseen in the budget
- The Executive Director can engage up to €15K for expenses that have not been foreseen in the budget.
- Expenses beyond €30K expenses that are not foreseen in the budget shall require approval of the Board of Directors.
- All payments are executed under the authority of the Executive Director or the President.

WE VISION LEADERSHIP TEAMS (ART 9 WE BYLAWS)

Each VLT consists in at least 3 members including a Leader and a Co-Leaders. Membership of a WE VLT is subject to approval by the WE Board of Directors.

WE WORKING GROUPS (ART 10 WE BYLAWS)

WE Working Groups are the operational level for members' collaboration and coordination in WE. They are fully member-driven and organised. Their formal recognition depends on a founding document, (bi-)annual Work Plans and an Annual Report to be delivered at Water Innovation Europe (June). WE Working Groups are in principle expected to be self-supporting, but WE facilitates their functioning by several support functions including online collaboration tools and the hosting of meetings 3 times per year back-to-back with our main events. Membership of WE Working Groups is in principle only open for representatives from WE members and WE partners; however, the leader of a WG may exceptionally decide to invite relevant non-members to join the WG in consultation with the WE Secretariat. Establishment and change in the leadership of a Working Group is subject to approval by the Executive Director and takes into account considerations of diversity, competence, and consensus among WG members.

WE INTERNATIONAL WATER DIALOGUES (WE IWD)

WE IWD are the international extension of the existing WE programmes. They aim to be the reliable partner and enabler for both its members and the EC in international business and research cooperation in line with the WE Vision.

EXTERNAL ADVISORS TO THE BOARD (BM 2022/03/24)

An External advisor to the Board should comply with the following criteria:

- The candidate cannot be directly linked to a WE member
- A profile and experience relevant to the purpose and strategy of Water Europe
- Standing invitation to attend WE Board meeting
- No remuneration but travel expenses to attend board meeting and special missions will be covered
- A maximum of 3 advisors to the board can be appointed including the Past President (internal advisor).

WE WHITE PAPERS ↔ TECHNICAL REPORTS (BM 2022/03/24)

WE WGs and VLTs can produce at least two different type of publications:

- **WE White Papers**, which are defined as a report that informs readers concisely about a complex issue and presents WE's philosophy and vision on the matter.
- **WE Technical Reports** which describe the process, progress, or results of technical or scientific research or the state of a technical or scientific research problem. It may also include recommendations and conclusions of the research. Unlike other scientific literature, such as scientific journals and the proceedings of some academic conferences, technical reports rarely undergo comprehensive independent peer review before publication.

Both White Papers and Technical Reports may be considered as grey literature. In the organizational logic of Water Europe, White Papers will be mainly produced by the VLTs while WE Technical Reports belong more to the realm of the WE WGs.

WE COMMUNICATION COMMITTEE (BM 2022/10/27)

In accordance with article 7 of the WE AoA the Board of Directors decides to set up the WE Communication Committee (WE Coco) to support and guide the Board of Directors and the Executive Director with regard to the WE communication strategy and activities.

FINANCIAL CONTRIBUTIONS BY WE MEMBERS FOR SPECIFIC PROJECTS (BM 2023/05/17)

In addition to the yearly membership fee, Water Europe members can sponsor specific WE activities or projects if the following conditions are met:

- The activity or project needs:
 - to be in line with the general interest of the WE membership community, the WE vision, strategy, and where relevant the WE advocacy criteria (societal responsibility, evidence based & technology neutral, and economically and financially sustainable);
 - to be approved by the Board;
 - Any outcome of the activity or project in the form of a report/ publication/ study needs to be approved by the Board.

GUIDELINES ON ANTITRUST COMPLIANCE OF WATER EUROPE

17 MAY 2023

ARTICLE 1 – CAUSE

Water Europe membership base and range of activities is continuously expanding and although it is not obvious due to the diverse nature of Water Europe membership, the meetings of Water Europe must not constitute platforms for antitrust behaviour by the participants.

ARTICLE 2 – GOAL

This guide is intended to sensitise Water Europe ambassadors, staff, and particular chairpersons of bodies, committees, and working groups to antitrust issues and to provide them with information and guidance on how to deal with such situations.

ARTICLE 3 – PRINCIPLE OF COMPLIANCE WITH APPLICABLE COMPETITION RULES

The Water Europe and its members confirm their commitment to comply with all applicable competition law regulations as interpreted by authorities and courts.

ARTICLE 4 - COMPLIANCE WITH COMPETITION RULES IN RELATION TO ACTIVITIES OF THE QUALITY ASSURANCE ASSOCIATION

Water Europe is aware of the risks associated with its activities in terms of competition law insofar as it brings together actors from the same field of activity.

It therefore undertakes:

- to ensure that no information is exchanged which would be liable to distort competition and decision-making autonomy. In particular, Water Europe and its members refrain from sharing markets and sources of supply or from damaging or favouring competitors.
- to be vigilant about possible data exchange.

ARTICLE 5 – LEGAL EVALUATION OF PROCESSES AT MEETINGS

5.1 HARMLESS PROCESSES

- Consultation and discussion on current legislative proposals, lobbying activities as well as on government measures of price regulation and cost containment
- Information about the legal situation
- Planning of market statistics or member surveys still to be carried out and presentation of results, unless individualised sensitive information is disclosed or exchanged (aggregated and anonymised data only)

5.2 PROBLEMATIC OPERATIONS

Spontaneous statements by meeting participants which, although raised in relation to safe issues, contain suggestions for consolidated approaches or even just sensitive information. Sensitive information includes prices, customer lists, production costs, quantities, turnover, sales figures, capacities, etc. Spontaneous statements may lead to them being taken up by the other participants in meetings and proposals may also be (tacitly) agreed or implemented.

5.3 PROHIBITED OPERATIONS

- Discussion about:
 - individual prices
 - Price components
 - individual relationships with suppliers
 - Market statistics, if the discussion covers possible conclusions of member companies regarding their future market behaviour.
- Disclosure of commercially sensitive information (e.g., Information about individual pricing and market strategies)
- Even a unilateral disclosure of information can constitute a violation. It does not have to lead to a recommendation or recommendation. Adoption is coming. Even a rejection is not sufficient if antitrust conduct is carried out as a result of the meeting.
- The prohibition of discussion and disclosure applies to both the meeting and the supporting programme (e.g., snack)

ARTICLE 6 - CONDUCT OF CHAIRPERSONS

Before and during each meeting the chairperson shall take care of the following points and act upon when needed:

- Clear and unambiguous wording of the agenda and meeting documents
- Do not include problematic antitrust issues, such as, in particular:
 - Price overviews
 - Cost components
 - Individual relationships with suppliers
- Suspension and postponement of the discussion of a discussion point in the event of disagreement about the admissibility under antitrust law by the chairman of the meeting (e.g., in the case of critical spontaneous statements)
- Recording of the process in the log
- Resumption of the discussion point only after legal clarification of the admissibility under antitrust law.
- If the discussion on the critical point continues, adjournment of the sitting and inclusion of the adjournment in the minutes.
- Leaving the meeting by individual participants is not sufficient for its exculpation; therefore, the express objection of certain participants.
- If the session leader does not react himself: Note and, if necessary, Application for the corresponding measures by the full-time person responsible
- Clear and correct reproduction of the entire course of the meeting in the minutes
- Note that the false impression of an anti-competitive decision is not created.
- Coordination between the chairperson and the full-time responsible person