



Rules of Procedure of the Belgian Nuclear Forum ('BNF')

These Rules of Procedure (RoP) are internal governance regulations according to
Article 25 of the BNF's Articles of Association.

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Foreword

WHEREAS the Belgian Nuclear Forum (BNF) acknowledges the need to adapt its working structure to reflect the numerical increase and diversity of its members and the rapid evolution of the Belgian and European nuclear industry, while ensuring transparency in its decision-making processes and strengthening the BNF's defining values;

WHEREAS, following a revision of BNF's Articles of Association, the BNF's bodies and working practices needed to be structured in a way that ensures transparency regarding the new governance;

IT IS HEREBY RESOLVED to establish the BNF's governance on the following bases:

Rules of Procedure:

1. History, offices and interpretation

Established on 8 May 1957, the Belgian Nuclear Forum is a non-profit association (ASBL under Belgian law) with VAT number BE0409742450 and is governed by Belgian law, with its registered office at Avenue des Arts 56, 1000 Brussels, Belgium. It resumed operations in 1970 and, after several interruptions, relaunched for the last time on 25 September 2008. The formation of the BNF is defined in its notarised Articles of Association.

These RoP are regulations in the sense of Article 25 of the Articles of Association and can be changed, amended or repealed only by decision of the Board of Directors. The RoP never prevails over the Articles of Association and, in the event of conflict between the RoP and the Articles of Association, the Articles of Association prevail. The RoP are interpreted according to Belgian law.

To ensure transparency and good governance, these RoP are published on the BNF's website.

These RoP may be translated into Dutch and English, and these translations will be published on the BNF's website. In the event of any conflict between the different versions of the RoP, the French version prevails.

2. Definitions and acronyms

Unless the context requires otherwise, the terms and definitions below apply. References to one gender include the other. A reference to an article refers to an article in these RoP or, if indicated, to the Articles of Association.

Appendix – an appendix to the RoP.

General Meeting – meeting of Members duly convened and held according to Article 20 of the Articles of Association and Assemblée générale 5.1 of the RoP.

BNF – the non-profit association under Belgian law, called 'Forum Nucléaire Belge' in French and 'Belgisch Nucleair Forum' in Dutch, VAT number BE0409742450, with its registered office at Avenue des Arts 56, 1000 Brussels, Belgium.

Candidate – a natural or legal person or any other entity that initiates a procedure to become a member of the BNF according to Article 4.3.

Board of Directors – the BNF's executive body, the powers and functioning of which are described in Article 5.2.

Committee – a body to which the Members can appoint Representatives and to which the Board of Directors delegates specific tasks.

Coordination Committee – committee established within the BNF according to Article 6.1.

Steering Committee – committee established within the BNF according to Article 6.2.

Technical Committee – committee established within the BNF according to Article 6.3.

Contribution – an annual contribution invoiced to various Members, according to the categories set by the Board of Directors.

Managing Director – a natural person who takes care of the day-to-day management of the BNF according to Article 5.4.

Member – any entity whose status as a member, according to Articles 4.2 and 4.3, has been approved by the Board of Directors.

Active Member – a category of Member defined in Article 4.1.1 and subdivided into class A, class B and class C.

Affiliated Member – a category of Member defined in Article 4.1.2 and subdivided into Honorary Members and Observing Members.

Honorary Member – a person who has been appointed as an Honorary Member and who enjoys the rights and obligations set out in Article 4.1.2.2 of the RoP.

Observing Member – a natural or legal person who has been appointed as an Observing Member and who enjoys the rights and assumes the obligations set out in Article 4.1.2.1.

Chair – a natural person who has been appointed according to Article 5.3.

Representative – a natural person who represents a Member who is a legal person.

Website – the BNF's websites www.forumnucleaire.be, <https://www.nuclearforum.be> and <https://www.nuclearforum.be> and all other websites that the BNF creates from time to time.

Articles of Association – the BNF's Articles of Association as a non-profit association (ASBL), as amended from time to time.

3. The BNF's mission, values and code of good administrative behaviour

The Members, their Representatives and any person participating on the bodies, Committees or BNF's operations commit to:

- Act in the general interests of the BNF, independently of any individual, sectoral or commercial interest.
- Respect the applicable laws, in particular antitrust laws, national and European sanctions, transparency rules and rules on interest representation disclosure. This includes a ban on exchanging information that is defined as commercially sensitive according to the applicable antitrust laws.
- Safeguard the confidentiality of all information identified as such or which is confidential by nature.
- Avoid any situation involving a conflict of interest, whether real or potential. Any conflict must be reported immediately to the Board of Directors.
- Conduct themselves politely, honourably and respectfully on the bodies and Committees.
- Refrain from using their BNF Membership in a way that is at odds with the association's non-profit nature.

In the event of serious or repeated breaches of this code, the Board of Directors may issue a warning, temporarily suspend a Member from participating in a body, or propose to expel the Member during the General Meeting, in accordance with the Articles of Association.

4. Membership

A Member may be a natural or legal person. A Member who is a legal person (a company) is duly represented by a natural person who is able to represent the company on the BNF's governance bodies or its Committees. Each company appoints a Representative where appropriate.

4.1. Membership categories

The BNF has two membership categories: Active Members and Affiliated Members.

4.1.1 Active Members

Active Members are divided into three (3) categories:

4.1.1.1 Class A Active Members

A Class A Active Member has the highest level of participation and enjoys the following rights:

- To participate and be involved in any decision-making process during an ordinary annual General Meeting or an extraordinary General Meeting;
- To put themselves forward for a seat on the Board of Directors and, if appointed, sit on the Board of Directors;
- To participate in meetings of the following Committees: Steering Committee, Coordination Committee, Technical Committees as well as any subgroups.
- To participate in any decision-making processes of the Committees on which the Member regularly serves.
- To receive information and documents linked to the work of the governance bodies or Committees mentioned above;
- To appear in the 'Members' section of the BNF's websites (unless the Member does not wish to be featured)

4.1.1.2 Class B Active Members

A Class B Active Member has the right to an intermediate level of participation in the BNF's operations and enjoys the following rights:

- To participate and be involved in any decision-making process during an ordinary annual General Meeting or an extraordinary General Meeting;
- To put themselves forward for a seat on the Board of Directors and, if appointed, sit on the Board of Directors;
- To participate in meetings of the following Committees: Coordination Committee, Technical Committees as well as any subgroups.
- To participate in any decision-making processes of the Committees on which the Member regularly serves.
- To receive information and documents linked to the work of the governance bodies or Committees mentioned above;
- To appear in the 'Members' section of the BNF's websites (unless the Member does not wish to be featured)

4.1.1.3 Class C Active Members

A Class C Active Member has the right to a low level of participation in the BNF's operations and enjoys the following rights:

- To participate and be involved in any decision-making process during an ordinary annual General Meeting or an extraordinary General Meeting;
- To participate in events organised by the BNF, upon payment of a fee, if required.
- To appear in the 'Members' section of the BNF's websites (unless the Member does not wish to be featured)

4.1.2 *Affiliated Members*

Affiliated Members are divided into several membership categories:

4.1.2.1 *Observing Member*

An Observing Member is a member who wishes to participate passively in the BNF's operations. An Observing Member does not have a voting right in governance bodies nor a decision-making role. An Observing Member may, however, participate in the various Committees by virtue of their expertise and solely by invitation, whether limited or open-ended, by the Board of Directors. An Observing Member may themselves request to participate, upon payment of a fee set by the Board of Directors.

4.1.2.2 *Honorary Member*

An Honorary Member can be appointed from among the natural persons who support the objectives of the BNF and who make, or have made, an exceptional contribution to BNF's work. A member of the Board of Directors, the Managing Director or an Active Member may submit to the Board of Directors a nomination for a natural person who is deemed suitable to be appointed as an Honorary Member.

The Board of Directors may decide, at the time of appointment, on which governance bodies or Committees the Honorary Member may serve without a deliberative vote. This may include the Board of Directors, the General Meeting or the Committees and any subgroups.

An Honorary Member may, upon invitation, attend an ordinary or extraordinary meeting of any BNF Committee or subgroup. The Honorary Member may then participate in discussions, but has no voting right.

By way of exception, the foregoing does not apply if an Affiliated Member is appointed as a director on the Board of Directors.

An Honorary Member must pay a contribution set by the Board of Directors; this fee may be reduced or symbolic.

4.2. Conditions for and obligations of membership

According to the BNF's membership procedure, a legal person, represented by their Representative, or a natural person who wishes to become a BNF member (Candidates) must submit a duly completed application form (Appendix 1, also available online <https://www.nuclearforum.be/membership-application>)

Unless specified otherwise, the conditions for BNF membership and remaining a member are the following:

1. Be a company that is located in or has its registered office in Belgium or the European Union and is in possession of a VAT number from its country of operation, or be a natural person living in Belgium or the European Union;
2. Refrain from investing in military applications of nuclear fuel;
3. Adhere to the code of good administrative behaviour according to Article 3;
4. Refrain from engaging in illegal activities or those which are contrary to public policy, whether observed or reasonably determined based on objective facts, and which are likely to negatively affect the reputation of BNF Members or the BNF itself;
5. Actively support BNF's work;
6. Pay the contribution once the application for membership has been accepted and during the membership period;

Notwithstanding the foregoing, a Candidate who is an Observing Member is exempt from condition 1, including if the Observing Member is based outside of Europe.

The conditions above must be fulfilled throughout the BNF membership period.

A company wishing to become a BNF member must pay a contribution, the amount of which is set by the Board of Directors, on the proposal of the Managing Director. The amount of the contribution must be paid according to the instructions set out in Article 7.

BNF membership is automatically renewed for the following year, regardless of membership category, unless the BNF's registered office receives a membership termination notice by registered post or by e-mail to administration@nuclearforum.be, with acknowledgement of receipt, before 30 November of the preceding year.

4.3. Membership procedure

The BNF's membership procedure includes the following points in addition to Article 6 of the Articles of Association:

1. A Candidate receives a membership information booklet that provides general information on membership, the corresponding application forms (see Appendix 1), the fees associated with membership and the RoP that Members must comply with. A Candidate receives background information on the membership process, including the requirement to seek the Board of Directors' approval for their application.
2. After receiving an application addressed to the Board of Directors according to Article 6 of the Articles of Association, the Managing Director or their staff complete the following standard tasks:
 - If necessary, they contact the Candidate to arrange a brief interview in order to verify their activities and their reasons for wishing to join the BNF;
 - Check that the conditions for membership are met;
 - Check that the information provided on the application form is correct and complete;

The results from this examination of the Candidate are used to produce a brief report, which is sent to the Managing Director.

3. The Board of Directors assesses each application during a meeting scheduled within four (4) weeks of receiving all relevant application forms. The meeting focuses on:
 - The report by the manager of the new Members;
 - The Managing Director's opinion;

The Board of Directors may invite a Candidate to attend the discussion at this meeting. The Candidate withdraws from the voting procedure.

After the discussion, each membership application is decided by an absolute majority of votes by the Board of Directors. The resolution of the Board of Directors is recorded in the meeting minutes and the list of decisions. It is at the Board's discretion to:

- (1) accept the application, or
- (2) refuse the application, or
- (3) impose specific conditions on the approval of a membership application.

One such condition may be the provision of additional information by the company. There is no restriction on conditions, and the Board of Directors may request additional information or set an additional deadline for responding to the application or postponing it.

A new membership is communicated with the other Members and is published on the 'Members' section of the BNF's website.

4.4. Change to membership

A Member may request to change their membership level during a given year or for the following year.

A membership change is assessed according to the same procedure as set out in Article 4.3.

If a Member moves up to a level requiring a higher contribution, they must pay the difference between the contributions applicable to the different classes. This difference is calculated pro rata based on the months remaining until the end of the year.

If a Member moves down a level, no refund is given. The Member still owes the contribution from the months that have already passed, unless an exemption is expressly granted by the Board of Directors on the proposal of the Managing Director.

The Board of Directors may also decide that the Member will change level only from the following year. In that case, the Member must pay a full contribution, decided by the Board of Directors for that year, when contributions are collected.

4.5. Termination and expulsion

A Member may terminate their annual membership by sending a membership termination notice by registered post to the BNF's registered office or by e-mail administration@nuclearforum.be, with acknowledgement of receipt. The Member's membership will be terminated from 1 January following the date on which the BNF's registered office received the notice. A resigning Member may request that their termination be valid on a date other than 1 January; this must be requested from the Board of Directors. The Board of Directors may approve this request, provided that this does not jeopardise the proper functioning of BNF or its governance. The Member must pay all contributions for the year.

According to Article 8 of the Articles of Association, the General Meeting is authorised to expel a Member on the proposal of the Board of Directors.

According to the Articles of Association, the Board of Directors must allow the Member to provide comment, whether in writing or orally, on the expulsion procedure.

Notwithstanding the general character of the foregoing, the following non-exhaustive list of circumstances may lead to the suspension or termination of a Member's membership:

- Non-payment of annual contributions;
- Non-compliance with the BNF's values and code of good administrative behaviour;
- Non-compliance with applicable antitrust laws or national or European sanctions;
- Illegal activity, whether criminal or otherwise, suspected or proven, which is likely to damage the Member's reputation and, by association, the BNF's reputation, including but not limited to anti-money laundering and anti-terrorist financing rules.
- Obstructing or not supporting the BNF's work.

Unless decided otherwise by the Board of Directors, an expelled Member may submit a new membership application to the BNF in the following year, provided that the breaches leading to the termination of their membership have been corrected and that the Candidate continues to fulfil the conditions for BNF membership. The Board of Directors assesses each such application at a meeting of the Board of Directors before making a decision, and may accept or reject the application.

Contributions are not reimbursed under any circumstances.

5. Governance bodies

5.1. General Meeting

5.1.1.1 *Duties*

The duties of the General Meeting are defined in Article 21 of the Articles of Association. Specifically, the General Meeting has the power to:

1. amend the Articles of Association;
2. appoint and dismiss a director and set their allowance in cases in which they receive an

- allowance;
- 3. appoint and dismiss an auditor and set an auditor's allowance;
- 4. grant discharge to the directors and auditors and, where appropriate, initiate legal proceedings against the directors or auditors;
- 5. approve the annual accounts and budget;
- 6. dissolve the association;
- 7. change the BNF's ASBL status into an AISBL (international non-profit association) and cooperative company recognised as a social enterprise (société coopérative agréée comme entreprise sociale) or a recognised cooperative company social enterprise (société coopérative entreprise sociale agréée);

5.1.1.2 Composition and voting right

According to Article 19 of the Articles of Association, only an Active Member who attends a General Meeting convened for this purpose, or who appoints a proxy to vote on their behalf, has a voting right. An Affiliated Member does not have a voting right and is not included in the quorum.

Each Active Member has a number of votes determined by their membership category.

The number of votes that an Active Member has in each vote at the General Meeting is as follows:

- Class A Active Member: 5 votes;
- Class B Active Member: 2 votes;
- Class C Active Member: 1 vote.

Each Member or their Representative participating in a General Meeting during which an election takes place has a voting right. They may exercise this voting right provided that the member company has paid its contributions in full.

5.2. Board of Directors

5.2.1 Composition

Without prejudice to the provisions in Article 10 of the BNF's Articles of Association, the total number of directors on the Board of Directors is limited to ten (10).

The Board of Directors is composed of at least two (2) directors representing Class A Active Members, at least one (1) director representing Class B Active Members and, if necessary, at least one (1) director representing Honorary Affiliated Members.

In all cases, the number of Class A directors on the Board of Directors is equal to or more than the total of Class B Active Member or Honorary and Affiliated Member directors.

A company member may not be represented by more than one person on the Board of Directors at any given time.

The Managing Director participates in meetings of the Board of Directors, but has no voting right.

5.2.2 Powers of the Board of Directors and vote

The Board of Directors has all the powers that are not ascribed to the General Meeting, being:

- To amend the RoP, to amend the reference in the Articles of Association and to publish according to Article 16 and 25 of the Articles of Association;
- To appoint a Chair and a Managing Director;
- To establish and organise Committees;
- To submit the annual accounts and budget to the General Meeting;
- To accept new Members;

- To engage in legal representation as a claimant or a defendant and before any authority. This power may be delegated to the Managing Director.

A decision of the Board is taken by an absolute majority of votes present and represented, unless indicated otherwise in the Articles of Association, in particular concerning the election of the Chair.

5.2.3 *Role of the members of the Board of Directors*

The members of the Board of Directors must reach a decision in the general interest of the BNF, respecting the principles of good administrative behaviour and avoiding personal or professional conflicts of interest.

An Active Member, or their Representative, may be put forward as a candidate for election.

A director who faces a direct or indirect conflict of interest of a financial or functional nature must immediately notify the Board of Directors. This director may not participate in the deliberation of nor voting on the agenda item.

Their statement and abstention are recorded in the minutes.

5.2.4 *Director election procedure*

5.2.4.1 *Eligibility*

A Candidate to sit on the Board of Directors must satisfy the following conditions:

- A Candidate must submit their form for nomination to the position of elected member of the Board of Directors and appear at the General Meeting (unless in exceptional circumstances) and state:
 - o that he or she will vote in the interest of the BNF and all of its member companies;
 - o that he or she will at all times observe the Articles of Association and these RoP in the exercise of their tasks.
- In principle, a Candidate must be an Active Member or a Representative of an Active Member. However, a natural person who is not a Member may be put forward for election as a director.

5.2.4.2 *Director election procedure*

The Managing Director oversees the director appointment process. He or she informs the Members in time, so that they are able to submit their candidacy. The candidacies must be attached to the notice convening the Meeting during which the election is on the agenda.

An election of the Board of Directors takes place [each year] at a General Meeting, according to the available seats on the Board of Directors.

The Candidates who obtain the largest number of votes (simple majority) during the election at the General Meeting take the vacant seats on the Board of Directors.

A separate vote is held for each vacant director seat, taking account of the differences in membership class between the Active Members. An Active Member is authorised to vote by proxy.

The Member must notify the Managing Director of their wish to vote by proxy and must ensure that the Managing Director receives, before the start of the General Meeting, a notification of the appointed proxy by registered letter or by e-mail with acknowledgement of receipt.

5.2.4.3 *Tenure of directors*

The tenure of a member of the Board of Directors is three (3) years and may be renewed.

5.2.5 Preparations for Board meetings and deliberations

To guarantee the efficiency of meetings and promote good governance at the BNF, the Managing Director provides the Board of Directors with the documents and reports mentioned on the agenda at least seven (7) days before the meeting of the Board of Directors. In exceptional circumstances, the Managing Director may exercise his or her discretionary power to distribute a document or presentation later, for example, if, following an e-mail exchange, a document or report that has already been prepared must be amended, or if he or she is absent as a result of being on leave or illness.

According to the Articles of Association, the Board of Directors may legitimately meet, deliberate and adopt resolutions or decisions in person, by videoconference, distance communication or in a hybrid format. The Managing Director explains the procedures of the meeting of the Board of Directors in the notice convening the meeting.

5.3. Chair

The Chair is typically chosen by and from among the elected members of the Board of Directors. However, if no elected member of the Board of Directors wishes to hold this position, or if no member appears to be suitable, the Board of Directors as a whole may decide on co-option. In any case, the Chair of the Board of Directors leads the Board of Directors and is chiefly tasked with ensuring that the Board has the agreed priorities, structures and appropriate processes and a productive culture. The Managing Director lends assistance to the Chair to exercise these duties.

The Chair is appointed for three (3) years. The Chair may not sit for several consecutive terms unless there is no suitable candidate for the role.

The Chair has the casting vote on the Board of Directors.

The Chair also chairs the General Meeting in conjunction with the Managing Director.

The Chair oversees the day-to-day management of the BNF, which is assumed by the Managing Director.

5.4. Managing Director

The Managing Director is appointed by the Board of Directors for a term of three (3) years, which may be renewed.

He or she may engage a secretary as well as any staff required, within the budget approved by the General Meeting, to assist him or her in exercising his or her duties and ensuring the proper functioning of the BNF.

The Managing Director assumes the day-to-day management of the association and defines the ways in which the association's resolutions are implemented within the limits set by the Board of Directors.

The Managing Director has the power to:

- Represent the BNF in all decisions relating to day-to-day management;
- Perform acts and take decisions that do not exceed the requirements of the daily existence of the association;
- Undertake acts of a minor interest;
- Undertake urgent acts;
- Undertake recurrent tasks;
- Appoint legal representatives, following a decision by the Board of Directors;
- Hire staff following approval by the Board of Directors.

This includes, but is not limited to, accessing the e-doc platform (platform for Belgian companies), publishing on the Belgian Official Gazette, updating bank mandates, accessing the Zoomit platform, and

submitting proof of claim forms on the RegSol platform.

The Managing Director proposes the amount of contribution to the Board of Directors.

The Managing Director attends the General Meeting and sits on the Board of Directors, but has no voting right.

The Managing Director attends meetings of the Committees. If needed, he or she may appoint someone else to participate on a one-off basis or in all Committee meetings for a defined period of time.

6. Committees

A Member may be represented by a different person (one or several) on a Committee, according to requirements and the agenda, whilst ensuring the coherence and cohesion of the decisions taken. Moreover, if a Member is represented by a different person on a Committee, this Member must, while observing the Committee's internal governance rules, share information among the members to ensure that information is coherently distributed.

All Committees and subcommittees derive their power from the Board of Directors. Consequently, according to the Articles of Association, the Board of Directors has a discretionary power to dissolve a Committee or change their mandate or composition.

The Board of Directors also has the power to establish a Committee, being a body on which a Member may appoint a Representative.

The Board of Directors is able to authorise, on the proposal of the Managing Director or the Steering Committee, certain Members – in particular, a Class C or Affiliated Member – to participate in a Committee for a limited period. The Board of Directors may also request an additional financial contribution on such an occasion. This decision may be taken for an individual Member (case-by-case basis) or a category of Members (collective basis). The decision is taken by the Board of Directors by an absolute majority of votes.

Each Committee is chaired by the Chair of the BNF, the Managing Director or a person appointed by the latter.

The BNF is composed of the following Committees:

- Steering Committee
- Coordination Committee
- Technical Committees, also known as Workshops

6.1. Steering Committee

6.1.1 Composition and governance

The Steering Committee has an unlimited number of seats.

The Steering Committee is composed as follows:

- Class A Active Members;
- One (1) Class B Active Member, at the invitation of the Managing Director;
- The Chair;
- The Managing Director.

The Members above may sit on the Committee in person or be represented by a person of their choice. To guarantee the coherence of the Steering Committee, a Member is required to ensure continuity in their representation on the Committee.

The Steering Committee is chaired by the Chair or, if need be, the Managing Director.

The Steering Committee may meet in person or by videoconference, according to the procedures described by the Managing Director in the notice convening the meeting.

6.1.2 Tasks

The Steering Committee has the following tasks:

- Ensure the strategic steering of the non-profit association (ASBL) by defining its positioning on the Belgian and international nuclear scene;
- Approve the short-term, mid-term and long-term vision and direction (Year+1, Year+3, Year+5);
- Set out the roadmap and the strategic objectives pertaining to it;
- Take the strategy and budgetary decisions needed to implement the roadmap;
- Identify and define, in working groups (Technical Committees), what is needed to achieve the roadmap objectives;
- Organise and oversee the Technical Committees as decided by the Board of Directors;
- Regularly formulate proposals and recommendations for the Board of Directors;
- Report to the Board of Directors for approval of the directions and decisions within its area of competence.

6.2. Coordination Committee

6.2.1 Composition and governance

The Coordination Committee has an unlimited number of seats.

The Coordination Committee is composed as follows:

- Class A Active Members;
- Class B Active Members;
- The Managing Director.

The Coordination Committee is chaired by one of its members, elected by a simple majority of votes present or represented.

The Members mentioned above may sit on the Committee in person or be represented by a person of their choice. To guarantee the coherence of the Coordination Committee, a Member is required to ensure continuity in their representation on the Committee.

The Coordination Committee may meet in person or by videoconference, according to the procedures described by the Managing Director in the notice convening the meeting.

6.2.2 Tasks

The Coordination Committee has the following tasks:

- Oversee the Technical Committees and coordinate their work;
- Ensure the coherence and structures of the different Technical Committees;
- At an operational level, define the themes and topics for each Technical Committee, ensuring alignment with the roadmap defined by the Steering Committee;
- Formulate topics to be added to the BNF's roadmap and submit them to the Steering Committee for approval;
- Produce summaries, reports and strategic directions based on the work of the Technical Committees;
- Formulate proposals and determine strategic options, including a short-term, mid-term and long-term vision (Year+1, Year+3, Year+5) for the BNF, to be submitted to the Steering Committee for approval;
- Prepare strategic and budgetary decisions for approval by the Steering Committee;
- Regularly report to the Steering Committee.

6.3. Technical Committees

6.2.3 *Composition and governance*

According to requirements, the Technical Committees may be composed as collectives to work on and explore specific themes in greater depth, including (non-exhaustive list):

- New Nuclear and Lifetime Extension;
- Supply Chain;
- Nuclear Safety;
- BeGov Messages;
- Human Resources;
- Communication.

Each Technical Committee may cover one or more themes.

A Technical Committee has an unlimited number of seats.

A Technical Committee is composed as follows:

- Class A Active Members;
- Class B Active Members;
- The Managing Director or his or her Representative.

A Technical Committee is chaired by the Managing Director or a person appointed by the Managing Director.

The Members mentioned above may sit on the Committee in person or be represented by a person of their choice. To guarantee the coherence of a Technical Committee, a Member is required to ensure continuity in their representation on the Committee.

A Technical Committee may meet in person or by videoconference, according to the procedures described by the Managing Director in the notice convening the meeting.

6.2.4 *Tasks*

The different Technical Committees have the following tasks;

- Lead the various themes mentioned above;
- Propose messages, positions or actions to Coordination Committee;
- Report to the Coordination Committee at the end of each meeting of the Technical Committee.

6.4. Decision-making in Committees and subgroups

The BNF's Committees and subgroups practise consensual decision-making.

The person chairing a Committee assesses whether a consensus can be reached, taking account of minority opinions and interests, and organises a vote by simple majority to resolve any question if a consensus cannot be reached.

If there is an issue on a Committee, the Chair or the Managing Director settles the matter.

7. Contributions, invoicing and payment

7.1. Amount of contributions

The Board of Directors sets, on the proposal of the Managing Director, the contributions paid by the BNF's members in order to guarantee the long-term functioning of the BNF, taking account that there are sufficient funds to cover day-to-day operations and unforeseen events.

Each year, the Board of Directors sets the annual contributions of the different categories of Members. The contributions may therefore be indexed annually.

A reduced contribution may be granted to research bodies, public interest institutions and non-profit associations (ASBL).

To avoid all ambiguity, it is noted that the contributions shown below are purely indicative. The Board of Directors has the sole competence to set the contributions annually (provisional and final amounts).

The contributions for one full year of membership are:

Class A Active Member: 100,000 EUR
Class B Active Member: 30,000 EUR
Class C Active Member: 5,000 EUR

In a Member joins during the course of the year, the Board of Directors may set a pro rata contribution according to the months remaining until the end of the year.

If, during a year, a Member moves up to a class requiring a higher contribution, the Board of Directors may allow the Member to pay the difference between the contributions applicable to his or her previous and new class. This difference is calculated pro rata based on the months remaining until the end of the year.

A contribution is not reimbursed under any circumstances.

7.2. Call for provisional and final contributions

The Board of Directors sets the amount of provisional contribution for the following year at the latest on 1 November. The amount of the provisional contribution is communicated to Members at the latest within seven (7) months of the Board of Directors' decision.

The call for provisional contributions is sent at the latest in the two months following the last Board of Directors of the previous year, preceding the year for which the contribution is due. Contributions must be paid in the sixty (60) days following the end of the month during which the call is made. The amounts of final contributions are set during the first Board of Directors meeting of the year.

The Board of Directors sets the final contribution during its first meeting in the year in question. If there is a positive difference between the provisional and final contributions, an additional call to settle the difference may be sent at the latest by 1 March of the year in question. Any addition must be paid in the sixty (60) days following the end of the month during which the call is made.

As set out in Article 4.2, a Member's membership is automatically renewed within the same category unless the Member terminates their membership and the notice of termination has been received at the latest by 30 November of the year preceding the financial year.

7.3. Invoicing and payment

Unless specified otherwise, an invoice is payable within thirty (30) days of receipt.

If a Member is in arrears, they will receive an initial reminder to pay the invoice within thirty (30) days of the date of the reminder. If the Member continues to be in arrears, they will receive a second reminder that, unless specified otherwise, may include an increase of 5% of the invoice amount according to the terms and conditions set out in the reminder. If there is no response to this second reminder, the Managing Director may refer to the Board of Directors to initiate a suspension procedure or, if need be, expulsion.

The Board of Directors may, on the proposal of the Managing Director, decide to suspend the rights of a Member who is in arrears. If the Member fails to pay within the given deadline, the Board of Directors may submit a proposal to the General Meeting to expel the Member.

8. Antitrust compliance

Members and Candidates must strictly observe all antitrust rules applicable at European and national level, including, without limitation:

- Articles 101 and 102 of the Treaty on the Functioning of the European Union (TFEU) and its legal instruments;
- all applicable antitrust legislation in Belgium;

A Member has an individual responsibility to respect the antitrust rules and commits to apply their own internal antitrust compliance policy while participating in the associations' activities.

Each Member is obliged to consult their own legal counsel for any specific questions relating to antitrust compliance.

The following is forbidden according to Article 101 of the TFEU and equivalent national provisions:

- agreements, decisions or collective practices aiming to or resulting in the restriction, distortion or prevention of competition;
- any form of fixing of prices, margins, reductions, trade conditions or business strategies;
- allocation of markets, clients or geographic zones;
- limitation of production, investment or technical development;
- exchanging commercially sensitive information among competitors.

As the risk related to competition depends on context, it is impossible to produce an exhaustive list of forbidden practices

It is forbidden to exchange information that is not in the public domain or which is likely to influence the competitive behaviour of businesses.

A Member must refrain from disclosing commercially sensitive information within governance bodies or a Committee and among the BNF's staff and other Members.

The BNF ensures that:

- meetings are organised according to the predefined agenda, if possible;
- minutes are taken;
- the information exchanged is limited to that which is strictly necessary for the legitimate objective of the work;
- data is collected from Members in compliance with antitrust rules, in particular by aggregating or anonymising data when necessary.

Any discussion that is suspicious, inappropriate or is likely to be deemed as such from the point of view of antitrust compliance is immediately discontinued. A Member must explicitly oppose and distance themselves from the discussion and must request that their objection be recorded in the minutes. The Member must leave the meeting if the discussion is not discontinued.

If a Member believes an exchange or discussion could be a risk in terms of antitrust law, they must immediately report it and, if need be, remove themselves from the discussion.

9. Binding regulations

All members and their Representatives, the directors and the BNF's staff are bound by and must observe the Articles of Association and these RoP.

Appendix 1 BNF membership application form (template)

The secretary sends the version to be completed and sent.

An information-only form is available online exclusively at : <https://www.nuclearforum.be/membership-application>