



## **European Railways Purchasing Conference (ERPC)**

(former SKB)

***Special Group of International Union of Railways (UIC)***

### ***Internal Regulations***

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## Foreword

In order to stimulate professional, high quality purchasing, a common body of European railway companies is created, with the task of encouraging and supporting the development of professional purchasing processes within the member organisations.

The purpose of these internal regulations is to define the organisation and working procedures of that common body and set out the scope of cooperation in full conformity with EU competition law.

## 1. Title and purpose

### **Article 1**

“**European Railways Purchasing Conference**” (ERPC) is a body of the International Union of Railways (UIC), conform to UIC Statutes (art. 14 and Regulation A19).

Members list of ERPC is to be found on the web site of UIC ([www.uic.asso.fr](http://www.uic.asso.fr)) under Activities/Topics

### **Article 2**

The purpose of the ERPC is to stimulate professional, high quality purchasing by the member companies:

- Provide a forum to exchange ideas and experiences
- Promote continuous improvement in the way we conduct our business
- Improve purchasing in the global market of rolling stock and railway infrastructure,
- Stimulate innovation and standardisation
- Be an influential advisor of legislative European Community Institutions

To this end the ERPC will implement and coordinate discussions and joint actions to support the development of professional purchasing processes.

Since ERPC represents the majority of the railway-buyers in Europe it is important that the purpose and actions of ERCP bodies always conform to EC article 81 and 82 concerning the ban on cartels and the misuse of a dominant position.

The members of ERPC shall abide by the following ethical rules:

- ERPC shall always act to promote competition.
- The actions of ERPC must not result in unfair contract conditions for the suppliers.
- ERPC shall not operate as a forum for joint purchasing.
- Any commercial information is to be treated in strict confidence and not be promulgated for use in negotiations.
- ERPC shall operate in a fair and transparent manner to improve the benefit to the consumer.
- The member railway organisations of ERPC must always stay independent from the decisions made by ERPC



## **2. Structure**

### **Article 3**

The working structure of ERPC will consist of:

- the Executive Committee
- permanent or ad hoc working groups

The participants of the ERPC bodies are delegates from the member railway companies.

Experts may be invited to participate in the work of the various ERPC bodies in an advisory capacity.

The Executive Committee, in particular the President, will be supported by a Secretary and two vice Presidents.

## **3. Membership**

### **Article 4**

Subject to accepting the costs and participating actively in the work, any railway company (operators/infrastructure owners) that is an active or associated member of UIC will be entitled to ERPC membership.

Limitation of becoming a member:

- Railway companies that has major commercial interest in a competing market without competing in transportation of passenger or freight.
- Sole tram operators

Decisions on the admission of new members will be taken by the Executive Committee. However, the admission of a non-UIC member must be decided by the Executive Committee of the ERPC.

Membership will be lost under the following conditions:

- withdrawal of the member in question notified in a letter sent by registered mail to the President of the ERPC Executive Committee at least three months before the end of a calendar year;
- exclusion of the member by decision of the ERPC Executive Committee for failure to comply with these internal regulations or any other reason considered serious, having first heard the arguments put forward by the member in its own defence.

### **Article 5**

Each railway company will designate by name a representative to take a seat in the Executive Committee. This person will be, in principle, the person in charge of Purchasing.

When the term of office of a representative is terminated, the President of the Executive Committee will be immediately informed of this.

The representatives will actively participate in the discussions. They must be empowered to take the necessary decisions on internal matters of ERPC at meetings; once taken, such decisions can not be challenged by their company.



In the event of absence any representative may, in exceptional circumstances, arrange to be replaced by a member of his/her company providing the President is notified in advance and providing the replacement is given full decision-making authority for items on the agenda.

#### **Article 6**

The number of votes of the representatives in the Executive Committee is based on one participant, one vote.

## **4. Organisation**

### **4.1 Executive Committee**

#### **Article 7**

The Executive Committee will elect out of its midst a President and two vice Presidents by a simple majority of votes cast by representatives present for a three-year term of office, once renewable. The President will be responsible for day-to-day management of ERPC and will represent ERPC in other bodies.

Would the chair fall vacant or the President be incapacitated over a longer period of time, this having officially noted by the Executive Committee, a new President will be elected at the initiative of the ERPC secretary within three month of the official declaration of the President's incapacity.

#### **Article 8**

The Executive Committee will:

- define and set the objectives of ERPC;
- take decisions on any matter of strategic importance;
- approve the annual budget prepared by the President;
- define the objectives of the working groups and coordinate and monitor their action.

The Executive Committee may decide to set up working groups, either ad hoc or permanent, to carry out studies or other work considered necessary.

The Executive Committee will adopt the budget, set the annual contributions payable by members and approve the annual accounts.

Decisions of the Executive Committee will generally be taken by a simple majority of votes of the representatives present. Decisions however concerning changes to the Internal Regulations, disbandment of ERPC and the admission or exclusion of a member must be made by a two-third majority of representatives present. Where the votes are equally divided, the President will have the casting vote.



### **Article 9**

The Executive Committee will meet at the request of the President twice a year. Invitations will specify the date, venue, time and duration of the meeting, and will include the agenda. They will be sent out one month at the least before the date of the meeting concerned and will be drawn up in English.

The Executive Committee may also meet at the request of at least 1/3 of its members.

Each representative may put on a specific item on the agenda.

## **4.2 Working Groups**

### **Article 10**

Working groups may be installed on purchasing matters concerning railway infrastructure and railway operations.

### **Article 11**

Working groups will be chaired by or under supervision of a representative of the Executive Committee. The results of the working group will be reported by the member of the Executive Committee concerned. Membership of working groups will not be restricted and any competent specialist in the field in question may be called in.

For certain working groups the Executive Committee may produce specific Internal Regulations, which will be appended to the present Internal regulations.

The working group chairmen will report on their activities to the Executive Committee.

## **5. Funding**

### **Article 12**

The ERPC will have its own budget, drafted each year by the President for the following calendar year and submitted to the Executive Committee for approval. Expenditure will be monitored by the ERPC Secretary and reported at the meetings of the Executive Committee.

The ERPC accounts will be audited and certified by the UIC auditors and consolidated with the accounts of UIC only to the extent that they represent projects or activities recognised by the Executive Board as being of common interest.

The ERPC running costs will be covered by the annual contributions of its members and by any resource allocated to ERPC by UIC.

These contributions, which are set annually by the Executive Committee, will be divided over the members of the ERPC. Each member has one vote.

Contributions are payable by 30 June each year.



ERPC participants will cover their own personal expenses (travel, accommodation, etc.). No remuneration will be given for work within the various ERPC bodies, unless otherwise decided by the Executive Committee.

## **6. Relations with UIC**

### ***Article 13***

The ERPC is a Special Group under the terms of Article 14 of the UIC Statutes. As such, it is bound to the provisions of the said Statutes and of the Internal Regulations drafted in keeping with the Article indicated.

### ***Article 14***

The Chief Executive of UIC or his representative will be invited to attend meetings of the Executive Committee and will be regularly informed about the proceedings. He will be sent agendas and minutes of meetings of the Executive Committee.

The ERPC will produce a brief annual report on its activities for submission to the UIC Assembly of Active Members, sent 6 weeks before the meeting of this assembly.

### ***Article 15***

The Executive Committee may ask UIC for assistance.

The Chief Executive of UIC may request ERPC to carry out specific studies. For the funding of such studies specific agreements will be made between UIC and ERPC.

## **7. Revision**

### ***Article 16***

Any changes to these Internal Regulations will require a decision of the Executive Committee in keeping with Article 7. Changes will be ratified by the ERPC President.

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