

# THE | AUTONOMOUS

Rules of Procedure

## CONTENTS

1	Fundamentals .....	3
1.1	About The Autonomous.....	3
1.2	Principles.....	3
1.3	Changes in the Rules of Procedure .....	3
2	Governance.....	4
2.1	Membership.....	4
2.2	Member Categories.....	4
2.3	Working Group Member.....	5
2.4	Roles and Responsibilities.....	5
3	Working Group Officers .....	10
3.1	Officer overview.....	10
3.2	Election of officers .....	10
3.3	Responsibilities of Working Group Officers .....	11
4	Meetings .....	13
4.1	Meeting types .....	13
4.2	Occurrence and duration .....	13
4.3	Call for meetings.....	13
4.4	Meeting rundown .....	14
4.5	Meeting Minutes.....	14
4.6	Working Group Member Attendance.....	15
4.7	Meeting organizational cost .....	15
4.8	Travel expenses .....	15
5	Voting.....	16
5.1	Voting rights.....	16
5.2	Quorum.....	16
5.3	Approval of an Action .....	16
5.4	Example matters to be voted for:.....	17
5.5	Who votes .....	17
6	External protocol.....	18
7	Documentation and Storage .....	18

# 1 FUNDAMENTALS

## 1.1 About The Autonomous

The Autonomous is an open platform that aims at building an ecosystem of all actors involved in the development of safe autonomous mobility. Ecosystem partners range from car manufacturers, technology suppliers and regulatory authorities to disruptors, thought leaders, academia, and government institutions.

The goal of The Autonomous is to generate new knowledge and technological solutions tackling key safety challenges in the autonomous mobility domain. To achieve this, The Autonomous has put in place two strategic streams:

1. Event Stream – facilitates discussions and networking for leading executives and experts from the autonomous mobility ecosystem
2. Innovation Stream – facilitates cooperation across the industry to work on global reference solutions for safety challenges. These reference solutions conform to relevant standards and will facilitate the adoption of safe autonomous mobility on a global scale. As part of the Innovation Stream, The Autonomous launches and facilitates Working Groups in order to bring about the co-creation of recommended practices and concrete developments.

## 1.2 Principles

Participants in the working group are expected to behave professionally at all times. Participants shall demonstrate respect and courtesy towards officers and each other while allowing participants a fair and equal opportunity to contribute to the meeting.

## 1.3 Changes in the Rules of Procedure

- I. The Autonomous reserves the right to change/update the Rules of Procedure document at any time.
- II. The changes shall be made only to improve the work procedures of the Working Group and to correct mistakes in the current version.
- III. After changes are made, The Autonomous shall notify its Members.
- IV. Members will have 30 days to provide feedback on the changes to the Rules of Procedure.
- V. No response from Members will automatically mean that they accept the changes.

## 2 GOVERNANCE

### 2.1 Membership

A Member is an organization or an individual who dedicates themselves to being a part of The Autonomous by signing a The Autonomous Membership Agreement.

In addition, a Member may become a member of a particular Working Group (WG Member) by accepting in writing the The Autonomous IP Policy applicable to that specific Working Group.

Any organization can become a member of The Autonomous by complying with the above-mentioned points.

### 2.2. Member Categories

There are three different categories of Membership at The Autonomous. These are: Platinum Members, Gold Members, and Supporting Organizations.

	Platinum	Gold	Supporter	NGO, Academia, Research
<b>Who</b>	<ul style="list-style-type: none"> <li>Leading companies in automated driving with expertise in a given field</li> <li>High market power for implementation</li> </ul>	<ul style="list-style-type: none"> <li>Companies with expertise in a given field</li> <li>Companies seeking to contribute and influence in TA Working Stream</li> </ul>	<ul style="list-style-type: none"> <li>A company with limited Membership. Seeking to make use of TA know-how and stay updated</li> </ul>	<ul style="list-style-type: none"> <li>Not for Profit organizations and independent experts</li> </ul>
<b>What</b>	Influence on the strategy and the overall technical developments/innovations of TA Working Stream	Influence on the overall technical developments and innovations	An opportunity to stay up-to-date. Get latest know-how.	Influence on the overall technical developments and innovations
<b>Expert Advisory Board</b>	Yes	No	No	Upon invitation
<b>Working Groups</b>	Yes	Yes	No	Yes
<b>Annual Fee (€)*</b>	30K – 120K	25K – 90K	80K	Individual agreements
<b>Expert contribution</b>	30h/month + 10h/month (for EAB)	30h/month		30h/month
<b>Event Branding</b>	Premium	Advanced	Advanced	Basic

\*The Annual Fee is set based on company size / number of employees.

All fees are dedicated to sustaining The Autonomous initiative and covering all costs concerning the organization of Working Groups, facilitation of meetings and calls, as well as marketing and PR activities. The Autonomous provides insights on the use of the fees upon request and in the form of yearly financial reports.

## 2.3 Working Group Member

A Working Group Member (WG Member) is a (The Autonomous) Member that decides to join one of The Autonomous Working Groups by

- I. Signing the The Autonomous Membership Agreement;
- II. The IP Policy for that specific Working Group; and
- III. Taking part actively in the corresponding Working Group meetings and fulfilling their tasks, like report writing, research etc. (Platinum & Gold) or supporting the initiative and the Working Group financially (Supporter) as assigned by the Chairperson.

## 2.4 Roles and Responsibilities

Each WG Member has a certain role and responsibilities within The Autonomous Working Group. Here is an overview.

### 2.4.1 The Autonomous

The Autonomous is the Facilitator of the Working Groups. This means The Autonomous will cover all the organizational work.

- I. The Autonomous takes a neutral position in the succession of the Working Groups. The Autonomous Team does not favor any Member, but will stay true to its purpose, vision and mission and will support all Members to the same extent.
  
- II. Responsibility: Facilitation and Management
  - a. Manages types of Memberships and admission of Members
  - b. Coordinates units
  - c. Provides the legal framework for collaboration
  - d. Supports the Working Group Initiator in organizational and content questions
  - e. Facilitates meetings
  - f. Member-Management - answers questions and is a direct point of contact for feedback
  - g. Coordinates and ensures outcome in form of reports together with the Working Group Initiator and Chairperson
  - h. The Autonomous shall be the contact for the chairperson in case of issues
  - i. Provides a collaboration platform
  
- III. Responsibility: Strategy
  - a) Provide necessary funding to sustain the initiative
  - b) Lead and decide the overall strategy of The Autonomous
  - c) Ensure commitment on EAB & Working Group level
  
- IV. Responsibility: Public Relations
  - a) Manages PR to promote TA initiative on a global scale
  - b) Internal & external communications as well as overall communications strategy of TA initiative
  - c) Shares and aligns with Members' PR/Communications departments
  - d) Manages and maintains the website

### 2.4.2 The Working Group Initiator

- I. Each of The Autonomous Working Groups is initiated and led by an organization. This organization is referred to as a Working Group Initiator.
- II. Each Working Group Initiator shall be a Platinum Member.
- III. It implies that the Working Group Initiator shall be a part of the Expert Advisory Board.
- IV. A Working Group Initiator provides the Chairperson of a Working Group for the first cycle. The term of the officer is specified in Section 3.3.1.

### 2.4.3 The Expert Advisory Board (EAB)

- I. The Expert Advisory Board is a technical steering committee.
- II. It consists of experts representing Platinum Members of The Autonomous.
- III. In some cases, there can be an exception to point 2.3.3.II, where an expert from a non-platinum Member can join the EAB for the sake of his\her expertise in the field.
- IV. The EAB has the right to review, vote, and decide on the following topics:
  - a) Approving scope of each of the Working Groups, the objective and timeline
  - b) Review the Working Group reports
- V. In addition, the EAB gives its expertise, consults and is brought on board for necessary conflict resolution.
- VI. Responsibilities
  - a) Every Member with a spot on the EAB must appoint one delegate to take over the task
  - b) Approx. 10h/month effort
  - c) Approves Scope
  - d) Approves Objectives
  - e) Approves Milestones
  - f) Offers expertise to Working Group Initiators, consulting, conflict resolution
  - g) Reviews reports
  - h) Attends EAB Meetings // if the appointed delegate cannot attend the meeting, a replacement has to be sent, who has the power to vote, decide, review, etc. on behalf of the Member

### 2.4.4 Platinum Member

Platinum Members are companies that want to significantly impact the strategy and overall technical developments and innovations within the Working Group.

- I. A Platinum Member contributes to The Autonomous Working Group as follows
  - a) Financial contribution on an annual basis
  - b) Personal contribution throughout the runtime of a Working Group of about 0,2 FTE
  - c) Know-How and possibly IP
- II. A Platinum Member has one seat on the Expert Advisory Board and a minimum of one expert joining Working Group meetings. For more information about the Expert Advisory Board and its role, please go to Section 2.4.3.
- III. The Platinum Member benefits from the direct discussions, exchanges with other organizations and has the possibility to actively influence the output of the Working Group in the form of technical reports and reference solutions.
- IV. The Platinum Member gets access to the full internal version of reports gained from the Working Group.
- V. Responsibilities
  - a) Appoints 1 delegate
  - b) Dedicates approximately 0,2 FTE to each The Autonomous Working Group it joins
  - c) Attends Working Group meetings in person or virtual
  - d) Sends deputy if delegate is not able to
  - e) Fulfills tasks handed out by Working Group Initiator / Chairperson
  - f) Takes an active role in the innovation / development process

#### 2.4.5 Gold Member

Gold Members are companies with expertise in the field, or a part of the scope and want to actively contribute to achieving the given goal by participating in the discussion.

- I. A Gold Member contributes to the Working Group as follows
  - a) Financial contribution on an annual basis
  - b) Personal contribution throughout the runtime of a Working Group of about 0,2 FTE
  - c) Know-How and possibly IP
- II. A Gold Member has a minimum of one expert joining the Working Group Meetings.
- III. The Gold Member benefits from direct discussions, exchanges with other organizations and has the possibility to actively influence the output of the Working Group in the form of technical reports and reference solutions.
- IV. The Gold Member gets access to the full internal version of the reports gained from the Working Group.
- V. Responsibilities
  - a) Appoints 1 delegate
  - b) Dedicates approximately 0,2 FTE per The Autonomous Working Group it joins
  - c) Attends Working Group meetings in person or virtual
  - d) Sends deputy if the delegate is not able to
  - e) Fulfills tasks handed out by the Working Group Initiator / Chairperson



- f) Takes an active role in the innovation / development process

## 2.4.6 Supporter Members

Supporter Members are observers of a The Autonomous Working Group.

- I. A Supporter Member contributes financially to the Working Group and therefore enables its facilitation.

**Supporter Members get access to reports established by TA Working Groups. However, it could happen that the full version of the report is not shared with supporting partners. The extent of the shared information is approved by the EAB and The Autonomous depending on IP regulations and verification level of the given information. Supporters shall keep all the information from the received report confidential.**

## 2.4.7 Not for Profit Organizations

Not-for-Profit Organizations like NGOs, academia, and research partners can become Members.

**Based on individual agreements, financial contributions are discussed with not-for-profit organizations, e.g., the organization will cover the cost of attending in-person meetings.**

## 3 WORKING GROUP OFFICERS

### 3.1 Officer overview

3.1.1. Each working group shall have a Chairperson (Chair), Vice-Chair, and Secretary.

### 3.2 Election of officers

### 3.3 Initial Appointment

- I. When establishing a new Working Group, the Working Group officers are appointed by The Autonomous.

#### 3.3.1 Term

- I. Working Group officers serve for a cycle of one year or 12 months.

#### 3.3.2 Election

- I. After the end of the term of the initially appointed Working Group officers, new Working Group officers are elected.
- II. First, Working Group Members shall nominate Working Group officers (respectively, Chairperson, Co-Chair, Secretary).
  - a) A responsible for the election process should be assigned by Working Group Members. That responsible shall be part of the Working Group.
  - b) Call for nomination for Chairpersons shall be sent out to all The Autonomous Working Group Members.
  - c) The response period for nomination shall be at least 14 calendar days.
  - d) At the end of the response period, the assigned responsible for the election shall summarize the nominees and communicate them accordingly.
- III. As a second step, Working Group Members shall elect the Working Group officers
  - a) The election can be done by electronic ballot or a vote at a meeting
  - b) If the vote is conducted by electronic ballot, voting will conclude no sooner than after 14 calendar days.
  - c) If multiple candidates are nominated, the respective Working Group officer will be the candidate who attains a simple majority in vote.
  - d) If multiple candidates are tight after the vote, a runoff vote shall be made.

### 3.3.3 Replacement of officers

- I. A replacement of a Working Group officer will occur when the respective officer resigns or is no longer an employee of the Working Group Initiator or the Member company. In such case, the Working Group Members shall nominate a new Working Group Officer.
- II. The Working Group officer may be removed by approval of two-thirds of the Members of the Working Group. In case of removal for cause (e.g. sustained inactivity of Working Group officer), a different Working Group Member shall be entitled to nominate a new Working Group Officer.
- III. At any time, any Working Group Member can elevate concerns about the operation of the Working Group or the conduct of its Working Group officers to The Autonomous.

## 3.4 Responsibilities of Working Group Officers

### 3.4.1 Chairperson

The Chairperson shall:

- I. Lead the activity according to all the relevant Policies and Procedures.
- II. Ensure that all parties have an opportunity to express their views.
- III. The Chairperson shall not be biased toward one opinion or organization but make sure that the milestones and objectives are being reached.
- IV. Delegate necessary functions.
- V. Set goals and deadlines and adhere to them.
- VI. Seek consensus as a means of resolving issues.
- VII. Prioritize work to best serve the Working Group and its goals.
- VIII. Ensure compliance with The Autonomous Policies: IP policy and Compliance Guideline.
- IX. Call for meetings
  - a) Schedule and announce meetings in coordination with The Autonomous: 4 weeks in advance for virtual meetings and 6 weeks in advance for physical meetings
  - b) Distribute agendas at least 10 calendar days before a meeting
- X. Be responsible for managing and distributing Working Group documentation among Working Group Members.
- XI. Be responsible for holding and documenting review sessions on the contribution of Background IP and/or creation of Foreground IP and claims thereto, in accordance with the respective IP Policy of the Working Group.
- XII. Maintain lists of unresolved issues, action items, and assignments.
- XIII. Have published minutes of each meeting within 7 calendar days of the end of the meeting.

### 3.4.2 Co-chairperson

The Co-chairperson shall:

- I. Carry out the Chair's duties if the Chair is temporarily unable to do so or chooses to recuse himself or herself (i.e., to give a technical opinion).
- II. The Chairperson shall not be biased toward one opinion or organization but ensure that the milestones and objectives are being reached.

### 3.4.3 Secretary

The Secretary shall:

- I. Record participant attendance at each meeting.
- II. Record meeting minutes.
- III. Summarize meeting notes with the Chairperson or the Co-Chairperson and distribute within 7 calendar days of the end of the meeting.

## 4 MEETINGS

### 4.1 Meeting types

- I. Working Group Members can propose changes and introduce different types of meetings depending on the needs.
- II. Meetings can be organized as physical meetings or as virtual meetings.
- III. If circumstances allow it, the meetings shall take place in person.
- IV. Physical meetings are planned to take place in Vienna. Other locations may be proposed by the Working Group Members.
- V. There can be plenary and committee (channel) meetings. This chapter is relevant for plenary meetings only.

### 4.2 Occurrence and duration

- I. At least 10 meetings per year should take place.
- II. The Working Group Initiator is free to schedule additional meetings depending on the demand.
- III. The duration of the meetings is decided by the Chairperson, depending on the necessity and the agenda.
- IV. It is recommended that physical meetings take place for at least 2 days.
- V. It is recommended that virtual meetings are maximum half a day long for up to 3 days in a row.

### 4.3 Call for meetings

#### 4.3.1 Date

- I. The Chairperson or the Co-chairperson sends out invites for the meetings.
- II. The invites shall be sent 4 weeks in advance for virtual meetings and 6 weeks in advance for physical meetings.
- III. It is recommended that the Chairperson proposes the next Working Group meeting date before the end of each meeting.

#### 4.3.2 Agenda

- I. Working Group Members can propose agenda points until 10 days before the meeting, by sending an email to the Chairperson or the Co-chairperson.
- II. The Chairperson sends out the agenda 7 calendar days before the meeting.
- III. The Chairperson can change the agenda (content) on short notice if applicable. The Working Group Initiator must align the agenda with The Autonomous for organizational reasons.
- IV. If possible, the agenda shall state whether any topic will be brought up for voting.
- V. An example template for an agenda shall be given by The Autonomous.

### 4.3.3 Meeting rundown

- I. Antitrust and confidentiality
  - a. At the start of every meeting, Working Group Members must be reminded of The Autonomous rules on antitrust law and confidentiality.
  - b. If any WG Member does not agree with The Autonomous rules on antitrust law and confidentiality, he/she must leave the meeting immediately.
- II. Agenda updates
  - a. Any last-minute change of the agenda must be agreed by the majority of Working Group Members.
  - b. Changes of the agenda must be indicated in the meeting minutes.
- III. Go through approved agenda points.
- IV. As a part of each meeting, preferably at the end of each meeting, the Chairperson shall hold and document a review session on the contribution of Background IP and/or creation of Foreground IP and claims thereto, in accordance with the respective IP Policy of the Working Group.
- V. If possible, discuss future meetings.

## 4.4 Meeting Minutes

- I. The Autonomous Working Groups are required to produce minutes of their meetings.
- II. The meeting minutes shall be distributed/made available within one week after the adjournment of the meeting.
- III. The meeting minutes shall be distributed to/made available to all Working Group Members.
- IV. Recommended contents of minutes are as follows:
  - a. General information:
    - i. Date(s), Location(s), Chairperson, Vice Chairperson, Secretary, time of opening and adjournment
    - ii. List of all attendees
    - iii. Approved agenda (or approved changes to draft agenda)
    - iv. Approval of previous meeting minutes

b. Meeting summary:

- i. Summary of main discussion points
- ii. Summary of significant actions taken
- iii. Summary of escalations/topics requiring attention from The Autonomous or EAB
- iv. If any voting: what has been voted and what the voting results are
- v. List of action items and deadlines assigned to WG Members
- vi. List of any patent and/or other intellectual property assertions that participants have called out
- vii. If any contributed Background IP is claimed or if Foreground IP was created, it should be indicated in the meeting notes
- viii. Future meeting (to the extent known)

V. Example template for meeting minutes is provided by The Autonomous.

## 4.5 Working Group Member Attendance

- I. If an appointed expert cannot attend a Working Group meeting, a replacement shall be sent. If this is impossible, the WG Member needs to report to the Chairperson.
- II. There is no direct relation between a company attendance rate and the company's right to attend a meeting.
- III. An expert/company can lose voting rights as described in Section 5 for details.
- IV. If an issue concerning attendance arises (e.g., personal reasons, restructuring, etc.) the Chairperson and The Autonomous shall be informed.

## 4.6 Meeting organizational cost

All costs of the meetings are covered by the membership fees.

## 4.7 Travel expenses

Travel expenses (including costs of transportation, accommodation, etc.) must be covered by the WG Member. The Autonomous provides catering for the time of the meeting (and preferred hotel rates).

## 5 VOTING

### 5.1 Voting rights

- I. Obtaining and maintaining voting rights requires Working Group attendance.
- II. Voting rights are granted or maintained if the WG Member attends 2 of the last 4 Working Group Meetings. If a WG Member does not attend at least 2 of the last 4 meetings, they will lose their voting right for the forthcoming Working Group Meeting.
- III. If a WG Member loses its voting rights, it is still allowed to participate in all activities of the Working Group except voting.
- IV. Each WG Member has the right to 1 vote. Every vote counts the same.
- V. Voting rights are achieved on a per Working Group Level. To get voting rights for another Working Group, WG members should reach the required attendance.

### 5.2 Quorum

- VI. The Chair must announce the presence of a quorum presence of a quorum at the beginning of each meeting.
- VII. A quorum is reached when 50% of Working Group Members with voting rights status are attending.

### 5.3 Approval of an Action

- I. Any action to be voted, requires a quorum
- II. Approval of an action requires approval by a majority vote.
- III. Exception: Approval of an action concerning the scope of the Working Group. Such action requires approval by a supermajority (two-thirds)
- IV. If a quorum is not reached:
  - a. At the discretion of the Chairperson, a vote may be held via email (or appropriate tool).
  - b. An email containing the specific wording of the motion shall be sent to all WG Member companies.
  - c. The email should identify those companies with voting privileges.
  - d. The email shall identify the maximum period of time for a vote. After which, the action is carried by a simple majority of those having responded. The maximum period of time shall be one week.
  - e. The Chairperson compiles and reports the results of the email vote in the meeting minutes of the next meeting. After the votes have been cast, the results should be sent to the WG Member companies via email.
  - f. Receipt of each email vote cast shall be positively confirmed via email in a timely fashion.



- g. All voting is recorded and reported. Every WG Member can add a statement to the report in order to argue their decision, if wanted.
- h. In cases where a decision cannot be taken in a “binary” way, the chairperson can decide on other ways to collect feedback from Working Group Members and conclude on a joint decision.

## 5.4 Example matters to be voted for:

- I. Adoption of Working Group procedures.
- II. Formation of a subgroup, including its procedures, scope, and duties.
- III. Changes in the scope.

## 5.5 Who votes

- I. Working Group Experts on day-to-day Working Group matters.
- II. Expert advisory board.
  - a. The EAB does not vote on daily business.
  - b. The EAB reviews reports, and provides expertise when needed without voting needed.
  - c. The Chairperson brings actions to be voted to the EAB, only when necessary (e.g., to resolve conflicts). In this case, a supermajority (two thirds) needs to be achieved.
  - d. If an EAB Member does not get back with their opinion in time (set by Chairperson), the matter is automatically approved by that Member.

## 6 EXTERNAL PROTOCOL

Each Working Group Chairperson shall periodically provide the status of the group to The Autonomous and the EAB.

- I. The status should be summarized in a report.
- II. The report shall include at least the following:
  - a. A current Membership list.
  - b. Changes in the Working Group scope.
  - c. Future plans and delivery schedule.
  - d. The report template shall be defined by The Autonomous.
  - e. The Chairperson can add additional topics if he/she considers them relevant for communication to the EAB.

## 7 DOCUMENTATION AND STORAGE

- I. The Autonomous shall provide a safe and secure data space for storing all working group documents.
- II. The data storage place shall be accessible for all Working Group Members.
- III. All specifications and documents (e.g., meeting minutes, agenda, external protocols, technical documents) shall follow the standard format The Autonomous defines.