

Terms of Reference of the European Diamond Capacity Hub (EDCH)

Preamble

Whereas the **European Diamond Capacity Hub (EDCH)** was formally established on 1 January 2025 as a collective of organisations committed to supporting the development of Diamond Open Access (Diamond OA) scholarly publishing in the European Research Area (ERA);

Recognising the shared ambition to develop a high-quality, distributed, and sustainable infrastructure designed to serve an equitable model of scholarly publishing, led by the academic community, and free of publication charges for both authors and readers;

Acknowledging that the foundation of the EDCH is rooted in the principles set forth in the [Action Plan for Diamond Open Access](#), and draws inspiration from the proposals articulated in the discussion paper [Towards a Federated Global Community of Diamond Open Access](#);

The present **Terms of Reference** are hereby adopted to define the governance, structure, membership, and operational principles of the EDCH, and to ensure the transparent and coordinated implementation of its objectives.

1. Purpose

The EDCH aims to build and sustain capacity for Diamond OA across the European Research Area. The initiative fosters collaboration, resource-sharing, and joint strategic planning among stakeholders, focusing on Diamond OA infrastructures and practices.

2. Hosting and Legal Framework

The EDCH is hosted by a legal entity under the terms set forth in a separate Programme Incubator Memorandum of Understanding (MoU). As an unincorporated initiative, the EDCH does not possess a distinct legal personality and is legally represented by that legal entity. The MoU defines the legal entity's fiduciary responsibilities, the cost recovery model, and the administrative activities provided.

3. Membership of the European Diamond Capacity Hub (EDCH)

3.1 Membership conditions

Membership of the EDCH is limited to public or not-for-profit entities – such as charities, foundations, associations, research funding organisations (RFOs), research performing organisations (RPOs), ministries, universities, libraries and the like – whose statutory purpose includes the funding and/or performance of research and scholarly activities. It also extends to other organisations in the Registry that are actively involved in Diamond OA publishing or providing services for Diamond OA publishing, and that are either located in – or have a parent organisation located in – a country that is part of the European Research Area (ERA) or an observer to the European Research Area and Innovation Committee (ERAC), or are associated with the European Research Framework Programme. These include National Capacity Centres for Diamond OA, advocacy organisations promoting Diamond OA, as well as Diamond OA Publishers and Service and Technology Providers (hereinafter collectively referred to as “Diamond Publishing, Service, and Technology Providers”), that are enrolled in the EDCH Registry.

3.2. Procedure for Admission of Members

The procedure for admission of members depends on the role that organisations wish to play in the EDCH. These roles and their attendant conditions for admission are described below.

3.3 Rights, obligations, and roles

3.3.1. All Members of the EDCH commit to abide by these Terms of Reference. Membership in the EDCH implies a commitment to active cooperation and coordination with other members in the pursuit of its goals.

3.3.2. Members may contribute to the EDCH via the following roles and their attendant conditions:

- **Financial Contributors** are members who commit to making a significant financial contribution to the EDCH, specified in Annex 6. They may allocate a portion of this contribution to a specific Task Force, subject to conditions to be defined by the Steering Committee. Financial Contributors have the right to be represented in the EDCH Steering Committee. The role of the Steering Committee is specified in §4.4.2.
- **In-kind Contributors** are members who undertake to assume multi-annual responsibility for at least one Service or Tool, part of or candidate to the EDCH catalogue of Services or at least one Task Force, as approved by the Steering Committee. Among In-kind Contributors, only Task Force Leaders shall be represented on the EDCH Executive Committee. The role of the Executive Committee is specified in §4.5.2.

- **Registered Organisations** are organisations enrolled in the EDCH Registry. They have the right to participate in the EDCH Assembly, contributing through dialogue, consultation, and shared practice. The role of the Assembly is specified in §4.1.2.

3.3.3 Organisations seeking to join the EDCH as either Financial or In-kind Contributors shall:

- Fulfil the relevant eligibility criteria and commitment requirements as set out under Articles 3.1, 3.3.1 and 3.3.2;
- Initiate contact with at least one of the Co-Coordination (see §4.6) of the EDCH to express their interest in joining, and provide any requested information regarding their capacities, operations, activities, and foreseen contribution to the EDCH;
- Await formal decision by the Steering Committee, which may take up to six months;
- In case of rejection, an appeal may be lodged with the Steering Committee within two months;
- Upon approval, coordinate with the EDCH Coordination Team to publicly announce their accession and reaffirm their commitment to coordinated collaboration with existing EDCH members in advancing the implementation of Diamond OA;
- Designate an official representative to serve on either the Steering Committee (for Financial Contributors) or the Executive Committee (for Task Force Leaders), as applicable.

3.3.4. Organisations may simultaneously assume the roles of both Financial and In-kind Contributor, provided they make both financial and in-kind contributions to the EDCH. In such cases, they have the right to hold seats on both the Steering Committee and the Executive Committee under the conditions defined in §3.3.2.

4. Governance and Organisational Structure

4.1 EDCH Assembly

4.1.1 Composition

The EDCH Assembly shall be composed of Registered Organisations, and includes Diamond Publishing, Service, and Technology Providers that are registered in the EDCH Registry.

4.1.2 Role

The EDCH Assembly shall act as a consultative body and shall be regularly consulted by the Executive Committee on initiatives relevant to Diamond OA. The EDCH Assembly shall also be informed of all key activities of the EDCH at least on an annual basis.

4.1.3. Representation

The EDCH Assembly shall elect **two Co-Chairs** from among its members, both of whom shall serve as members of the Steering Committee for a period of three years, renewable once.

The initial period of one of the co-chairs shall be of 2 years, to ensure continuity of governance.

4.1.4 Procedure:

The EDCH Assembly meets at least twice a year. The agenda is prepared by the Co-Chairs in consultation with the Coordination Team (see §4.7), and shall be shared with members at least two weeks before the date of the meeting. When a Co-Chair position is vacated, an election is organised at the next Assembly meeting. Candidates should announce their intention to stand for election by sending a letter of intent to the EDCH Assembly members at least one month before the meeting.

4.1.5. Resignation

Co-chairs can resign by notifying a member of the Steering Committee and the (Co-)Coordinators of their intention to step down, allowing the Coordination Team to inform the Assembly and ask them to elect a new Co-Chair from among its members.

4.1.6. Voting procedure

Each member of the EDCH Assembly holds one vote. Decisions are taken by a simple majority of the EDCH Assembly members participating. Voting will take place electronically and can be asynchronous over a period of time, defined in the voting request. Voting points shall be clearly identified on the agenda of the meeting, and should be submitted at least one month prior to the meeting.

4.2. National Capacity Centres (NCCs)

4.2.1. Definition and role

National Capacity Centres are national or regional support structures – represented by an organisation or a legal entity that is registered in the EDCH Registry – that help coordinate and strengthen Diamond OA, translating and adapting the EDCH resources to the local context, and aligning national or regional Diamond Publishing, Service, and Technology Providers. NCCs must be inclusive and representative of the national or regional Diamond OA communities. NCCs commit to collaborating with other NCCs in the ERA to coordinate and align Diamond OA operations under the guidance of the EDCH. NCCs will endeavour to make a financial contribution to the EDCH as a function of their financial capacities to do so.

4.2.2. Representation

National Capacity Centres are Members of the NCC Network. The NCC Network operates autonomously and can set its own rules. The NCC Network shall elect a representative who shall serve as a member of the Steering Committee for a period of three years, renewable once.

4.2.3. Procedure

Each NCC has the right to organise itself in function of the national/ regional context and

configuration of Diamond OA. Prospective NCCs initiate contact with the EDCH Coordination team to express their interest in establishing an NCC, and provide any requested information regarding their capacities, operations, activities, and foreseen contribution. NCCs are accredited by the Executive Committee. In case of rejection, an appeal may be lodged with the Steering Committee within two months.

4.3. Institutional Capacity Centres (ICCs)

4.3.1. Definition and role

Institutional Capacity Centres (ICCs) are organisations that coordinate and strengthen Diamond OA at the institutional level. ICCs include either public organisations or private not-for-profit organisations in the EDCH Registry. ICCs commit to collaborating with other ICCs at the national and international level to coordinate and align Diamond OA operations under the guidance of the EDCH. ICCs make a financial contribution to the EDCH as specified in §9 below.

4.3.2. Representation

Institutional Capacity Centres are Members of the ICC Network. The ICC Network operates autonomously and can set its own rules. The NCC Network shall elect a representative who shall serve as a member of the Steering Committee for a period of three years, renewable once. An institution that is an NCC cannot be elected to represent the ICC network.

4.4 EDCH Steering Committee

4.4.1 Composition:

The EDCH Steering Committee is composed by the following:

- The Chair of the Steering Committee;
- The (Co-)Coordinator(s) of the EDCH (*ex officio*, non-voting);
- One representative of each Financial Contributor;
- One representative of the NCC Network;
- One representative of the ICC Network;
- One representative of the legal entity hosting the EDCH (*ex officio*, non-voting);
- The two Co-Chairs of the EDCH Assembly (sharing one vote);
- One or more Observers invited by the Steering Committee, appointed by consensus of the Steering Committee members.

The current composition of the EDCH Steering Committee is described in Annex 1. The representatives sitting on the Steering Committee shall appoint a Chair. They may do so by scouting a suitable candidate or by announcing an open call for candidates. The Chair is appointed for a three-year term, renewable once. In case of vacancy of the Chair, the Co-Coordinator(s) **and/or** the representative of the legal entity hosting the EDCH shall serve as interim Chair(s) of the Steering Committee. The procedure to fill the vacancy shall be the same as the initial one, and shall be executed with appropriate diligence.

4.4.2 Role:

The Steering Committee shall be the primary governance body of the EDCH and is responsible for:

- Providing strategic direction and oversight;
- Approving the multi-annual strategic plan;
- Approving annual work plans and budgets proposed by the Executive Committee;
- Endorsing all out-of-budget expenditures exceeding EUR 5,000.
- Approving new Financial Contributor organisations membership requests
- Ensuring compliance with the Programme Incubator MoU and funder requirements;
- Approving any amendment to these Terms of Reference;
- Appointing the (Co-)Coordinator(s);
- Serve as a court of appeal for NCCs who appeal a decision by the Executive Committee;
- Promoting the EDCH, searching for new Financial Contributor organisations, and securing support for the initiative.

4.4.3 Procedure:

The Steering Committee shall meet quarterly. Meetings can be held remotely using digital tools. The agenda is defined by the Chair in consultation with the Co-Coordinator(s), and circulated at least two weeks before the meeting. Quorum requires the presence of a majority of its voting members. Decisions shall be adopted by consensus where possible; otherwise, by a two-thirds majority of those present. Decisions may also be taken without a meeting via email or a poll. Observers shall not have voting rights. In the event of a tie, the Chair shall have the casting vote in the greater interest of the EDCH. The Committee may adopt additional procedural rules as necessary.

4.5 EDCH Executive Committee

4.5.1 Composition:

The EDCH Executive Committee is composed by the following:

- The Coordination Team
- The Task Force Leaders;

The current composition of the Executive Committee is described in Annex 2. The Chair of the Executive Committee is the Executive Manager or their representative. They may invite additional individuals, including members of Task Forces not formally part of the Executive Committee, to participate in meetings in an expert or observer capacity.

4.5.2 Role:

The Executive Committee shall be responsible for the coordination, implementation, and execution of the EDCH strategy and associated time plans. It shall:

- Prepare annual workplan and budget to be approved by the Steering Committee;
- Represent the EDCH in external communications;
- Liaise with relevant stakeholders and organisations;
- Develop, align, and curate the services offered by the EDCH;
- Approve the establishment of new Task Forces
- Approve new NCC membership requests;
- Approve new members of the Executive Committee;
- Approve spending commitments arising from calls for tender and oversee contract execution in line with the approved budget and strategy;
- Maintain regular communication with the legal entity hosting the EDCH.

Members of the Executive Committee shall provide expert input to all proposals and matters submitted by the Steering Committee.

4.5.3 Procedure:

Decisions shall be taken by consensus where possible. Otherwise, the Executive Committee shall make decisions by a majority vote of its voting members. Voting members include Task Force Leaders, the Chair and the (Co-)Coordinators who share a single vote. Experts and Observers shall not have voting rights. In the event of a tie, the Chair shall have the casting vote. The Committee may adopt additional procedural rules as necessary.

4.6 EDCH (Co-)coordinators

The coordination of the EDCH will be assured via the dual leadership model. The (Co-)coordinator(s) of the EDCH shall:

- Lead the EDCH Coordination Team;
- Sit on the Steering Committee *ex officio*
- Provide strategic input to the Steering Committee;
- Act as principal spokesperson(s) of the EDCH;
- Liaise with the Diamond Capacity Centres, the Diamond OA Global Alliance, and other stakeholder groups;
- Actively promote the EDCH and Diamond OA with the aim of attracting new Financial Contributors;
- Oversee, together with the EDCH Executive Manager, the implementation of the Coordination Team's work plan.

The (Co-)coordinator(s) are appointed for a renewable three-year term. The appointment process may be delegated to a search or nomination committee appointed by the Chair of the EDCH Steering Committee.

4.7 EDCH Coordination Team

The EDCH Coordination Team is set up to support the EDCH Steering Committee, the EDCH Executive Committee, the EDCH Assembly, and the Task Forces. It is led by the EDCH (Co-)coordinator(s) and by the EDCH Executive Manager. Its composition and the role description of its members are defined in Annex 3. Its main responsibilities are to:

- Implement joint programmes and projects of the EDCH;
- Oversee resource allocation spending in accordance with the strategic direction and work plan approved by the Steering Committee, and in accordance with the rules and procedures of the legal entity hosting the EDCH;
- Liaise with the legal entity hosting the EDCH;
- Define operational goals, areas of capacity building, and consult with the EDCH Executive Committee, the EDCH Steering Committee, the EDCH Assembly, and the Task Forces to ensure alignment and implementation of activities;
- Support the long-term planning and development of the EDCH infrastructure;
- Monitor and report on the functioning of the EDCH infrastructure and services;
- Take the lead in all communication of EDCH policies;
- Design and implement the communication, outreach and engagement strategy of the EDCH;
- Manage the EDCH community, including the Registry & Forum and the NCC and ICC Networks.

5. Task Forces

Task Forces (TF) may be established by the Executive Committee to address specific areas. Each TF shall operate under a written mandate (terms of reference) approved by the Executive Committee and report regularly on its activities to the Executive Committee and the Coordination Team.

6. Withdrawal and suspension from EDCH

6.1 Withdrawal

An organisation intending to withdraw from the EDCH as a Financial or In-kind Contributor shall:

1. Notify the Chair of the Steering Committee and the (Co-)Coordinators of their intention to terminate their membership with a notification period of at least six (6) months, allowing the Coordination Team to evaluate implications, discuss measures, and advise the Steering Committee before the consultation meeting mentioned below;
2. Within one (1) month of receipt of such notification, a designated member of the Steering Committee shall contact the organisation to schedule a consultation

meeting to determine the effective date of withdrawal and to agree appropriate communication measures;

3. To allow sufficient time for the preparation of official communications and the updating of public-facing information (e.g., websites, directories), observe a minimum notice period of eight (8) weeks between initial notification and the issuance of any public statement concerning the withdrawal;
4. Fulfil in full any outstanding in-kind commitment, as applicable, before the official withdrawal date.
5. Financial contributors shall notify the Chair of the Steering Committee and the (Co-)Coordinators of their intention to terminate their membership before June 30 of the current fiscal year.
6. An organisation intending to withdraw from the EDCH as Community member shall inform the Community Manager and adhere to point 3 of the procedure outlined above.

6.2. Suspension

If a Financial Contributor is unable to provide funding for an approved annual budget, and the situation cannot be resolved within 4 months after the due date, the Steering Committee representative of that partner **shall relinquish voting rights** for the duration of the budget year and **shall be suspended** from participating in the Steering Committee.

If an In-kind Contributor is unable to provide the agreed in-kind contribution to Services or Task Forces, the Executive Committee representative(s) of that partner **shall relinquish voting rights** for the duration of the budget year and **shall be suspended** from participating in the Executive Committee.

As soon as the Financial or In-kind Contributors are able to fulfill their financial or in-kind obligations their rights shall immediately be reinstated.

6.3. Exclusion

If a Financial Contributor is unable to provide funding for **two consecutive fiscal years**, they shall be removed from the EDCH Steering Committee.

If an In-kind Contributor is unable to provide the in-kind contribution for **two consecutive fiscal years**, they shall be removed from the EDCH Executive Committee.

If a Community Member is no longer listed in the Registry for any reason, they shall be excluded from the EDCH Assembly.

7. Amendments

These Terms of Reference may be amended by decision of the Steering Committee. Amendments must be compatible with the provisions of the Programme Incubator Memorandum of Understanding (MoU) with the legal entity hosting the EDCH. An Equality,

Diversity, Inclusion, and Belonging (EDIB) policy for the EDCH is in place. A more comprehensive update to that policy is currently being prepared and will be incorporated by amendments.