



Internal Regulations of the European Economic Interest Grouping for Mediterranean Rail Freight Corridor

1.0



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Legenda

- **New additions**
- **Parts already approved by previous General Assemblies**
- **Amendments approved by 23rd General Assembly**

1 Object

The EEIG Internal Regulations complement the Statute of the European Economic Interest Grouping for the Mediterranean Rail Freight Corridor (hereinafter "the EEIG") signed by the members on the 11th of October 2018 and enclosed hereby and detail the organization and the functioning of the EEIG.

In particular, focus is given to the following topics:

- Organization and Governance of the EEIG;
- Operating Procedures of the EEIG;

In the event of conflict between the Statute and the present document, the Statute will prevail.

2 Organization and Governance of the EEIG

The EEIG has its registered Office in Milan (Italy), via Ernesto Breda 28. Its organizational structure consists of the following:

- General Assembly;
- Managers of the EEIG;
- Permanent Management Office;
- Coordination Group;
- Working Groups;
- Any other permanent or temporary body established by the General Assembly in compliance with the Statute.

3 Operating Procedures of the EEIG

3.1 - Cash Management Procedure

The management of the EEIG cash is under the responsibility and control of the Managing Director. The management of cash is done through the rechargeable Corporate Credit Card issued for the exclusive use of the Managing Director on behalf of the EEIG. The EEIG card is recharged via bank transfer with the joint signature of the Managing Director and at least one other of the two other Managers of the EEIG. The EEIG Credit Card is recharged when necessary for effective cash management with single bank transfer not exceeding € 1.000. In order to limit the risk of damage resulting from theft and loss, the EEIG Credit Card may be loaded to a maximum amount of € 2,000.

The use of cash is limited to the following cases:

Reimbursement of costs paid by the EEIG staff when they are out of the office on behalf of the EEIG under authorization of the Managing Director (hotel related expenses, train tickets, air tickets, bus/metro tickets, taxi, restaurants, bars etc.);

Expenditures (administrative / EEIG staff) of limited amount according to the list included in the following page;

Payments of bulletins related to EEIG activities (E.G.: bulletin to be paid to the anticorruption authority according to the traceability law in force).

Cash payments can be made through direct payment with the EEIG Credit Card, cash withdrawn at any ATM with the EEIG Credit Card, cash anticipated by the EEIG Staff and cash expenses anticipated with EEIG Staff personal Credit card. The maximum limit for each expense with cash is 1.000 €. All expenses must always be pre - approved by the Managing Director. Refunds (with the limitations provided by all the applicable EEIG procedures) of expenditures made by EEIG staff may be authorized by the Managing Director only after presentation of a receipt or invoice. All cash disbursements must be recorded on the "first note" register where all individual outputs (via credit card or cash) listed and consecutively numbered are registered. The outputs relating to the EEIG travel reimbursements shall be registered on the form Note Expenditure to be signed by the applicant and countersigned by the Managing Director who authorizes like this the reimbursement with the limits described in line with the Procedure RFC6-3-business travel/trip;

The EEIG Cash, when available, is stored in the following ways:

In the safe of the EEIG managed by the Office Assistant;

Through direct management by the Managing Director;

Combination of the two previous points;

Regardless of the availability of cash, (safe, cash, credit card available at the disposal of the Managing Director), if necessary (e.g. Insufficient amount of cash, safe not available etc.), the Managing Director may anticipate cash account of expenses within the limits described in this procedure in the manner it deems appropriate and subsequently make a refund on presentation of invoice. It is implied the principle that all cash disbursements must be supported by receipts and / or invoices for expenses made exclusively for the activities and interests of the EEIG all previously approved by the Managing Director.

The items that can be purchased through this procedure are only the ones of minimum value (less than 1.000 €) that according to the "Determinazione n. 4" of the 7th of July 2011 of the Anti-corruption Authority, are excluded from the financial traceability therefore are not considered "public procurement" but "purchasing items" are listed below (as non-exhaustive list):

- Taxi;
- Bus, metro ticket;

- Car fuel;
- Car rent;
- Bar/café;
- Restaurants;
- Hotels;
- Catering;
- Beverages;
- Internet and phone subscriptions;
- Office furniture and accessories;
- Office stationery;
- Antivirus computer protection;
- computer app Word/Office;
- Printers;
- Printer spare parts/toners etc;
- PC and accessories;
- Cell phones;
- Rubber stamps and plates;
- Posters and frames;
- Technical journals/magazines;
- Renting of meeting room;
- Office fire extinguishers;
- First aid box;
- Computer assistance;
- Printer assistance;
- Internet and phone assistance;
- Courier;
- Mailbox;
- Stamps;
- Typography;
- Graphic designer;
- Recruitment agencies;
- Translator;
- All other office related items of limited amount;

3.2 - Purchasing Procedure Public procurement procedure (under 40.000 €)

The EEIG makes purchases according to the limits and procedures laid down in the Code of Public Procurements, applicable to special sectors (rail) (Decreto legislativo n. 50 – 18th April 2016).

According to the Code of Public Procurement (art. 36. Co. 8), the Companies that are operating in the "Special Sector fields" (like the EEIG) have to define internal procedures to discipline public procurement activity under the EU threshold currently 443.000 € (Before 418.000 €). This procedure is providing the discipline for the part related to public procurement for amounts below € 40,000 and above 1.000 €.

The EEIG can provide direct award without formal call for tender if there is the consultation of at least three offers (if available on the market) and an assessment "best value for money" with the assessment procedure to be agreed every time with the involved EEIG working groups, is made. For amounts less than € 1,000 the EEIG may assign direct award.

When the cumulative sum of subsequent contracts with the same provider for the same service exceeds the amount of 40.000 €, a new provider should be selected by collecting at least three offers (if the amount of the new contract is between 1.000 € and 40.000 €), unless there are some specific reasons related to the exclusive interest of the EEIG to keep cooperating with the same provider. In this case the EEIG has to provide a formal justification and get the approval of the GA to be recorded in an official minute. (ex. Provider who earned a specific experience in the field of the EEIG activities and the support provided is deemed essential).

For no reasons the above-mentioned cumulative sum can exceed the European threshold.

In case of expenses, even over 40.000 € but below the EU threshold, relating to direct adherence to international standards sector organizations or sector IT tools, for which no alternative evaluation is applicable, it is possible for the EEIG to join without a bid and without requesting other offers.

In these cases, the EEIG has to provide a formal evidence of the case and get the approval of the General Assembly.

The payments also for these contracts will be in any case accompanied with legal traceability: CIG (Codice Informativo Gara - Tender Information Code) and CUP (Codice Unico di Progetto – Project Identification Code) are needed.

The payments for purchases over € 1.000 cannot be made in accordance with the procedure 3.1-Cash management.

The payments for purchases over € 1.000 must always be accompanied with legal traceability: CIG (Codice Informativo Gara - Tender Information Code) and CUP (Codice Unico di Progetto – Project Identification Code) obtained from the binding information systems of ANAC (anti-corruption authority) and CIPE (inter-ministerial committee for economic planning). Payments related to the EEIG employees' salaries, cash management and the EEIG Office renting for locals located in via Ernesto Breda, 28 in Milan (or lump sum expenditure for electricity, water, cleaning etc. assimilated as part of the rental fee) do not require the application of traceability procedures defined by ANAC (CIG and CUP). For payments of amounts less than € 1,000 it is possible to proceed with cash according to the 3.1-Cash Management process although it is advisable (where possible and not compulsory for the items listed in the 3.1-Cash Management process) to make bank transfer with CIG and CUP codes. No type of contract (for any amount) may be entrusted to companies where the owners / managers / executives / managers / or anyone with an operational responsibility has a kinship to the second degree with the managers / members of the GA / employees of the EEIG. The Responsibility for reporting to the Managing Director, the existence of any such bond of kinship, lies with the involved person. It is expressly forbidden to all the personnel of the PMO of

the EEIG to accept gifts, services that do not fall within the category of the merchandising (e.g., pens with logos, corporate calendars etc.).

In accordance with the Italian Procurement Code, service contracts can be signed provided that prior good repute verification of the provider is made according to the attached assessment form. Exceptions apply for purchases made according to the Procedure 3.1-Cash Management.

3.3 - Business travel/trip Procedure of the EEIG staff (PMO)

All EEIG Staff trips (related to EEIG activities) must be approved by the Managing Director.

In order to limit, as much as possible, the use of cash for the organization of trips, the EEIG, relies on travel agencies that are identified according to combined criteria of efficiency, proximity to the EEIG Office, cost and possibility of organizing travel packages in a way that limits in time the operations required for the payment. (Monthly payment of a series of trips and prepaid expenses and travel costs anticipated by the agency without additional expenses). A framework agreement with the agency has to be defined.

The trip expenses are subject to the following limitations:

- Hotel (breakfast included); € 150;
- Hotel (breakfast excluded); € 135;
- Air travel: low cost airlines (when available);
- Train: second class unless not available;
- Lunch / Dinner (with a maximum of four received / receipts / invoices per day) spending up to € 50 / day/per person if breakfast is not included in the hotel bill and 45 € if breakfast included in the hotel bill.
- Guests can be invited to the dinner after pre-approval of the MD. The names of the guests have to be written down on the invoice and the maximum amount to be paid for all the guests is 250 €.
- The use of the Taxi is prohibited from 8:00 to 20:00, except for the following cases:
 - Evidence of the absence of alternative means of transport;
 - Urgency due to delayed flights, trains, strikes or tight schedules that have been decided with the aim of saving money (e.g. later flight to save costs) etc.
 - Heavy baggage for EEIG activities;
- The maximum reimbursable cost of the taxi is 50 € per trip/per person except for the following cases (subject to specific prior authorization of the Managing Director):
 - Transportation to Malpensa Airport associated to low cost flights departing before 8:00 am;
 - Transportation from Malpensa Airport associated to low cost flights arriving after 22:00;
 - In these cases, the maximum reimbursable cost is € 90 per trip/per person;
- The private car is allowed only after authorization of the Managing Director. The calculation of the reimbursement is done according to ACI table where the costs per kilometer is provided depending on the model of the used car.

In parallel to the storage of all the account records relating to the expenses, all the evidences of the EEIG staff participation to the specific event for which the trip is planned (calendar / letter of invitation and attendance list / minute) has to be filed and kept.

3.4 - Office Discipline Procedure

The office opening hours are:

9:00 h to 18:00 h. (1 hour lunch time between 12:30-14:30);

All the EEIG Employees must respect this timetable; the entry times for the staff with managerial functions has the following flexible range: 9:00-9:30; In case of delay, all employees / managers of the EEIG must immediately notify it to the Managing Director. The holidays of the EEIG staff shall be agreed with the Managing Director and, once defined, it shall be formally notified to the Managing Director and in case of seconded employee/manager also to the seconding company by e-mail.

The employees / seconded employees/managers shall take the utmost care of the assets and equipment entrusted to them (fixed phones, PCs, mobile phones etc.). The use of equipment is linked exclusively to the working activities of the EEIG. Upon delivery of the Computer and / or phone number the employees / seconded employees/managers shall sign a receipt of delivery with explicit acceptance of the conditions of use in line with the present procedure. In case of breakage / theft of the devices not attributable to negligence and / or willful misconduct, the device can be reinstated / repair under approval of the Managing Director. The phones / mobile systems / PCs are intended to be used for business purposes. However, the EEIG is aware of the need for limited and occasional use for personal communication systems, such as email, Internet and telephone they do not entail additional costs for the same EEIG and in line with all the applicable laws.

If the EEIG is involved in a court case or an investigation, it is possible that communications should be handed over to third parties. Communications may also be retrieved after they have been deleted. Before forwarding a message by clicking "Send", in any case it is good to carefully think about its contents. The following e-mail contents/web sites/download/upload/etc. are in any case forbidden: content or inappropriate information that could be offensive, insulting, derogatory or harassing to another person, such as sexually explicit messages, distasteful jokes or slurs ethnic or racial background. It is forbidden to forward internal communications or confidential material outside unless it is not provided in the exercise of the business function of the involved employee/seconed employee/manager. Intellectual property laws shall always be respected. It is forbidden to download, duplicate or redistribute copyrighted material, including music, movies, images or software. These activities are only legally permitted in the exercise of the business functions. And it is forbidden to disclose user IDs, passwords and authentication devices. It is important to pay attention to the opening of the file attachments to e-mail messages, especially those not related to business matters or not coming from known source. Special attention has to be paid to requests coming from external sources either via email or telephone regarding financial information of the company.

3.5 - Workplace Safety Procedure

Ref. CFR EEIG DVR for the Mediterranean Rail Freight Corridor

3.6 - Privacy Procedure

Ref. Documentation Policy

3.7 - Protocol / Archive Procedure

All incoming paper documents must be registered, recorded in a special register protocol and archived. Incoming e-mail of particular administrative / operational importance can be printed, logged, recorded and archived according to the decision of the Managing Director. All outgoing documents must be registered, recorded in a register outgoing protocol. Outgoing e-mail of particular administrative / operational importance can be printed, logged, recorded and archived according to the decision of the Managing Director. Paper copies of all Minutes and Attendance lists approved and signed by the competent people of the following meetings:

- General Assembly meetings;
- Meetings of working groups;
- TAG Meeting / RAG;

must be kept in the EEIG Archive.

Original copies of the signed contracts with suppliers and where required copies of the donations collected and evaluations for the selection bidders (when applicable) must be appropriately stored. Original copy of employment and secondment contracts of the entire PMO staff of the EEIG are kept under the supervision of the Managing Director. Printed copy of statutes, internal regulations, and all the statutory documents are appropriately stored.

3.8 - Selection Procedure EEIG staff

The decision of the General Assembly is needed:

- a. to renew the contract of an EEIG staff;
- b. to start the search and the selection process of personnel. In case of need of recruitment, the EEIG can proceed with the search and selection of personnel through the following steps:
 - Identification of the professional profile;
 - Drafting of the Job description (including salary, applicable type of contract, period of employment and trial period);
 - Identification of ways and means of dissemination of (apart from EEIG website) to ensure the widest possible dissemination;
 - Identification of the deadline and a collection point for the receipt of candidatures (by hand, mail and e-mail);
 - Identification of possible call for candidates extensions to extend the number of candidates if necessary;
 - Identification of the assessment team;
 - Analysis of CVs;
 - Identification of the list of candidates who meet the formal requirements;
 - Organization of interviews;
 - Registration of the minutes of the evaluations with signatures of all the members of the assessment team;
 - Identification of the short list;
 - Candidate Selection;
 - Registration of the minutes of the final selection decision signed by all the members of the Examining Board;
 - The approval on the chosen candidate is the responsibility of the General Assembly.

The employment of people, who has relationships of kinship to the second degree with EEIG managers, employees, seconded employees, General Assembly members, and anybody working on behalf and for the EEIG is prohibited. Although not specifically described in this procedure, the

hiring of people who can bear a conflict of interest with any of the above mentioned actors is also prohibited.

3.9 - EEIG Direct employee contractual discipline

The applicable employment contract depends on the type of activity the employee will have to deal with. In any case, the presence of personnel employed by EEIG must be recorded on the appropriate form with the indication of the entry and exit time that shall correspond to the input and output marks obtained from the access badge area. The payment of overtime is not expected; therefore, any extra hours should be handled in the manner required by the applicable employment contract. Normally, if this is not in conflict with any specific provision of the employment contract, it is not allowed accumulating more than eight hours per working month (to be recovered the following month). Any surplus (to the eight hours) produced should be used within the end of the same month.