

# Mandate and Terms of Reference of the CERN Alumni Advisory Board

## Mandate

1. The CERN Alumni Programme (“Programme”) facilitates and supports interactions between CERN (including its scientific collaborations) and its alumni, for the benefit of the Organization and CERN’s past and current community.
2. The CERN Alumni Advisory Board (“CAAB” or “Board”) is charged with providing input, experience and strategic guidance to the Director-General on matters pertaining to the Programme and its implementation.
3. The CAAB is supported by the CERN Office of Alumni Relations (“OAR”), which is responsible for the day-to-day management and operation of the Programme.
4. The Head of the OAR shall act as Secretary to the CAAB. *Inter alia*, in that capacity, they shall make all necessary organisational arrangements for CAAB meetings, including preparing and circulating the minutes of each meeting.

## Membership, qualifications and terms of office

5. The Members of the CAAB shall be appointed by the Director-General, who shall seek to reflect the diversity of the CERN alumni population and to appoint individuals with the skills, knowledge and experience required to fulfil the Board’s mandate.
6. The CAAB shall have up to nine Members,<sup>1</sup> including:
  - The Director for International Relations;
  - At least one former Employed Member of the Personnel who has registered as a CERN Alumnus;
  - At least two former Associated Members of the Personnel who have registered as CERN Alumni;
  - At least one alumni relations expert who is external to CERN.
7. The Director for International Relations shall serve as Chair of the CAAB. The CAAB shall designate a Deputy Chair from amongst its CERN Alumni members.
8. Members appointed to the CAAB as of 01.01.2018 shall be appointed for a term of two years, renewable once. Members appointed to the CAAB as of 01.01.2020 shall be appointed for a term of three years. All members of the CAAB shall accept the Organization’s standard terms of appointment for board members. Members may be reappointed to the CAAB for a further term after a break of at least four years
9. The OAR, in consultation with the existing Members of the CAAB, shall identify possible candidates to be proposed to the Director-General for appointment.

---

<sup>1</sup> It is intended that the ratio of former Employed Members of the Personnel to former Associated Members of the Personnel serving on the CAAB shall, in so far as possible, be maintained at 1:2.

# Mandate and Terms of Reference of the CERN Alumni Advisory Board

## **Values and Ethics**

10. As CERN contributors, Members of the CAAB are subject to the CERN Code of Conduct<sup>2</sup> and shall comply with the Organization's core values, including integrity, commitment and professionalism.
11. Members of the CAAB shall fulfil their functions independently and shall not accept outside instruction in relation thereto.
12. Members of the CAAB are required, to the extent possible, to avoid situations that could give rise to a conflict of interest or the perception thereof. Where this is impossible, or in case of doubt, they shall promptly disclose to the Chair of the CAAB that they have, or may have, a conflict of interest.

## **CAAB authorities and procedures**

13. With advice from the OAR and the CERN Legal Service, the CAAB shall adopt any necessary rules of procedure and working methods.
14. The CAAB may establish permanent or ad hoc working groups on specific topic areas to support its work as well as that of the OAR.
15. The Chair approves the budget in relation to the functioning of the CAAB, in accordance with the needs of the Programme and CERN's internal legislation.
16. Where confidential information is shared with the CAAB, Members of the CAAB are bound to maintain confidentiality.

## **Conduct of Meetings**

17. CAAB meetings shall take place at least twice per calendar year, either online or in person. Circumstances permitting, mid-year meetings shall take place online and end-of-year meetings in person. Extraordinary meetings may be convened at the request of the Chair.
18. In person CAAB meetings shall, in principle, be held at CERN.
19. Members of the CAAB are expected to attend "in person" meetings in person. However, where one or more Members of the CAAB are not able to attend an in person CAAB meeting in person, arrangements shall be made to accommodate their remote participation.
20. No remuneration shall be provided by CERN for the preparation for, attendance at and participation by Members of the CAAB in CAAB meetings. However, the

---

<sup>2</sup> <http://hr-dep.web.cern.ch/document/cern-code-conduct>

# **Mandate and Terms of Reference of the CERN Alumni Advisory Board**

cost of their attendance shall be met by CERN in accordance with the rates and conditions laid down in the CERN Staff Rules and Regulations.

21. The quorum for CAAB meetings shall be three Members of the CAAB, one of whom must be the Chair or, in the latter's absence, the Deputy Chair. Members participating remotely shall be included for the purpose of establishing quorum.
22. The CAAB shall strive to reach decisions by consensus. That failing, decisions shall be taken by a simple majority vote of all Members participating in the meeting and voting, with the Chair having a casting vote if necessary. Abstention shall not be considered as a vote.
23. The Chair, with the support of the OAR, shall prepare the meeting agenda which shall be circulated in advance to all Members and the Director-General.
24. The CAAB meetings shall be conducted in camera.
25. The Chair may invite observers or guests to attend all or part of any CAAB meeting, where such invitees will be able to provide relevant expertise in relation to items on the agenda. In addition, the Director-General may attend CAAB meetings without express invitation.

## **Reporting**

26. The Head of the OAR shall report on the activities of the Programme to the CAAB on a regular basis.
27. The CAAB shall contribute relevant content for the Programme's Annual Report. In addition, the CAAB shall provide recommendations and advice to the Director-General with respect to the Programme on an ongoing basis.

## **Review of Terms of Reference**

28. These terms of reference shall be reviewed periodically by CERN, at the initiative of the Chair, to ensure that they remain relevant and reflect best practice.

## **Adoption**

29. These terms of reference are adopted by the Director-General.

21 February 2022