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Internal Rules of the COST Association

COST Association AISBL

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Contents

Internal Rules of the COST Association	4
Chapter 1 – Purpose and scope of the Internal Rules – Hierarchy of Norms.....	4
Article 1. Purpose and Scope.....	4
Article 2. Hierarchy of Norms	4
Chapter 2 – Definitions – Confidentiality	5
Article 3. Definitions	5
Article 4. Confidentiality and personal data protection	6
Chapter 3 – Governance Bodies and Operating Structure	6
Article 5. CSO Delegates appointment and replacement.....	6
Article 6. Role and Responsibilities of the CSO Delegates.....	6
Article 7. Participation of third parties to CSO meetings	7
Article 8. CSO Meeting Rules	7
Article 9. Rotating Presidency	8
Article 10. Responsibilities and Powers of the President.....	8
Article 11. Rights and Duties of the President	9
Article 12. Candidature and election of the Vice-President.....	9
Article 13. Responsibilities and Powers of the Vice-President.....	10
Article 14. Rights and Duties of the Vice-President	10
Article 15. Candidature for position of EB member other than the positions of President and Vice-President.....	11
Article 16. Election of EB members and Vice-President	11
Article 17. Powers of the EB and Items delegated by the CSO to the EB.....	11
Article 18. Rights and Duties of EB members.....	12
Article 19. Participation of third parties to EB meetings	12
Article 20. EB Meeting Rules	12
Article 21. Appointment and dismissal of the Director	13
Article 22. Vacancy of the Director	13
Article 23. Responsibilities and Powers of the Director	13
Article 24. Rights and Duties of the Director.....	14
Article 25. Reporting obligations of the Director to the EB	14
Article 26. Rules for establishing Committees for advisory purposes and ad hoc Working Groups	15
Article 27. Types of Committees and ad hoc Working Groups	16
Chapter 4 – Financial Regulations	17

Article 28.	Introduction	17
Article 29.	Principles for Financial Management.....	17
Article 30.	General Principles	17
Article 31.	Calculation of the membership contribution to the COST Fund	17
Article 32.	Payment of the membership contributions to the COST Fund	18
Article 33.	Use of the COST Fund.....	18
Article 34.	Administration of the COST Fund.....	18
Article 35.	Audit of the COST Fund	18
Article 36.	Contracts, gifts and donations, grants, assets inherited or received as a bequest or legacy	18
Chapter 5 – COST activities		19
Article 37.	General Principles for implementing COST activities.....	19
Chapter 6 – COST National Coordinator.....		19
Article 38.	COST National Coordinator.....	19
Chapter 7 – Conflicts of Interest.....		19
Article 39.	Procedures.....	19
Chapter 8 – Miscellaneous		20
Article 40.	Exceptional and Unforeseen Circumstances	20
Article 41.	Amendment of the Internal Rules	21

Internal Rules of the COST Association

Considering the Statutes of the COST Association defining the scope of the Internal Rules as follows “Internal Rules shall be drawn up by the Executive Board and adopted by the CSO in order to implement and further detail the present Statutes, to facilitate the regulation and management of the Association”;

Whereas the COST Association serves the COST mission according to principles of good governance, operates according to the principles of efficiency, effectiveness as well as ensures sound, lean and cost-effective management; it builds on the applicable Code of Conduct values of integrity, excellence, transparency and commitment and secures the management of funds through high quality accountability and financial auditing measures; it allows for taking appropriate measures to prevent irregularities and fraud and not entail any unnecessary costs to COST Members;

Whereas the COST Association undertakes all possible measures to avoid conflict of interest, and endeavours to avoid any prejudice in respect of gender, age or nationality throughout all COST activities;

The COST Committee of Senior Officials (CSO) in accordance with its role as General Assembly of the COST Association, herewith adopts the present Internal Rules that abrogate and replace the Internal Rules dated 14 September 2016.

Chapter 1 – Purpose and scope of the Internal Rules – Hierarchy of Norms

Article 1. Purpose and Scope

- (1) The purpose of the present Internal Rules is to implement and further detail the Statutes of the COST Association with a view to ensure that the COST Association is equipped with the necessary tools to pursue and fulfil its purpose, activities and mission.
- (2) The present Internal Rules further detail the Statutes with regard to (i) the governance and operating structure of the COST Association, (ii) the financial regulations and (iii) general principles for implementing COST activities to be followed by anyone involved in the implementation of the European Cooperation in Science and Technology.

Article 2. Hierarchy of Norms

- (1) CSO decisions further detail the Statutes and the present Internal Rules with regard to the overall strategy and policy of the COST Association, the operation of the COST activities, the COST Fund and any other aspect in the framework of the powers, role and responsibilities of the CSO.
- (2) Executive Board (EB) decisions further detail the Statutes, the present Internal Rules in the framework of the powers, role and responsibilities of the EB.
- (3) The EB adopts further Guidelines, Procedures, Vademecum or other rules further detailing the CSO or EB decisions.
- (4) The following hierarchy of norms applies within the COST Association:

- a) Statutes;
- b) Internal Rules;
- c) CSO decisions;
- d) EB decisions;
- e) Guidelines, Procedures, Vademecum;
- f) Other Rules.

In case of any contradiction between two (2) or more norms of the COST Association of a different level, the norm mentioned in the higher level shall prevail over the norm mentioned in the lower level of the above-mentioned hierarchy of norms.

In the case of any contradiction between two (2) or more norms of the COST Association of the same level, the most recently adopted norm shall prevail over any formerly adopted norm.

Chapter 2 – Definitions – Confidentiality

Article 3. Definitions

For the purpose of the present Internal Rules the following definitions shall apply:

- **"Confidential Information"** means all information, analyses, compilations, studies, documents or material (whether orally, in written form, in electronic form or through any other media) relating to the COST Association, its business, operations or finances which are internally discussed or disclosed within the COST Association, or which the CSO or the EB has decided to be confidential. This also applies to all sensitive matters being matters that relate to personal issues or that has been treated as such. Confidential Information shall not include information or material which is part of the public domain or final documents and decisions of the bodies of the COST Association.
- **"Conflict of Interest"** means any situation where any person, being involved in the conduct of the COST activities or susceptible to influence it has, directly or indirectly, a financial, economic or other personal interest which might compromise or be perceived to compromise their impartiality and independence in the context of the COST activities.
- **"COST Implementation Rules"** means the rules and principles governing all COST activities, including definitions that are relevant for COST activities.
- **"External Statutory Auditor"** means the auditor appointed by the COST Association in compliance with the applicable legal requirements.
- **"Interested Person"** means any person involved in the conduct of COST activities or susceptible to influence it having, directly or indirectly, a financial, economic or other personal interest susceptible to lead to a Conflict of Interest.
- **"Observers"** means COST Cooperating Members representatives, the European Commission representative, the Director, experts, guests invited to attend CSO or EB meetings in accordance with the Statutes.

Article 4. Confidentiality and personal data protection

- (1) The CSO Delegates, CSO Representatives, COST National Coordinators, contact persons of COST Partner Members, the members of the EB, the President, the Vice-President, the Director, any other staff member or external stakeholder involved in COST activities shall be responsible for maintaining the confidentiality of
 - a) Confidential Information sent to them in the frame of their duties related to COST and for returning, erasing or destroying all Confidential Information or files upon completing the duties, unless otherwise instructed.
 - b) personal data processed within the framework of the COST activities and for returning, erasing or destroying all personal data or files upon completing the duties, unless otherwise instructed.
- (2) All individuals involved in COST activities shall commit to the confidentiality of Confidential Information and processed personal data.
- (3) The confidentiality of Confidential Information does not affect the necessary analysis and discussion at the COST Members level (ministries/agencies).

Chapter 3 – Governance Bodies and Operating Structure

Section 3.1 Committee of Senior Officials (CSO)

Article 5. CSO Delegates appointment and replacement

- (1) When appointing CSO Delegates, a written notice of appointment, resignation or replacement of the CSO Delegates shall be sent by the competent national authority of the concerned COST Full Member to the President with copy to the Director of the COST Association.
- (2) Such notification shall indicate the date from when such decision shall become effective and provide the name and contact details of the concerned CSO Delegate(s). If the date of appointment, resignation or replacement is not indicated, the appointment, resignation or replacement shall become effective upon receipt of the written notice by the President of the COST Association.
- (3) Appointment and replacement of CSO Delegates are discretionary powers of the COST Full Members. COST Full Members ensure that their two (2) appointed CSO Delegates are representatives from the relevant government department responsible for Research & Innovation, from a funding agency or an institution entrusted by the relevant Full Member's Government. Due to the intergovernmental nature of COST a CSO Delegate may not remain appointed once retired.
- (4) Upon appointment of a CSO Delegate as President, the President ceases to hold a position as CSO Delegate and the COST Full Member State of origin of the President may appoint a new CSO Delegate.

Article 6. Role and Responsibilities of the CSO Delegates

- (1) The CSO Delegates shall represent the interests of their COST Full Member and actively participate in the CSO meetings.
- (2) The CSO Delegates are bound to make the best endeavours to ensure the fulfilment of the COST mission and the implementation of the COST Strategy and Policy and its action plan(s).

Article 7. Participation of third parties to CSO meetings

- (1) At least once a year, normally in connection with a regular CSO meeting, the CSO shall meet with the Chair or other representatives of the Scientific Committee.
- (2) The names of the Observers are communicated to the CSO with the calling notice for the CSO meeting.
- (3) Approval of attendance of the natural persons and/or legal entities invited to the CSO meeting becomes effective if no more than one quarter (1/4) of the COST Full Members objects to such proposal until ten (10) calendar days before the CSO meeting.

Article 8. CSO Meeting Rules

- (1) The President, in her/his function of Chair of the CSO meeting as foreseen in article 16(2) of the Statutes, relies on the support of the COST Administration for the preparation of the meeting, which includes but is not limited to supporting logistics of the meeting, sending calling notices and preparing documents relating to agenda items.
- (2) The President may delegate preparatory work for CSO meetings to individual CSO Delegates. Such delegation of preparatory work for CSO meetings shall take place in consultation with the Vice-President.
- (3) Any request of one quarter (1/4) of the COST Full Members to convene an extraordinary meeting of the CSO shall be sent to the President with copy to the COST Administration at least sixty (60) calendar days before the desired date. In all cases, the President shall convene the extraordinary meeting and send the calling notice according to article 16, (1) of the Statutes.
- (4) The Director of the Association shall bring to the attention of the EB issues that she/he considers necessary to be discussed at CSO meetings and therefore to be included in the agenda of such meetings, and/or for which a decision is needed.
- (5) The agenda of CSO meetings shall be prepared by the EB, unless the CSO decides otherwise, with the support of the COST Administration.
- (6) This agenda is sent preferably by e-mail to CSO Delegates who can ask for clarification on specific agenda items and/or propose adding and/or modifying agenda items. CSO Delegates should send their proposals to all Delegations and to the President, copy to the Administration.
- (7) The annotated agenda, including the proposals of CSO Delegates as referred to in (6) above, is sent to all COST Members and CSO Observers at least fourteen (14) calendar days before the CSO meeting.
- (8) Documents relating to agenda items shall be made available to the COST Members and CSO Observers preferably by e-mail or any other acceptable written means of communication.
- (9) CSO Delegates are entitled to propose a modification of the agenda before adopting its final version at the beginning of the CSO meeting.
- (10) The CSO may devote part of one (1) of its meetings or organise a dedicated meeting to monitor and gather inputs from the Committees for advisory purposes and other ad hoc Working Groups and staff of the COST Administration.
- (11) CSO Delegates and CSO Observers who cannot attend a CSO meeting shall inform the COST Administration with a copy to the President about their inability to be present at the meeting.
- (12) In case of vote by correspondence as per article 17 (11) of the Statutes, the President shall present the vote of the concerned COST Full Member at the CSO meeting, unless the vote shall take place by secret ballot. In this case, the COST Full Members shall send their written instructions by correspondence in a closed envelope addressed to the President who shall not

open it and hand it at the CSO meeting over to the vote counter in order to ensure the secrecy of the ballot.

- (13) For a written decision-making procedure as per article 17 (12) of the Statutes, the deadline of voting, being as a minimum 6 days, shall be determined by the President or the CSO. After expiration of the deadline, the COST Administration informs the CSO of the result within seven (7) calendar days.
- (14) Any request for decision in a scheduled CSO meeting according to article 17, (12), Para. 3 of the Statutes shall be submitted at least twenty-four (24) hours before the expiration of the voting deadline.
- (15) A summary of conclusions shall be sent for information to the COST Full Members and CSO Observers and, as the case may be, to any other participant to the CSO meeting upon respective ad hoc decision of the President, within three (3) working days after the CSO meeting.
- (16) The draft minutes of the meeting shall be made available for comments to the COST Full Members and CSO Observers and to any other participant to the CSO meeting as per article 18 (1) of the Statutes.
- (17) The minutes of the CSO meeting shall be approved at the following CSO meeting and made available to COST Members, CSO Observers and to any other participant to the CSO meeting.
- (18) The COST Administration may prepare a press release, to be approved by the President or by the CSO.

Section 3.2 Presidency and President

Article 9. Rotating Presidency

- (1) The CSO shall timely launch a Call for Interest for the Presidency among the COST Full Members with an indication of the workload and the level of resource demand for the position of the President.
- (2) Based on the results of the Call for Interest for the Presidency, the EB shall prepare a balanced and appropriate Calendar of Presidency for the next three (3) Presidencies. This Calendar shall be submitted by the EB to the CSO for decision. Before expiration of the second Presidency, the CSO shall launch a new Call for Interest for the coming Presidencies.

Article 10. Responsibilities and Powers of the President

Amongst others, the responsibilities of the President, on top of those described in articles 13 and 20 (5) of the Statutes shall include, but are not limited to the following:

- a) To chair and organise the work of the CSO in cooperation with the EB;
- b) To ensure that CSO meetings are conducted in accordance with the Statutes and the Internal Rules;
- c) To coordinate the agenda of the CSO meeting;
- d) To coordinate the drafting of CSO strategic or policy papers;
- e) To allocate time for interventions and draw proposals for conclusion(s) of each agenda item based on the discussion facilitating the decision-making process during the CSO meeting;

- f) To approve the summary of conclusions of the CSO meeting prior to its distribution;
- g) To validate the minutes of the CSO meeting prior to its distribution;
- h) At the end of her/his mandate and in order to ensure a smooth transition of her/his office, to prepare and hand over to her/his successor a report of activities.

Article 11. Rights and Duties of the President

- (1) The President has no voting right at CSO meetings.
- (2) The President has the right to vote at EB meetings.
- (3) The President does not represent her/his COST Full Member State's interest neither in the EB meeting nor in the CSO meetings.
- (4) The President discharges her/his functions in the sole benefit and in the best interest of the COST Association.
- (5) The President shall make the best endeavours to ensure the fulfilment of the COST mission and shall make the best endeavours to ensure the implementation of the COST Strategy and Policy and its action plan(s).
- (6) The President is under the supervision of the CSO and shall particularly report to the CSO orally at every CSO meeting. In particular, the President shall report to the CSO on the following:
 - a) Any action taken in the exercise of her/his powers and responsibilities towards EU Institutions or scientific communities;
 - b) Relevant meetings with EU Institutions or COST Members, their aim and results;
 - c) Participation to high level conferences, seminars or others where she/he is representing COST.
- (7) Only on ad-hoc basis, the President substitutes the Vice-President in case of her/his absence in the EB or otherwise.

Section 3.3 Vice-President

Article 12. Candidature and election of the Vice-President

- (1) The CSO shall timely launch a Call for Interest for the Vice-Presidency among the COST Full Members with an indication of the workload and the level of resource demand for the position of the Vice-President.
- (2) The Vice-Presidency shall be open to CSO Delegates with a minimum of 2 years of experience in the CSO.
- (3) The election procedure for the position of the Vice-President shall follow the provisions of article 16 of the present Internal Rules.
- (4) Upon election of the Vice-President, her/his COST Full Member is encouraged to appoint a new CSO Delegate to avoid the Vice-President to combine her/his office of Vice-President with her/his office of CSO Delegate. If this is not possible, she/he maintains her/his position as CSO Delegate of her/his respective COST Full Member.

Article 13. Responsibilities and Powers of the Vice-President

Among others, the responsibilities of the Vice-President, on top of those described in articles 13 and 21(4) of the Statutes shall include, but are not limited to the following:

- a) To chair and organise the work of the EB in cooperation with the COST Administration;
- b) To ensure that EB meetings are conducted in accordance with the Statutes and the Internal Rules;
- c) To coordinate the agenda of the EB meeting;
- d) To coordinate the drafting of EB reports and recommendations to the CSO;
- e) To allocate time for the intervention of the EB members and draw proposals for conclusion(s) of each agenda item based on the discussion facilitating the decision-making process during the EB meeting;
- f) To validate the summary of conclusions of EB meetings prior to their distribution to the EB, the EB Observers and the CSO in accordance with article 20(7) of the present Internal Rules;
- g) To validate the minutes of the EB meetings prior to their distribution;
- h) To administer the COST Fund including allowing expenses as per article 33 and 34 of the present Internal Rules, and to represent the COST Association towards the COST Full Members regarding the administration of the COST Fund.

Article 14. Rights and Duties of the Vice-President

- (1) The Vice-President has the right to vote at EB meetings. In case of tie vote, the Vice-President shall have the casting vote.
- (2) The Vice-President has in her/his capacity as Vice-President no voting right at CSO meetings except when she/he is also representing his/her COST Full Member as CSO Delegate at the CSO meeting.
- (3) The Vice-President does not represent her/his COST Full Member's interest in the EB meetings. The representation of her/his COST Full Member's interest shall only be exercised at the CSO meetings when the Vice-President is not acting in her/his capacity as Vice-President, but in her/his capacity as CSO Delegate.
- (4) The Vice-President discharges her/his functions in the sole benefit and in the best interest of the COST Association and shall make the best endeavours to ensure the fulfilment of the COST mission and the timely preparation of the financial reports as well the appropriate implementation of the CSO and EB decisions.
- (5) The Vice-President is under supervision of the CSO. She/he shall report orally to the CSO at every CSO meeting about the decisions taken and the work performed by the EB.
- (6) Only on ad-hoc basis, the Vice-President substitutes the President in case of her/his absence in the CSO or otherwise.
- (7) In case of long-term absence of the Vice-President, the CSO shall make a decision on the replacement of the Vice-President.

Section 3.4 Executive Board (EB)

Article 15. Candidature for position of EB member other than the positions of President and Vice-President

- (1) Without prejudice to article 12(1) of the present Internal Rules, the CSO shall timely launch a Call for Interest for EB member(s), other than the President and the Vice-President, among the COST Full Members with an indication of the workload and the level of resource demand for the position. The Call for Interest shall refer to articles 23(1) and (2) of the Statutes, notably mentioning the possibility of re-election of eligible EB members.
- (2) Candidates for the election to membership of the EB other than the President and Vice-President, shall send a formal candidature including a Curriculum Vitae as well as a support letter from the COST Full Member of the candidate to the President with a copy to the COST Administration at least fourteen (14) calendar days before the CSO meeting at which the election shall take place.

Article 16. Election of EB members and Vice-President

- (1) The CSO may decide to give the candidates for a position as Vice-President or EB member the possibility to address the CSO and to respond to questions asked by the CSO Delegates. The Chair of the CSO meeting shall ensure that all candidates have equal allocation of time.
- (2) If only one (1) candidate applies for a position, the CSO proceeds to an election through a secret ballot. If the candidate has the support of a majority of two-thirds (2/3) of the votes, the candidate is elected in the position for which the voting is taking place.

If the candidate does not obtain the 2/3 majority, a second secret ballot takes place. If as a result of the second ballot, the candidate does not obtain the 2/3 majority the election shall be deferred to the next CSO meeting.

- (3) If two (2) candidates apply for the same position, the CSO proceeds to an election through a secret ballot. If none of the candidates obtain the 2/3 majority, a second secret ballot takes place. If as a result of the second ballot no candidate obtains the 2/3 majority and the CSO does not opt for further ballots, the election shall be deferred to the next CSO meeting.
- (4) If three (3) or more candidates apply for the same position, the CSO proceeds to an election through a secret ballot. A first vote takes place and the two (2) candidates who obtain the highest number of votes shall be selected and be presented to the second ballot. A second ballot shall take place as mentioned in (3) above only with the two (2) selected candidates.
- (5) The COST Administration shall take care of the practical arrangements related to elections and shall count the votes assisted by two CSO Delegates appointed by the Chair of the CSO meeting.
- (6) The result of the election shall be reported in the minutes of the meeting and be published in the Belgian State Gazette or where applicable.

Article 17. Powers of the EB and Items delegated by the CSO to the EB

- (1) The EB has all powers described in articles 13(1) and 22 of the Statutes including but not limited to those further detailed in the present Internal Rules.
- (2) In particular, the EB shall, with the support of the COST Administration, prepare the work of the CSO and shall carry out tasks assigned to it by the CSO.

- (3) Decisions of the EB on items delegated to it by the CSO shall be reported to the CSO at its first meeting after decision and included into the minutes of the corresponding CSO meeting.

Article 18. Rights and Duties of EB members

- (1) The EB member has the right to vote at EB meetings.
- (2) The EB member discharges her/his functions in the sole benefit and in the best interest of the COST Association and shall make the best endeavours to ensure the fulfilment of the COST mission.
- (3) The EB member participates actively in the written work and discussions as well as in the meetings of the EB.

Article 19. Participation of third parties to EB meetings

- (1) Approval of attendance of the natural persons and/or legal entities invited to the EB meeting becomes effective if no more than one quarter (1/4) of the EB members objects to such proposal until seven (7) calendar days before the meeting.
- (2) The Vice-President shall invite once a year the members of the Risk, Compliance and Audit Committee and the External Statutory Auditor to participate in an EB meeting.

Article 20. EB Meeting Rules

- (1) The EB meets as often as it deems necessary, normally four (4) times a year.
- (2) The Vice-President may delegate preparatory work for meetings to individual EB members or groups of members of the EB.
- (3) EB members or EB Observers that cannot attend an EB meeting shall inform the Vice-President with a copy to the COST Administration about their inability to be present at the meeting.
- (4) In case of vote by correspondence as per article 26, (9) of the Statutes, the Vice-President shall present the vote of the absent EB members at the EB meeting, unless the vote shall take place by secret ballot. In this case, the EB member may only send her/his written instructions by correspondence in a closed envelope addressed to the Vice-President who shall not open it and hand it at the EB meeting over to the vote counter in order to ensure the secrecy of the ballot.
- (5) For a written decision-making procedure as per article 26, (10) of the Statutes, the deadline of voting, being as a minimum 6 days, shall be determined by the Vice-President or the EB. After expiration of the deadline, the COST Administration informs the EB of the result within seven (7) calendar days.
- (6) Any request for decision in a scheduled EB meeting according to article 26, (10), Para. 3 of the Statutes shall be submitted at least twenty-four (24) hours before the expiration of the voting deadline.
- (7) The summary of conclusions shall be sent within three (3) working days to the EB for approval. Once approved, it shall be sent to the CSO for information as well as to the EB Observers and, as the case may be, to any other participant to the EB meeting upon respective ad hoc decision of the Vice-President.
- (8) Draft minutes of meetings shall be made available for comments to the EB members and the EB Observers and, as the case may be to any other participant to the EB meeting as per article 27(2) of the Statutes. Final version of the minutes shall be distributed to meeting participants.

- (9) The final minutes of the EB meetings shall be approved at the next EB meeting.

Section 3.5 Director of the COST Association

Article 21. Appointment and dismissal of the Director

- (1) The EB shall appoint a Director and terminate her/his employment in accordance with the provisions of the Act of 3 July 1978 on Contracts of Employment.
- (2) The EB shall inform the CSO of the appointment of the Director immediately after the signing of the contract between the new Director and the COST Association. The same shall apply in case of termination of employment.

Article 22. Vacancy of the Director

- (1) If the position of the Director becomes vacant, the COST Association shall publish a public announcement of vacancy to replace the departing Director. If the recruitment of a new Director has not taken place by the last day of work of the departing Director, an Interim Director may be appointed by the EB as per article 28, (3), Para. 4 of the Statutes to ensure continuity of operations until the new Director takes office.
- (2) The Interim Director can be a natural person who is already part of the staff of the COST Association or an external natural person.

Article 23. Responsibilities and Powers of the Director

- (1) The Director of the Association supports the COST Association, the CSO, the EB, the President and the Vice-President and other COST actors in fulfilling the COST mission.
- (2) The Director is supported in her/his functions by the COST Administration that operates under her/his authority as per article 29 of the Statutes.
- (3) The Director of the Association shall within the framework of her/his responsibilities as described in articles 13(1), Para. 6, 28(4) and (7) and 29(1) of the Statutes and of the Delegation of Powers of the EB to the Director inter alia:
 - a) Operate in accordance with the overall strategies, policies and decisions taken by the CSO and the EB in consultation with the Vice-President and the President;
 - b) Provide support and information to the CSO and the EB among other in the implementation of values and monitoring of short and long-term goals;
 - c) Assist in preparing, organising and follow-up of CSO and EB meetings in coordination with the Vice-President and the President;
 - d) Submit a request to the Vice-President for calling upon EB or CSO meetings, when needed;
 - e) Develop synergy with relevant research organisations, promoting positive, trustful and respectful relations;
 - f) Ensure the successful implementation of the appropriate funding scheme(s) applicable to COST activities and prepare the contract in connection with EU funding of the COST Association;
 - g) Negotiate and sign on behalf of the COST Association as per article 30(3) of the Statutes the Agreements between the COST Association and the European

Commission (or any other organisation) on COST and the corresponding activities. This includes, inter alia, contributing to the preparation of proposals, grant agreements, amendments and reports;

- h) Prepare and execute the working and financial plan of the COST Association;
- i) Prepare the budget and annual accounts of the Association;
- j) Ensure the appropriate use of the financial resources at the disposal of the COST Association within the limits defined by the delegation of powers granted to her/him by the EB;
- k) Ensure the quality of accounting records and the timely production of reliable financial and management information;
- l) Support the administration of the COST Fund as defined in the present Internal Rules;
- m) Prevent and detect fraud and error in the financial management of the COST Association;
- n) Negotiate and sign on behalf of the COST Association as per article 30(3) of the Statutes agreements with institutions benefiting from COST financial support and external contractors within the limits defined by the delegation of powers received from the EB;
- o) Monitor the budget management and the implementation of the COST activities by the COST Administration;
- p) Be responsible for the development, the preliminary decision on and the implementation of the COST Administration internal Guidelines, Procedures and Vademecum;
- q) Be responsible for the respect of rules and procedures applicable to COST activities;
- r) Manage the staff of the COST Association in a professional manner and continually enhance the level of competencies and performance by investing in their professional development.

Article 24. Rights and Duties of the Director

- (1) Unless otherwise decided by the CSO or the EB, the Director has the right to attend CSO and EB meetings as Observer. The Director has no voting right.
- (2) The Director discharges her/his functions in the sole benefit and in the best interest of the COST Association and shall make the best endeavours to ensure the fulfilment of the COST mission.

Article 25. Reporting obligations of the Director to the EB

- (1) The Director is under supervision of the EB and shall quarterly report in writing to the EB as per article 28 (6) of the Statutes. The EB may require that the reporting covers specific issues that it defines. Reports include but are not limited to the following:
 - a) Management and administration issues, such as:
 - i. Providing general oversight of all the COST Association activities including contracts and procurement procedures;
 - ii. The staff situation and recommendations on matters related to staff, including evaluation of performance and employment contracts, and organisation.

- b) Finance and budget issues, such as:
 - i. Measures taken to ensure cost efficient and effective organisation and services and recommendations on matters related to finance;
 - ii. Actions taken to secure the fiscal activities of the COST Association including budgeting, reporting and auditing, assuring the timely attention to core issues of the COST Association (financial accounts, auditing, etc.).
- c) Governance issues, such as:
 - i. Raising attention on the long-term developments and strategy of implementation issues;
 - ii. Actions taken to ensure the implementation of CSO decisions;
 - iii. Her/his activities representing the COST Association and its relations to any stakeholders.
- d) General issues, such as:
 - i. Identifying external and internal problems and opportunities, and informing about trends, issues and activities in order to plan activities, facilitate discussions and decision-making etc.;
 - ii. Reporting of developments in administration and operations;
 - iii. Keeping the EB fully informed on the situation in the COST Administration and specific items of the COST Association.

Section 3.6 Committees for advisory purposes and ad hoc Working Groups

Article 26. Rules for establishing Committees for advisory purposes and ad hoc Working Groups

- (1) The CSO or the EB may establish Committees for advisory purposes and ad hoc Working Groups in compliance with article 13 (2) of the Statutes.
- (2) The Committees for advisory purposes to be created may be of permanent nature or with limited duration.
- (3) The decision of the CSO or the EB creating the Committees for advisory purposes or ad hoc Working Groups shall contain the following minimum features:
 - a) The mission and mandate of the Committee for advisory purposes or ad hoc Working Group;
 - b) The type of structure and the duration;
 - c) The rules applicable to the Committee for advisory purposes or ad hoc Working Group or the indication to define its own working methods;
 - d) The expected deliverables;
 - e) The nature and scope of the support to be provided by the COST Administration, if any;
 - f) The minimum/maximum number of people to be part of the structure;
 - g) The profile of the members of the Committee for advisory purposes or ad hoc Working Group;

- h) The reimbursement rules of travel and accommodation expenses incurred by the members of the Committee for advisory purposes or ad hoc Working Group, when applicable.

Article 27. Types of Committees and ad hoc Working Groups

(1) Scientific Committee:

- a) In order to assist the COST Association in the pursuit of its mission and implementation of activities, the EB shall select and the CSO shall appoint the members of the Scientific Committee;
- b) The Scientific Committee composition and rules of procedure are described in the applicable CSO Decisions;
- c) Scientific Committee members can upon respective decisions by the CSO or the EB be entitled to receive reimbursement of their travel and accommodation expenses and honoraria from the funds received by the COST Association in the frame of the Specific Grant Agreements and according to the applicable COST Implementation Rules.

(2) Ad hoc Working Groups:

- a) Ad hoc Working Groups may be established by the CSO or the EB to assist in specific topics of CSO or EB competence and report respectively to the CSO or EB itself;
- b) Ad hoc Working Groups shall have no decision power, unless otherwise stated in their mandate;
- c) They are composed of CSO Delegates or EB members who may invite staff members of the COST Administration or external persons to participate in the work, if further expertise is required;
- d) They shall have a duration limited to the task that is necessary to accomplish;
- e) The proceedings of ad hoc Working Groups may be informal and under the responsibility of the designated Chair of each ad hoc Working Group;
- f) Ad hoc Working Group members can upon respective decision of the CSO or the EB be entitled to receive reimbursement of their travel and accommodation expenses (i) either from the COST Fund or (ii) from the funds received by the COST Association in the frame of the Specific Grant Agreements and according to the applicable COST Implementation Rules.

(3) Committees for advisory purposes:

- a) The CSO or the EB may create Committees for advisory purposes to assist the COST Association in advisory, reporting and/or monitoring tasks which report respectively to the CSO or the EB itself;
- b) Committees for advisory purposes shall have no decision power, unless otherwise stated in their mandate;
- c) They are composed of external experts. In justified cases these Committees may have only a single member;
- d) Committee for advisory purposes members can upon respective decision of the CSO or the EB be entitled to receive reimbursement of their travel and accommodation expenses (i) either from the COST Fund or (ii) from the funds received by the COST Association in the frame of the Specific Grant Agreements and according to the applicable COST Implementation Rules;

- e) Members of the Committees for advisory purposes shall sign a declaration of confidentiality and non-conflict of interest prior to the start of their assignment.

Chapter 4 – Financial Regulations

Section 4.1 General Principles:

Article 28. Introduction

The budget of the Association shall be established and implemented in compliance with the principles of budgetary accuracy, not-for-profit, unit of account (in Euro), sound financial management, all of which require effective and efficient internal control and transparency. Segregation of duties within the COST Association shall be respected.

Article 29. Principles for Financial Management

- (1) No revenue shall be collected, and no expenditure effected unless booked to a line in the budget.
- (2) The policies and procedures decided by the CSO, the EB or the Director shall ensure:
 - a) The economic, efficient and effective achievement of its objectives;
 - b) The adherence to national laws and external rules applicable to the funding received;
 - c) The safeguarding of assets and information;
 - d) The prevention and detection of fraud and error;
 - e) The quality of accounting records and the timely production of reliable financial and management information and reports.

Section 4.2 The COST Fund

Article 30. General Principles

The COST Fund is a financial resource and working capital of the COST Association deriving from COST Full Members' and COST Cooperating Members' membership contributions as defined in article 11 of the Statutes.

Article 31. Calculation of the membership contribution to the COST Fund

- (1) The CSO shall decide to call for membership contributions to the COST Fund when the CSO deems necessary.
- (2) The calculation of the COST Full Members' and the COST Cooperating Members' contributions to the COST Fund may be proportional to their respective financial capacities. It shall be defined via a balanced weighting of the GDP per year of each concerned COST Member.
- (3) The source of GDP used for the calculation shall be the one published by Eurostat, if not available by OECD, if not available by the United Nations. The calculation shall be based on the GDP figures for the two (2) previous calendar years. In case such statistics are not available, the latest available GDP annual statistics shall be used.

Article 32. Payment of the membership contributions to the COST Fund

The CSO shall decide on the payment model of the membership contributions to the COST Fund.

Article 33. Use of the COST Fund

- (1) The COST Fund is used to financially support any activities decided by the CSO to support the COST aim and mission. It allows the COST Association among others to dispose of funds to cover (a) the payment of expenses such as CSO, EB, President or Vice-President meeting arrangements; (b) the reimbursement of travel and accommodation expenses of (i) the President or the Vice-President, (ii) of CSO Delegates representing the President or the Vice-President, (iii) of EB members, CSO working groups, invitees or experts invited to meetings (c) other expenses related to independent studies, external advice or legal support.
- (2) The COST Fund cannot be used to fill gaps on the funding resulting from the European Commission and COST Association agreements for the implementation of COST activities except for interest and possible costs and guarantees related to bank loans.
- (3) No working time or other salary-related expenses can be paid from the COST Fund.
- (4) Expenditure within the running annual budget up to a limit of twenty-thousand (20 000) EUR per single transaction can be approved and committed by the Vice-President alone. The CSO shall be informed subsequently of such payments through the annual report prepared by the COST Administration and the annual accounts submitted by the EB to the CSO for approval.
- (5) Any expenditure not included in the annual budget or exceeding the limit of twenty-thousand (20 000) EUR shall be separately approved in advance by the CSO.

Article 34. Administration of the COST Fund

- (1) The COST Fund is administered by the Vice-President with the support of the COST Administration. This includes making routine payments and collecting contributions from the concerned COST Full Members or COST Cooperating Members.
- (2) Any expenditure shall be supported by appropriate documentation for accounting and auditing purposes.
- (3) Travel expenses shall be reimbursed from the COST Fund according to the COST Implementation Rules.

Article 35. Audit of the COST Fund

The COST Fund expenditures shall be audited annually by the independent External Statutory Auditor of the COST Association.

Section 4.3 Other Financial resources

Article 36. Contracts, gifts and donations, grants, assets inherited or received as a bequest or legacy

- (1) The signature of contracts and grants referred to in article 33, (1), (iii) of the Statutes shall be done by the Director of the Association alone having received a proper delegation of powers in this sense from the EB.

- (2) In all cases, any gifts, donations as well as assets inherited or received as bequest or legacy shall be allocated to the budget of the COST Association and shall be put to the sole benefit of the COST Association.

Chapter 5 – COST activities

Article 37. General Principles for implementing COST activities

- (1) COST strives to ensure efficient and harmonised implementation of COST activities. In doing so, all COST activities shall be governed by dedicated concise and precise documents detailing the rules, the objectives, the procedures and the responsibilities of the different actors.
- (2) The documents providing the framework for all COST activities shall be coherent, comprehensive, concise and transparent and receive proper dissemination. They intend to facilitate quick understanding and participation from the widest range of researchers and innovators, ranging from universities, research centres, companies (in particular small and medium-sized enterprises- SMEs), as well as other relevant legal entities whose participation is allowed in the dedicated documents and/or calls for proposals.

Chapter 6 – COST National Coordinator

Article 38. COST National Coordinator

- (1) Each COST Full Member and each COST Cooperating Member nominates one (1) natural person to act as COST National Coordinator.
- (2) The names and contact details of appointed COST National Coordinators should be sent officially on behalf of the relevant national authorities to the contact person of the COST Administration.
- (3) The COST National Coordinator's main responsibility is to serve as interface/relay between the COST Association and the COST Member's national communities.
- (4) She/he is in charge of (i) confirming the participation of the COST Member's participants to the COST Actions by the acceptance of the Action Memorandum of Understanding and (ii) the nomination of the Management Committee members and substitutes of the COST Member.
- (5) Additionally, the COST National Coordinator ensures that there is a good pool of national experts that can serve in the Review Panels foreseen in the selection and evaluation procedure for future COST Actions.

Chapter 7 – Conflicts of Interest

Article 39. Procedures

- (1) Duty to Disclose

In connection with any actual or perceived Conflict of Interest, any Interested Person shall disclose the existence of the financial, economic or other personal interest and be given the

opportunity to disclose all material facts to the relevant body, Committee, ad hoc working group of the COST Association or any relevant entity as defined by applicable legislations, regulations or COST rules, considering the proposed operation, transaction, arrangement or decision preliminarily to any discussion or decisions-making in the appropriate forum.

If the Interested Person fails to comply with her/his duty to disclose, any other person being aware of the Conflict of Interest shall disclose it.

(2) Determining Whether or Not a Conflict of Interest Exists.

After disclosure of the financial, economic or other personal interest and all material facts, and after any discussion with the Interested Person preliminary to any discussion on the agenda of the meeting, she/he shall leave the room while the potential of a Conflict of Interest is discussed and determined. The remaining members of the relevant body, Committee, ad hoc working group of the COST Association or other entity shall decide if a Conflict of Interest exists.

(3) Should the relevant body, Committee, ad hoc working group of the COST Association or other entity decide that the Conflict of Interest exists, the Interested Person shall not intervene, directly or indirectly in any way, in the proposed operation, transaction, arrangement or decision.

(4) The Conflict of Interest shall be mentioned in the minutes of the meeting of the relevant body, Committee, ad hoc working group of the COST Association or other entity.

Chapter 8 – Miscellaneous

Article 40. Exceptional and Unforeseen Circumstances

(1) Exceptional circumstances

In the event of exceptional and/or unforeseen circumstances, including but not limited to force majeure events, public health emergencies, natural disasters, armed conflicts, governmental restrictions, or other situations beyond the reasonable control of the Association that materially affect the functioning of its bodies or activities, temporary measures may be adopted to ensure the continuity of operations.

(2) Authority to Adopt Temporary Measures

The Committee of Senior Officials may, where strictly necessary and proportionate, adopt temporary and exceptional measures that derogate from the Internal Rules, provided that such measures:

- (a) are recommended by the Executive Board;
- (b) remain consistent with the Statutes;
- (c) are limited in scope and duration to what is strictly required by the circumstances;
- (d) respect principles of transparency, accountability, and equal treatment of Members;
- (e) are duly reasoned and documented.

(3) Notification and Oversight

Any such temporary measures shall be duly reasoned, documented, and communicated without undue delay to the CSO and to all COST Members. These temporary measures shall systematically be submitted by the Executive Board for approval by the CSO.

(4) Duration and Review

Temporary measures adopted under this Article shall automatically lapse once the exceptional circumstances cease, unless confirmed or replaced through the ordinary amendment procedures provided for in Articles 17(5) and 17(6) of the Statutes.

Article 41. Amendment of the Internal Rules

- (1) As per article 34 of the Statutes the amendments to the Internal Rules shall be drawn up by the EB and adopted by the CSO according to the rules provided for in article 17, (5) and 17, (6) of the Statutes.
 - (2) Such amendments shall enter into force and constitute an integral part of the present Internal Rules on the date of adoption by the CSO, unless otherwise decided by the CSO.
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