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# Foundation Regulations of the Swiss National Science Foundation (SNSF) of 29 January 2024

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The Foundation Council of the Swiss National Science Foundation (hereinafter SNSF), based on Article 6 paragraph 2 letter y of the Statutes of 10 May 2023, issues the following

## Foundation Regulations

### Section 1 General provisions

#### Article 1 Scope

These Regulations govern the organisation and responsibilities of the bodies of the SNSF, in particular its commissions, committees and working groups.

#### Article 2 Relation to the Organisational Regulations of the Research Council

Unless these Regulations provide otherwise, the organisation and responsibilities of the Research Council are governed by the Organisational Regulations of the Research Council.

## **Section II Common provisions for SNSF bodies**

### **Article 3 Incompatibilities**

<sup>1</sup> The members of a body of the SNSF may not simultaneously belong to another body of the SNSF. The exception to this is the Director who is a member of the Academic Board of the Research Council in an advisory capacity.

<sup>2</sup> Membership of an SNSF body is excluded if there is a risk of a long-lasting conflict between the interests of the member of the body or committee or persons or organisations close to him/her and the interests of the SNSF (incompatibility).

<sup>3</sup> If an incompatibility arises in the course of membership, the member must report this immediately and remedy it. Otherwise, the appointing body shall hold the member to be incompatible, whereupon their membership shall end no later than three months thereafter.

<sup>4</sup> Members of the Delegates Assembly may freely represent their interests in accordance with Article 14 paragraph 2 of the Statutes. If they are delegated to SNSF bodies, they represent the Delegates Assembly.

### **Article 4 Vested interests**

<sup>1</sup> The members of the Foundation Council, Research Council and Executive Management must disclose their vested interests to the SNSF and update them throughout their term of office.

<sup>2</sup> The vested interests of the members of the Foundation Council and Research Council shall be made public.

<sup>3</sup> For individual committees, the appointing body may require that the vested interests of its members be disclosed or made public.

<sup>4</sup> Members who do not fully disclose their vested interests at the time of election or do not update changes to their vested interests during their term of office and fail to comply with requests to do so may be dismissed.

### **Article 5 Recusal**

<sup>1</sup> The members of the bodies and their committees shall recuse themselves from decisions and their preparatory discussions if they:

- a. have a personal interest in the matter;
- b. have to decide on matters related to persons or organisations close to them;
- c. are or have been involved in the same matter in another capacity; or
- d. are subject to other reasons that call into question their impartiality and independence.

<sup>2</sup> The members shall notify the President of any such circumstances in a timely manner and recuse themselves on their own initiative. If the recusal is disputed, the body or committee concerned shall make the final decision, excluding the member whose recusal is disputed.

<sup>3</sup> The member concerned shall leave the room or the virtual meeting while the matter is being discussed and decided. The member may only make a statement if explicitly requested to do so.

**Article 6 Official and professional secrecy**

<sup>1</sup> The members of SNSF bodies and other committees are bound by official and professional secrecy. They shall treat information that is not publicly accessible or known as confidential.

<sup>2</sup> Article 37 paragraph 1 letter f on members of the Delegates Assembly informing the institutions remains reserved.

<sup>3</sup> Members of bodies shall remain bound by official and professional secrecy even after the end of their term of office at SNSF.

**Article 7 Duty of care and loyalty**

<sup>1</sup> The members of the bodies and committees shall fulfil their duties with due care at all times.

<sup>2</sup> They shall safeguard the interests of the SNSF in good faith.

**Article 8 Meetings**

<sup>1</sup> Invitations to meetings of the Foundation Council, Research Council, Delegates Assembly and to the committees appointed by them shall be sent in writing and shall specify the agenda items.

<sup>2</sup> Meetings shall be convened and the meeting documents delivered within a deadline that allows participants to prepare for the meeting, but at least seven days before the date of the meeting. In justified cases, the deadline may be shorter.

<sup>3</sup> Meetings may be held in person, by videoconference or any other form of direct communication.

<sup>4</sup> Meetings shall be chaired by the President of the body concerned or the President of the committee concerned or, if they are unable to attend, by their deputies.

<sup>5</sup> Resolutions on matters not on the agenda are permitted subject to the participation and approval of all members.<sup>6</sup> Members' motions on the agenda items shall be put to a vote by the President of the meeting. Motions of order are voted on immediately before any other motions.

**Article 9 Minutes**

<sup>1</sup> Written minutes shall be kept of the proceedings and resolutions. Circular resolutions shall be included in the next minutes.

<sup>2</sup> The resolutions shall be recorded in the minutes, stating the result of the vote. In addition, the content of the matter, its handling and any motions submitted must be recorded in such a way that the resolutions are comprehensible.

<sup>3</sup> The minutes shall be approved at the next meeting, with any amendments made noted. In particular, if the meeting is not held in person, the minutes must be sent to the meeting participants as soon as possible.

**Article 10 Adoption of resolutions**

<sup>1</sup> At least half of the members of a body or committee must participate for a meeting to be quorate. Bodies or committees may decide on a higher quorum for individual matters.

<sup>2</sup> Resolutions shall be passed by a simple majority of those participating in the meeting. The chair has the casting vote in the event of a tie. For certain matters, a higher quorum may apply if required by the

Statutes or a decision of the body or committee. The requirement of a qualified majority for specific resolutions may relate to the number of members making up the body or committee or to the number of participants at the meeting.

<sup>3</sup> Voting may take place at meetings or in the form of circular resolutions. Circular resolutions require the approval of a majority of the members. Elections are generally decided by secret ballot.

<sup>4</sup> If a matter cannot be postponed, the chair of the meeting shall take the necessary measures (presidential resolution). The chair shall report on the measures taken at the next ordinary meeting at the latest.

#### **Article 11 End of membership, resignation**

<sup>1</sup> Membership of a governing body or committee ends on the expiry of the term of office, in case of resignation, dismissal for good cause, occurrence of an incompatibility or the loss of capacity to act of the member concerned.

<sup>2</sup> Members must give at least six months' notice prior to the end of their term of office if they wish to resign.

#### **Article 12 Dismissal for good cause**

<sup>1</sup> Good cause for the dismissal of members of the bodies or committees includes, in particular

- a. serious breach of duty;
- b. violation of scientific integrity;
- c. violation of official and professional secrecy;
- d. inability to properly perform the duties of the office;
- e. disproportionate number of absences, inactivity or other repeated obstructions to the Foundation's activities, or behaviour that is incompatible with the Foundation's purpose;
- f. criminal behaviour, insofar as this affects essential interests of the Foundation.

<sup>2</sup> Before dismissal, the member concerned must be heard in person or invited to submit a written statement on the grounds for dismissal.

<sup>3</sup> Dismissal is effective immediately. Any employment relationships must be terminated.

<sup>4</sup> The Foundation Council shall decide on the dismissal of members of the bodies, and the appointing body or the members of the committee decide on the dismissal of members of committees. Dismissal requires a two-thirds majority of the members.

<sup>5</sup> The Federal Council is responsible for the dismissal of the President of the Foundation Council. The Foundation Council may submit a request to this effect to the Federal Council.

### **Section III. Foundation Council**

#### **Article 13 Principles for the Foundation Council**

<sup>1</sup> As the supreme body of the SNSF, the Foundation Council is responsible for ensuring compliance with the Foundation's purpose.

<sup>2</sup> It organises itself and entrusts its members, committees, commissions or working groups with the performance of individual tasks. It may call in third parties.

<sup>3</sup> The Foundation Council may invite the President of the Research Council, the Director and the President of the Delegates Assembly to attend its meetings as guests in an advisory capacity.

<sup>4</sup> The Foundation Council shall ensure that its processes, in particular in exercising supervision, are flexible and transparent.

#### **Article 14 Foundation Council Electoral Committee**

<sup>1</sup> The Foundation Council shall appoint the Foundation Council Electoral Committee.

<sup>2</sup> It shall elect to this standing commission:

- a. two to four members from the Foundation Council;
- b. two members from the Delegates Assembly;
- c. two members from the Research Council;
- d. an external specialist with qualifications in the recruitment of strategic managers.

<sup>3</sup> The Academic Board of the Research Council and the Delegates Assembly shall propose their members to the Foundation Council for election.

<sup>4</sup> The external member of the Electoral Committee shall preside the Committee.

<sup>5</sup> The members of the Electoral Committee are elected for a term of office of 4 years. They may be re-elected once.

<sup>6</sup> The Electoral Committee shall otherwise constitute itself and acts independently of instructions.

#### **Article 15 Election procedure for members of the Foundation Council**

<sup>1</sup> The Foundation Council shall determine the number and profile of its members. It defines the professional and personal requirements, in particular with regard to the members' availability, their competences in terms of leadership and the management of foundations, and the languages used at the SNSF.

<sup>2</sup> In the event of a vacancy, the Foundation Council shall determine the relevant profile for the vacant seat and forward it to the Electoral Committee. The Committee is bound by the profile specifications.

<sup>3</sup> Membership of the Foundation Council is incompatible with:

- a. overall management and supervisory functions at organisations whose members apply for funding from the SNSF;
- b. management and supervisory functions in organisations whose purpose or activity involves safeguarding the interests of specific areas of research or of researchers vis-à-vis the SNSF;
- c. other scenarios that could compromise impartiality.

<sup>4</sup> The Electoral Committee shall advertise the vacant seats. It may invite specific persons to apply.

<sup>5</sup> The Electoral Committee shall select the most suitable persons for the advertised profile from among the candidates. In doing so, it shall ensure a balanced composition of the Foundation Council and

observe the requirements set out in the Statutes. As a rule, it shall invite these candidates for an interview.

<sup>6</sup> The Electoral Committee shall submit an election proposal to the Foundation Council based on the results of the selection procedure. It may propose one or more persons for the relevant seat on the Foundation Council and prioritise the applications. In the election proposal, it shall document the election procedure and the candidates considered.

<sup>7</sup> The Foundation Council elects the member of the Foundation Council based on the proposal submitted by the Electoral Commission.

<sup>8</sup> Re-elections to the Foundation Council are carried out by the Electoral Committee, provided that the Foundation Council confirms to the Electoral Committee the continuation of the corresponding profile for the re-election in accordance with paragraph 2 and the member concerned agrees to stand for re-election.

#### **Article 16 Election procedure for the President of the Foundation Council**

<sup>1</sup> The Federal Council shall elect the President at the proposal of the Foundation Council. It shall determine the profile of the President in consultation with the Foundation Council and in compliance with the statutory requirements.

<sup>2</sup> The Nomination Committee for the presidency of the Foundation Council is responsible for finding suitable candidates and for proposing one or more persons to the Foundation Council. The Committee is composed of:

- a. the members of the Nomination and Compensation Committee;
- b. the President of the Research Council;
- c. the Director;
- d. the representative of the State Secretariat for Education, Research and Innovation on the Foundation Council.

<sup>3</sup> It is chaired by a member of the Nomination and Compensation Committee. The representative of the State Secretariat for Education, Research and Innovation has no voting rights.

<sup>4</sup> The Director shall assist the Nomination Committee in organising the election procedure. They shall be consulted as to the Nomination Committee's suggestions.

<sup>5</sup> The Nomination Committee must observe the profile for the President of the Foundation Council. The provisions regarding incompatibilities for membership of the Foundation Council shall apply.

<sup>6</sup> The Nomination Committee shall look for persons who match the profile and invite them to apply. It shall conduct interviews with the candidates. The representative of the State Secretariat for Education, Research and Innovation shall advise the Nomination Committee on safeguarding the interests of the federal government.

<sup>7</sup> The Nomination Committee shall inform the Foundation Council of the results of the selection procedure. It may propose one or more persons to the Council.

<sup>8</sup> The Foundation Council shall submit a single candidate to the Federal Council for election.

<sup>9</sup> The Foundation Council shall request the Federal Council to re-elect the President, provided that the profile as defined in paragraph 1 has not changed and the President agrees to stand for re-election.

#### **Article 17 Committees of the Foundation Council**

<sup>1</sup> The Foundation Council shall appoint the Finance and Audit Committee (Article 18) and the Nomination and Compensation Committee (Article 19) as standing committees.

<sup>2</sup> It may form further ad hoc committees and entrust them with specific tasks.

<sup>3</sup> The committees of the Foundation Council are self-constituting.

#### **Article 18 Finance and Audit Committee (Audit Committee)**

<sup>1</sup> The Foundation Council shall elect two to three of its members to the Finance and Audit Committee. The members must be familiar with the committee's area of responsibility.

<sup>2</sup> The members of the Finance and Audit Committee are elected for a term of office of two years. They may be re-elected more than once.

<sup>3</sup> The Finance and Audit Committee has no decision-making powers and is responsible for fulfilling the following tasks in particular:

- a. preliminary analysis of financial matters, in particular where necessary the budget and annual financial statements;
- b. assessment of the appropriateness of the Foundation's financial management;
- c. assessment of the appropriateness of the internal control system (ICS) and risk management;
- d. monitoring compliance with legal requirements (operational compliance);
- e. dealing with and preliminary consultation on business of the Foundation Council in the area of administration and investment of bequests and donations.

The Foundation Council may assign further business to the Finance and Audit Committee.

<sup>4</sup> The Finance and Audit Committee shall work with the Executive Management and Internal Audit. The Executive Management shall issue audit assignments to the Internal Audit in consultation with the Finance and Audit Committee, taking into account the work of the external auditors (Section VII). The Finance and Audit Committee shall issue audit assignments directly to the internal auditors as required.

<sup>5</sup> The Finance and Audit Committee shall provide information to the external auditors.

#### **Article 19 Nomination and Compensation Committee**

<sup>1</sup> The Foundation Council shall elect either two to three of its members to the Nomination and Compensation Committee. The members must be familiar with this Committee's area of responsibility.

<sup>2</sup> The members of the Nomination and Compensation Committee are elected for a term of office of two years. They may be re-elected more than once.

<sup>3</sup> The Nomination and Compensation Committee has no decision-making powers and has the following tasks in particular:

- a. preparing profile proposals for the Foundation Council;

- b. preparing profile proposals for the members of the Executive Management, on the recommendation of the Director and after consultation with the Academic Board of the Research Council;
- c. preparing elections within the remit of the Foundation Council;
- d. preparing and reviewing the employment contracts of the Director and the President of the Research Council;
- e. submitting proposals to the Foundation Council regarding the Compensation Regulations;
- f. monitoring compliance with labour law regulations;
- g. carrying out succession planning for the Foundation Council and the Executive Management.

The Foundation Council may assign further business to the Nomination and Compensation Committee.

<sup>4</sup> A duly expanded Nomination and Compensation Committee shall also perform the role of nomination committee for the election of the President of the Foundation Council and the Research Council as well as the Director.

#### **Article 20 Rights of the members of the Foundation Council**

<sup>1</sup> In order to fulfil their supervisory function, members of the Foundation Council may at any time request information on the day-to-day business of the Foundation from the President of the Foundation Council, the members of the Academic Board of the Research Council and the Executive Management.

<sup>2</sup> Members of the Foundation Council are entitled to apply for SNSF funding except where this would result in a structural dependence vis-à-vis SNSF research funding, notably in the case of an application for a career scheme and the mandate as Director of a National Centre of Competence in Research. The Foundation Council receives regular reports and takes the necessary measures to avoid conflicts of interest.

<sup>3</sup> Members of the Foundation Council shall be appropriately compensated. The amount of compensation and the reimbursement of expenses are governed by the Compensation Regulations.

#### **Article 21 Communication and media information**

<sup>1</sup> In consultation with the President of the Research Council and the Director, the Foundation Council shall determine the basic principles and responsibilities for internal and external communication. It may issue communication guidelines for this purpose.

<sup>2</sup> With regard to communication, it is particularly important to determine who provides information to the media (in particular to the press, radio, and TV), via social media and the SNSF's own channels, and according to which guidelines.

<sup>3</sup> The Academic Board of the Research Council shall as a rule provide information on funding policy, funding guidelines and science-related topics.

#### **Article 22 Coordination between the bodies**

<sup>1</sup> The Presidents of the Foundation Council, Research Council and Delegates Assembly as well as the Director shall meet at least every six months at the invitation of the President of the Foundation Council in order to coordinate business and maintain cooperation and mutual contact between the bodies.



<sup>2</sup> The two presiding bodies of the Foundation Council and the Research Council shall coordinate the procedure for position statements and consultations, which they must decide on jointly in accordance with the Statutes.<sup>1</sup>

### **Article 23 Reporting to the Foundation Council**

<sup>1</sup> The Executive Management shall submit the annual financial statements and the annual report to the Foundation Council for approval.

<sup>2</sup> The Executive Management shall regularly inform the Foundation Council about the financial situation.

<sup>3</sup> The Academic Board of the Research Council shall report annually to the Foundation Council. The report must contain, as a minimum, information on the implementation of the multi-year plan and the funding plan as well as an outlook for the coming year. In addition, the President of the Research Council shall report verbally at the meetings of the Foundation Council on current developments.

<sup>4</sup> The Executive Management and the Academic Board of the Research Council shall inform the Foundation Council immediately of any extraordinary events.

### **Article 24 Compensation**

<sup>1</sup> The Compensation Regulations shall set out:

- a. the rules on compensation (remuneration) and reimbursement of expenses of the members of the Foundation Council, Research Council and Delegates Assembly;
- b. measures for Research Council members who are not authorised to submit grant applications;
- c. the rules on the remuneration of employees of the Research Council;
- d. the rules on the appointment and remuneration of the Director;
- e. the rules on compensation (remuneration) and reimbursement of expenses for the members of the committees appointed by the Foundation Council, Research Council and Delegates Assembly.

<sup>2</sup> The fixed compensation paid to members of bodies is determined by the Foundation Council according to the time devoted to their duties and responsibilities assumed.

<sup>3</sup> Extraordinary efforts that significantly exceed the normal level of activity may be remunerated separately.

### **Article 25 Preparation of the multi-year programme**

<sup>1</sup> The Foundation Council shall mandate the Academic Board of the Research Council to prepare the multi-year programme.

<sup>2</sup> The Academic Board of the Research Council shall organise the preparation of the multi-year programme within the Research Council. It shall ensure the participation of the Delegates Assembly, in particular through representation by Delegates Assembly members in working groups.

<sup>3</sup> The Academic Board of the Research Council shall invite the Delegates Assembly to state its position on the multi-year programme before submitting the programme to the Foundation Council. It shall

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<sup>1</sup> See Article 6 paragraph 2 letters e and f, Article 9 paragraph 2 letters e and f of the Statutes.

report back to the Delegates Assembly on the consideration given to the Assembly's position statement and provide reasons if proposed amendments to the multi-year programme are not adopted.

<sup>4</sup> If the Delegates Assembly refers the multi-year programme back to the Academic Board of the Research Council, the latter shall amend it where possible. If it does not do so, the Delegates Assembly may decide to issue a dissenting recommendation to the Foundation Council with regard to the proposal for the multi-year programme.

## Section IV. Research Council

### Article 26 Principles for the Research Council

<sup>1</sup> As a scientific body, the Research Council is responsible for the funding policy, the funding guidelines, scientific evaluations and the funding decisions of the SNSF. The strategic orientation of the funding policy is in line with the overarching strategies that the Research Council coordinates with the Foundation Council for the attention of the federal government. In doing so, it takes into account any recommendations made by the Delegates Assembly. The members of the Research Council exercise their mandate independently and in the sole interest of the SNSF.

<sup>2</sup> The Academic Board of the Research Council organises the Research Council, where appropriate in consultation with the members of the Research Council. It shall define in the Organisational Regulations the organisational arrangements required for performing its tasks as well as the responsibilities of the individual bodies. In particular, it shall determine which rights it shall itself exercise to make decisions, requests and proposals (Article 9 paragraph 1 of the Statutes) and which it shall delegate.<sup>2</sup>

<sup>3</sup> The Academic Board of the Research Council entrusts its members as well as the members of the Research Council and committees or working groups with individual tasks. It also decides which matters it shall delegate to the Executive Management.<sup>3</sup>

<sup>4</sup> The Academic Board of the Research Council periodically consults the Delegates Assembly on funding policy. It may invite the members of the presiding body of the Delegates Assembly to its meetings as guests without voting rights, in particular to ensure that all interests are taken into account when taking strategic decisions of importance to the scientific community in accordance with Article 14 paragraph 2 of the Statutes.

<sup>5</sup> The Academic Board of the Research Council shall ensure that its processes are flexible and transparent.

### Article 27 Research Council Electoral Committee

<sup>1</sup> The Foundation Council shall appoint the Research Council Electoral Committee.

<sup>2</sup> It shall elect to this standing committee:

- a. two members from the Foundation Council;
- b. two members from the Research Council;
- c. two members from the Delegates Assembly;

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<sup>2</sup> Article 11 paragraph 1 Statutes.

<sup>3</sup> Article 11 paragraph 2 Statutes.

d. one to three external experts with proven qualifications for the selection of members of research funding bodies.

<sup>3</sup> The Academic Board of the Research Council and the Delegates Assembly shall propose their members to the Foundation Council for election.

<sup>4</sup> One of the external members of the Electoral Committee shall preside the Committee.

<sup>5</sup> The members of the Electoral Committee are elected for a term of office of 4 years. They may be re-elected once.

<sup>6</sup> The Electoral Committee shall otherwise constitute itself and act independently of instructions.

### **Article 28 Election procedure for the members of the Research Council**

<sup>1</sup> The Academic Board of the Research Council shall determine the profile of the Research Council and the number of members in accordance with the requirements of the Statutes and the tasks and organisation of the Research Council. It shall determine the professional and personal requirements in the profile, in particular with regard to time availability and competences for the functions within the Research Council. To determine the profile of the Research Council, the members of the Research Council must be consulted in a suitable manner in advance.

<sup>2</sup> The Academic Board of the Research Council shall submit the profile of the Research Council to the Foundation Council for approval.

<sup>3</sup> In the event of vacancies, the Academic Board of the Research Council shall determine the necessary new profiles, taking into account the profile of the Research Council (paragraph 1). It shall bring these to the attention of the Presiding body of the Foundation Council and forward them to the Electoral Committee. The Electoral Committee is bound by the profile specifications.

<sup>4</sup> An election is held once a year for vacant profiles. In exceptional cases, individual vacant profiles may be advertised and filled immediately. The Electoral Committee may invite specific persons to apply.

<sup>5</sup> The following are incompatible with membership of the Research Council:

- a. overall management and supervisory functions at organisations whose members apply for funding from the SNSF, such as rectorate members, presidents, directors or members of school management;
- b. management functions at important organisational units or research subdivisions or research infrastructures of organisations under letter a, such as the deans of faculties of the cantonal universities;
- c. management and supervisory functions in organisations whose purpose or activity involves safeguarding the interests of specific areas of research or of researchers vis-à-vis the SNSF;
- d. management functions in a National Centre of Competence in Research, limited to eligibility for election to the corresponding body of the Research Council;
- e. other scenarios that could compromise impartiality.

<sup>6</sup> The Electoral Committee shall select the most suitable candidates from among the candidates and conduct interviews with them. The Electoral Committee shall take into account the relevant needs, in

particular by consulting the Academic Board of the Research Council, the committees concerned and the Administrative Offices.

<sup>7</sup> The Electoral Committee shall submit an election proposal to the Foundation Council based on the results of the selection procedure. It may propose one or more persons for the relevant seat on the Research Council and prioritise the applications. In the election proposal, it shall document the election procedure and the candidates considered.

<sup>8</sup> The Foundation Council elects the members of the Research Council based on the proposal submitted by the Electoral Committee.

<sup>9</sup> Re-elections to the Research Council are carried out by the Foundation Council, provided that the Academic Board of the Research Council confirms to the Foundation Council the continuation of the corresponding profile for re-election in accordance with paragraph 3 and the member concerned agrees to stand for re-election.

#### **Article 29 Election procedure for the President of the Research Council**

<sup>1</sup> The Academic Board of the Research Council shall determine the profile for the President of the Research Council in accordance with the requirements of the Statutes, after approval of the Foundation Council.

<sup>2</sup> The Nomination Committee for the President of the Research Council is responsible for finding suitable candidates. It is composed of:

- a. the members of the Nomination and Compensation Committee;
- b. the President of the Foundation Council;
- c. two members of the Academic Board of the Research Council;
- d. two members of the Delegates Assembly;
- e. two members of the scientific advisory board;
- f. the Director.

The Nomination Committee may appoint additional members as required. The Nomination Committee is chaired by a member of the Nomination and Compensation Committee.

<sup>3</sup> The Nomination Committee must observe the profile defined by the Academic Board of the Research Council for the President of the Research Council. The provisions regarding incompatibilities for membership of the Research Council apply.

<sup>4</sup> The Nomination Committee shall invite applications for the function of President of the Research Council. It may invite specific persons to apply. It shall conduct interviews with suitable candidates.

<sup>5</sup> The Nomination Committee shall inform the Foundation Council of the results of the selection procedure. As a rule, it shall propose to the Foundation Council a single candidate for election. In the election proposal, it shall document the election procedure and the candidates considered.

<sup>6</sup> As a rule, the Foundation Council shall invite the candidate to present himself or herself in person. Following this interview, the Foundation Council elects the President of the Research Council. The election decision shall specify the terms of employment with the SNSF.

<sup>7</sup> The President of the Research Council shall be re-elected by the Foundation Council, provided that the Research Council confirms to the Foundation Council the continuation of the corresponding profile as defined in paragraph 1 and the President agrees to stand for re-election.

### **Article 30 Election of the Academic Board of the Research Council**

<sup>1</sup> The Academic Board of the Research Council shall determine the profile for its members and has it approved by the Foundation Council.

<sup>2</sup> In the event of a vacancy, the Academic Board of the Research Council shall identify candidates for the vacant seat. It shall appropriately consult the members of the Research Council in doing so.

<sup>3</sup> Taking into account its consultation within the Research Council, the Academic Board of the Research Council shall submit an election proposal to the Foundation Council.<sup>4</sup> Any differing proposals by the President must be explicitly indicated in the proposal.

<sup>4</sup> The Foundation Council shall elect the members of the Academic Board of the Research Council. It is bound by the profile defined by the Academic Board of the Research Council. If it considers the proposals for election to be unsatisfactory, the Foundation Council may request the Academic Board of the Research Council to submit a new proposal.

<sup>5</sup> The Academic Board of the Research Council shall determine any employment terms for its members in accordance with the provisions of the Organisational Regulations for the Research Council.<sup>5</sup> The amount of compensation and the reimbursement of expenses are governed by the Compensation Regulations.

<sup>6</sup> The members of the Academic Board of the Research Council shall be re-elected by the Foundation Council, provided that the Academic Board of the Research Council confirms to the Foundation Council the continuation of the corresponding profile for re-election in accordance with paragraph 2 for and the members concerned agree to stand for re-election.

### **Article 31 Funding applications from Research Council members**

<sup>1</sup> Members of the Research Council are permitted to apply for SNSF funding during their term of office. If they submit an application, they shall for the duration of the evaluation procedure suspend any activities they perform in the relevant body that is responsible for monitoring the funding procedure and making the funding decision and on the relevant evaluation panels.

<sup>2</sup> Members of the Academic Board of the Research Council who have an employment relationship with the SNSF are not permitted to apply for grants.

### **Article 32 Presidential credit for the President of the Research Council**

The Foundation Council shall allocate an appropriate amount as a presidential credit each year in the budget for funding and governance measures. The President of the Research Council may, at their own discretion, use this credit to support measures compatible with the SNSF's statutory objectives.

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<sup>4</sup> Article 10 paragraph 1 letters c and b and article 6 paragraph 2 letter k of the Statutes.

<sup>5</sup> Article 10 paragraph 4 in conjunction with Article 8 paragraph 6 of the Statutes.

**Article 33 Further provisions for the Research Council**

The Foundation Council may issue further provisions concerning the Research Council.

**Section V. Delegates Assembly****Article 34 Principles**

<sup>1</sup> As an advisory body, the Delegates Assembly shall represent the interests and concerns of the grant recipients and of the organisations concerned with the SNSF's research funding. It shall support the strategic alignment of the SNSF and of its funding schemes with the needs of the scientific community.

<sup>2</sup> Members of the Delegates Assembly shall participate in committees, working groups and other bodies of the SNSF insofar as provided for in the Statutes, regulations or decisions of the competent bodies of the SNSF.

**Article 35 Constitution**

<sup>1</sup> The Delegates Assembly constitutes itself.

<sup>2</sup> The term of office of the President and of the Vice-President is four years. Each may be re-elected once. The term of office of the other two members of the Bureau<sup>6</sup> is two years, and re-election for up to a maximum total term of eight years is admissible. Any replacements for these members are elected for the remainder of the calendar year. Calendar years that have already begun are not counted towards the term of office of two calendar years.

<sup>3</sup> The Bureau prepares the business and meetings of the Delegates Assembly and coordinates its activities with the other bodies of the SNSF, in particular the Academic Board of the Research Council. The President heads the Bureau. The Executive Management ensures administrative support. The Bureau may propose that the Delegates Assembly set up committees to prepare individual items of business.

<sup>4</sup> The Delegates Assembly elects the delegates of the early-career researchers organisations and of the other scientific organisations.<sup>7</sup> It may request the Foundation Council to authorise the admission of additional delegates to take account of developments in the higher education sector.<sup>8</sup>

**Article 36 Meetings and working methods**

<sup>1</sup> The Delegates Assembly shall hold at least two ordinary meetings per year, which shall be convened and chaired by the President. If the President is unable to attend, the Vice-President shall represent the President.

<sup>2</sup> Additional meetings may be convened if necessary. Between meetings, the bodies of the SNSF or the Bureau may conduct written consultations with the members of the Delegates Assembly.

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<sup>6</sup> See Article 13 paragraph 7 of the Statutes.

<sup>7</sup> See Article 13 paragraph 2 letters g and h of the Statutes.

<sup>8</sup> See Article 13 paragraph 6 of the Statutes.

<sup>3</sup> The Delegates Assembly is quorate if half of its members are present. It takes decisions by simple majority, with the President having the casting vote. Rules that require a qualified majority for specific items of business remain reserved.

<sup>4</sup> The members of the Delegates Assembly may entrust the Bureau with the independent conduct of Delegates Assembly business. Members of the Bureau may attend meetings of the other bodies of the SNSF as guests at their invitation.

### **Article 37 Business of the Delegates Assembly**

<sup>1</sup> The Delegates Assembly

- a. decides on matters submitted to it by the bodies of the SNSF;
- b. proposes to the Foundation Council its representatives for the Electoral Committees of the Foundation Council and of the Research Council as well as for the Nomination Committee of the President of the Research Council;
- c. proposes participants in working groups for the multi-year programme to the Academic Board of the Research Council;
- d. proposes its representatives for other bodies in which members of the Delegates Assembly are to serve, it may also submit a motion to this effect;
- e. reviews the SNSF's multi-year programme, which is submitted to it by the Academic Board of the Research Council before it submits its proposal to the Foundation Council. The Delegates Assembly decides on the submission of recommendations and the reasoned rejection to the Academic Board of the Research Council. The decision on rejection requires a majority of the votes of the members;
- f. decides on proposals submitted by its members within the scope of the Delegates Assembly's right of initiative and forwards them to the responsible body;
- g. ensures that the information received is forwarded by the members to their respective organisations;
- h. discusses other SNSF-related issues raised by its members and may submit corresponding proposals to the Academic Board of the Research Council, the plenary of the Research Council and the Foundation Council.

<sup>2</sup> The Administrative Offices shall send out invitations and documents in consultation with the Bureau early enough for the delegates to share them with their organisations and discuss them in advance.

<sup>3</sup> The Administrative Offices ensure the forwarding and processing of the proposals of the Delegates Assembly to the competent bodies of the SNSF and the reporting back to the Delegates Assembly. The Bureau items the feedback on the agenda for the next Delegates Assembly meeting.

## **Section VI Executive Management**

### **Article 38 Principles for the Executive Management**

<sup>1</sup> As the executive body of the SNSF, the Executive Management is responsible for the administrative activities of the SNSF. In particular, it is responsible for the processes of the funding procedure and for

managing the Administrative Offices for bodies of the Foundation Council, Research Council and Delegates Assembly.

<sup>2</sup> The Executive Management organises itself and entrusts its members, the employees of the Administrative Offices as well as the committees, commissions or working groups with the performance of individual tasks. It may also call on third parties.

<sup>3</sup> The Executive Management shall ensure that its processes are flexible and transparent.

### **Article 39 Election procedure for the Director**

<sup>1</sup> The Foundation Council shall determine the profile of the Director.

<sup>2</sup> The Nomination Committee for the Director is responsible for finding suitable candidates. The Committee is composed of:

- a. the members of the Nomination and Compensation Committee;
- b. the President of the Research Council and of the Foundation Council ;
- c. two external experts with proven qualifications for the selection of directors of organisations in the field of science and research.

The Nomination Committee may appoint additional members as required. The Nomination Committee is chaired by a member of the Nomination and Compensation Committee.

<sup>3</sup> The Nomination Committee must observe the profile defined by the Foundation Council for the Director.

<sup>4</sup> It shall advertise the position and may also invite specific persons to apply.

<sup>5</sup> It shall conduct interviews with the candidates. The shortlisted candidates shall undergo an external assessment. The Nomination Commission may involve the members of the Executive Management in the selection process and consult them on individual candidates.

<sup>6</sup> The Nomination Commission shall inform the Foundation Council of the results of the selection procedure and submit a single candidate to the Foundation Council for election.

<sup>7</sup> As a rule, the Foundation Council invites the candidate to present himself or herself in person. After the interview, the Foundation Council, together with the President of the Research Council, elects the Director.

<sup>8</sup> The Nomination and Compensation Committee is responsible for drawing up the Director's terms of employment and compensation.

<sup>9</sup> The Director reports to the President of the Foundation Council..<sup>9</sup>

### **Article 40 Other members of the Executive Management**

<sup>1</sup> In addition to the Director, the Executive Management consists of two to four other members.

<sup>2</sup> The Director shall advertise vacant positions and involve the other members of the Executive Management in the selection process.

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<sup>9</sup> See Article 15 paragraph. 4 of the Statutes.



<sup>3</sup> The Director shall nominate the members of the Executive Management. The Director shall submit the nomination to the Foundation Council for approval.

#### **Article 41 Organisation of the Executive Management and of the Administrative Offices**

<sup>1</sup> The Executive Management organises itself and the Administrative Offices in accordance with the tasks, competences and responsibilities set out in the Statutes and Regulations.

<sup>2</sup> It shall have its organisation approved by the Foundation Council. The Foundation Council may request changes if the tasks, competences and responsibilities assigned to the Executive Management are not fully or properly covered.

<sup>3</sup> The Director shall nominate their deputy from among the members of the Executive Management.

#### **Article 42 Mandates of members of the Executive Management and of employees of the Administrative Offices**

Compensation for mandates exercised in favour of the SNSF by members of the Executive Management or employees of the Administrative Offices shall be paid by the SNSF.

### **Section VII Auditor**

#### **Article 43 Appointment**

The Foundation Council appoints the external auditor.

### **Section VIII Other committees entrusted with tasks for the Foundation**

#### **Article 44 Scientific Advisory Board**

<sup>1</sup> At the request of the Academic Board of the Research Council, the Foundation Council shall elect a Scientific Advisory Board with five members.

<sup>2</sup> The Scientific Advisory Board shall comprise persons with expertise in the fields of science and research, culture and business. In particular, the composition of the Board shall be internationally oriented, and knowledge and experience of research policy, research trends, research management and international regulations are desired.

<sup>3</sup> The members of the Scientific Advisory Board shall be elected for a term of office of four years. They may be re-elected once.

<sup>4</sup> The Scientific Advisory Board has no decision-making powers. It shall advise the Foundation Council and the Academic Board of the Research Council on its strategic planning from an international perspective. In particular, it may be consulted on the development of the multi-year programme and for trend analyses in the area of research funding.

<sup>5</sup> The advisory activities of the Scientific Advisory Board shall be carried out in close coordination with the Academic Board of the Research Council, which shall ensure the exchange of information with the Foundation Council and, if necessary, the Delegates Assembly.

<sup>6</sup> The meetings of the Scientific Advisory Board shall be organised and chaired by a member of the Academic Board of the Research Council.

<sup>7</sup> The Scientific Advisory Board's working methods shall be regulated in a written mandate agreed between the presiding bodies of the Foundation Council and the Research Council. Compensation is governed by the Compensation Regulations.

#### **Article 45 Internal audit unit**

<sup>1</sup> In consultation with the Executive Management, the Foundation Council shall appoint an internal audit unit to ensure the appropriateness and effectiveness of the steering and control systems and management processes, as well as for risk management. Internal audit contributes to the continuous improvement of business processes.

<sup>2</sup> The tasks and activities of the internal audit unit shall be set forth in writing in a mandate agreed between the Finance and Audit Committee of the Foundation Council and the Executive Management. Audit assignments are assigned to the internal auditors by the Executive Management in consultation with the Finance and Audit Committee. The Finance and Audit Committee issues audit assignments directly to internal auditors as required.

<sup>3</sup> The audit work of the internal audit unit shall be carried out in close coordination with the Executive Management and the Finance and Audit Committee of the Foundation Council. The internal audit unit shall maintain its impartiality. It is not entitled to issue instructions and shall in no case exercise a hierarchical function within the SNSF Administrative Offices.

<sup>4</sup> The internal auditors shall immediately report any extraordinary occurrences in the course of the audits to the Finance and Audit Committee of the Foundation Council and the Executive Management.

<sup>5</sup> The internal audit unit and the Compliance Committee shall provide each other with information insofar as this is necessary for the fulfilment of their duties.

#### **Article 46 Compliance Committee**

<sup>1</sup> The Foundation Council shall elect a Compliance Committee with five members to ensure the quality and legality of the SNSF's funding procedures and decisions.

<sup>2</sup> The Compliance Committee is composed of:

- a. a member of the Foundation Council;
- b. four external members with very good knowledge and experience of compliance, science and research, research funding and the Swiss research landscape.

<sup>3</sup> The Compliance Committee shall be chaired by the member of the Foundation Council. The other members are elected by the Foundation Council on the proposal of the President of the Compliance Committee. The members of the Compliance Committee are elected for a term of office of four years. They may be re-elected once. They are permitted to apply for SNSF funding.

<sup>4</sup> The Compliance Committee shall assist the Foundation Council in an advisory capacity in the latter's function of supervising the scientific activities of the SNSF. It shall analyse and review the regularity, appropriateness and quality of the SNSF's funding decisions and their implementation.

<sup>5</sup> It shall advise the Foundation Council and the Academic Board of the Research Council in order to ensure the quality of research funding and, to this end, conduct targeted analyses of processes and decisions in the funding procedures. Following consultation with the Academic Board of the Research Council and the Executive Management, it shall submit its review topics to the Foundation Council for approval.

<sup>6</sup> After completing its review, the Compliance Committee shall recommend any measures that are required to the Foundation Council. The Academic Board of the Research Council and the Executive Management shall be responsible for implementing the recommendations within the scope of their competences and shall report periodically to the Foundation Council. The Compliance Committee shall immediately inform the President of the body if it learns of any incidents that require immediate action.

<sup>7</sup> The Executive Management shall provide the Compliance Committee with a secretariat. This secretariat shall participate in the meetings of the Compliance Committee in an advisory capacity.

<sup>8</sup> The internal audit unit and the Compliance Committee shall provide each other with information insofar as this is necessary for the fulfilment of their duties.

<sup>9</sup> The Compliance Committee may issue internal regulations. These shall be subject to approval by the Foundation Council.

## **Section IX Representation**

### **Article 47 Signatory powers and representation rules**

<sup>1</sup> The following persons shall be authorised to represent the SNSF Foundation (Article 55 of the Swiss Civil Code) and shall be recorded in the commercial register as being authorised to sign on behalf of the foundation with one other authorised signatory:

- a. The President of the Foundation Council.
- b. The Vice President of the Foundation Council.
- c. The President of the Research Council.
- d. The Vice President of the Research Council.
- e. The members of the Executive Management

<sup>2</sup> The Foundation Council shall authorise the members of the Executive Management to represent the SNSF in the sale of SNSF non-commercial real estate. This authorisation includes the taking of all decisions and implementation steps.

## **Section X Transitional and final provisions**

### **Article 48 Repeal of existing regulations**

The present Regulations replace the following regulations:

- a. Organisational regulations of the Executive Committee of the Foundation Council of 14 December 2007
- b. Election regulations for the National Research Council of 25 January 2008
- c. Regulations on the authorisation to represent and sign on behalf of the SNSF dated 8 May 2013

- d. Regulations for the Compliance Committee of the Swiss National Science Foundation of 1 March 2013
- e. Regulations for the Internal Audit of the SNSF of 1 January 2008

#### **Article 49 Transitional provisions**

- <sup>1</sup> The Foundation Council Electoral Committee shall take up its duties from mid-2025. If an election is required beforehand to complete the composition of the Foundation Council, the latter may proceed analogously to the procedure set forth in Article 23 A paragraph 1 of the Statutes. In doing so, it may refer to the election procedure adopted for constituting the new Foundation Council.
- <sup>2</sup> The Research Council Electoral Committee shall take up its duties by the end of the fourth quarter of 2024 at the latest. The two members of the Research Council shall be elected for a fixed term of office of one year. The selection of candidates for the Research Council to take office from 1 April 2025 shall be carried out by analogous application of Article 28, and the Electoral Committee may delegate individual tasks in the selection procedure. By way of exception, the governing body of the Research Council may appoint in advance Research Council members for a limited period.
- <sup>3</sup> The first election of the new Academic Board of the Research Council shall take place by the end of the third quarter of 2024. The Foundation Council shall determine the initial election process after consultation of the Research Council. The President of the Foundation Council and the designated President of the Research Council must be involved in the preparation of the election proposal.
- <sup>4</sup> The provisions on incompatibilities within the Research Council (Article 28 paragraph 5) apply to all new elections of members of the Research Council. For existing members who continue their term in office until 31 March 2025, the rules on incompatibilities under the previous law apply.
- <sup>5</sup> The Foundation Council shall ensure that the Delegates Assembly is properly constituted by mid-2024 at the latest. For the constituent meeting, it shall ensure due composition, chairing of the meeting, the election of the remaining members and the preparation of other important business. The Foundation Council may adopt provisional rules of procedure.
- <sup>6</sup> At its constituent meeting, the Delegates Assembly shall elect the representatives in accordance with Article 13 paragraph 2 letters g and h of the Statutes. It shall decide on the provisional rules of procedure and the immediate business and meeting planning. At its second meeting, it shall elect the President, the Vice President and the two other members of the Bureau of the Delegates Assembly from among its members.
- <sup>7</sup> The Foundation Council shall regulate the details, and in doing so may delegate the regulation of transitional measures for the Research Council to the latter's governing body. Transitional measures of lesser importance are decided by the President of the Foundation Council, who shall consult the Research Council's governing body in the case of measures for the Research Council.

#### **Article 50 Entry into force**

These Regulations enter into force on 1 January 2024.

#### **Article 51 Publication**

These Regulations shall be published on the SNSF website.