

CERN/3388/Rev.4
Original: English
27 June 2023

ORGANISATION EUROPÉENNE POUR LA RECHERCHE NUCLÉAIRE
CERN **EUROPEAN ORGANIZATION FOR NUCLEAR RESEARCH**

RULES OF PROCEDURE
OF THE CERN COUNCIL

These Rules of Procedure were approved by the Council at its 212th Session on 22 June 2023 and entered into force on 1 July 2023. They cancel and replace the previous Rules of Procedure adopted on 20 June 2019 (CERN/3388/Rev.2).

Rule 1
Council Sessions

- a) The Council holds an ordinary Session at least once per year.
- b) In exceptional circumstances, at the request of either its President or at least five Member States, the Council meets in extraordinary Session.
- c) The Council may dedicate meetings, in whole or in part, to matters relating to the European Strategy for Particle Physics.
- d) The Council has three operating modes, Open, Restricted and Closed, with different attendance rights (see Rule 6).
- e) The Open Council is held in public. Access to the meeting can be in person and/or via electronic means.

Rule 2
Composition of the Council

- a) Each Member State must appoint one or two delegates to represent it at the Council Sessions (V, 1).
- b) If a delegate is unable to attend a Session, he or she may be replaced by another delegate appointed for that Session by the Member State concerned.
- c) The credentials of delegates must be issued by the Member State concerned. They must normally have been received by the Secretary of the Council at least one week prior to the Session. Credentials remain valid until such time as the Secretary of the Council is notified of their withdrawal.
- d) Credentials are verified prior to each Session by the Secretary of the Council, who informs the Council accordingly.
- e) Delegates may be accompanied by advisers (V, 1), subject to the conditions of attendance set out in Annex 1. The names of the advisers must normally have been received by the Secretary of the Council at least one week prior to the Session.
- f) No employed member of the personnel, or associated member of the personnel in receipt of financial benefits from the Organization, may act as a delegate or adviser.

Rule 3

President and Vice-Presidents

- a) The Council elects the President and two Vice-Presidents, who hold office for one year and may be re-elected for not more than two consecutive periods of one year (V, 11). The election procedure for the President and Vice-Presidents is laid down in Annex 2.
- b) The President is normally elected from among the delegates. For the duration of his or her term of office, the President is not a delegate.
- c) The two Vice-Presidents are elected from among the delegates.
- d) If the President is unable to attend all or part of a Session, or has a conflict of interest on a particular agenda item, the Vice-President who has served the longest in that capacity acts in the President's stead. If both Vice-Presidents have served for the same length of time, the Vice-President who has served as Council delegate for the longest total period acts in the President's stead.
- e) The President, or acting President, participates in the proceedings in an impartial way and not in the interest of a Member State. In the exercise of his or her functions, he or she is under the sole authority of the Council.

Rule 4

Council Secretary and Support

- a) The Director-General is the Secretary of the Council.
- b) The Director-General ensures that the Council has the infrastructure it requires as well as the necessary support, including from a dedicated Council secretariat and the Legal Counsel.

Rule 5

President's Group and Council Office Holders

- a) In the preparation and follow-up of Council Sessions, the President is assisted by the President's Group and may consult the Council office holders.
- b) In addition to the President, the President's Group comprises the Director-General, the Vice-Presidents, and the Chairs of the Finance Committee and the Scientific Policy Committee.

The Council office holders include the President, the Vice-Presidents, the Chairs of the subordinate bodies of the Council (the Audit Committee, the Finance Committee, the Pension Fund Governing Board, the Scientific Policy Committee and the Tripartite Employment Conditions Forum), and those Vice-Chairs and members of the said

subordinate bodies who are appointed from amongst the Council delegates and Finance Committee members.

- c) The President may invite any other person to attend all or part of a meeting of the President's Group or Council office holders.
- d) The Legal Counsel provides procedural and legal assistance.

Rule 6

Attendance at the Council

- a) The delegates, the President, the Vice-Presidents, the Director-General and the Chairs of the Scientific Policy Committee, the Finance Committee and the Audit Committee attend the Council in all operating modes.
- b) In addition, the Council may, by a two-thirds majority of all Member States, decide to grant regular attendance rights, in particular observer status, to other persons, States or intergovernmental organisations with which the Organization cooperates.
- c) The President may decide to invite individuals to be present for specific agenda items.
- d) Attendance rights for each operating mode of the Council, as well as for meetings dedicated, in whole or in part, to matters relating to the European Strategy for Particle Physics, are set out in Annex 1.

Rule 7

Date, Place and Notice of Council Sessions

- a) Sessions are held on dates decided by the Council. The schedule of ordinary Sessions for the year n is established, if possible, in the year $n-2$.
- b) Sessions are, in principle, held at the seat of the Organization, except when the Council decides to meet elsewhere (I and V, 3).
- c) The Council normally meets in person.

In exceptional circumstances, the President, following discussion with the Director-General, may decide to conduct a meeting on a hybrid or remote basis. In the event of a hybrid meeting, in order for a Member State to be considered present for quorum purposes and to be able to vote, at least one delegate from the Member State must attend in person.

- d) The President may authorise the following individuals to participate remotely in a meeting otherwise held in person:
 - (i) a delegate who is unable to attend in person for unforeseen reasons;
 - (ii) representatives of States and organisations with Observer status;
 - (iii) individuals making presentations who are not otherwise at CERN.
- e) Notice of ordinary Sessions is sent to attendees by the Secretary of the Council at least 21 calendar days in advance of the Session.
- f) Notice of extraordinary Sessions is sent to attendees by the Secretary of the Council at least ten calendar days in advance of the Session. This notice period may be waived in cases of extreme urgency, of which the President is the judge.

Rule 8

Agendas of Council Sessions

- a) An agenda is issued for each operating mode of each Session.
- b) These agendas are prepared by the President in consultation with the Director-General and following discussion in the President's Group.
- c) They include, in particular, recurrent items, proposals and reports submitted by the Director-General, the subordinate bodies of the Council or Council working groups, and any items that, at a previous Session, the Council has decided to address.
- d) For ordinary Sessions, the agendas are sent to the respective attendees at least 21 calendar days in advance.
- e) For extraordinary Sessions, agendas and a description of the matter(s) to be discussed must be sent to the respective attendees with the notice for the Session, i.e. ten calendar days in advance.
- f) When adopting the agenda at the beginning of each operating mode, the Council may decide to add, delete, modify or combine items or re-arrange their order. Exceptionally and provided that no Member State objects, the Council may also decide to add new items after adopting the agenda.
- g) A request from a State to be considered for Membership of the Organization cannot be placed on the agenda until at least three months have elapsed since the President first informed the Member States of the request (III, 2 (b)).
- h) A proposal for amendment of the Convention or the Financial Protocol cannot be placed on the agenda until at least three months have elapsed since the President first sent the proposed amendment to the Member States (X, 1).

Rule 9

Council Documents

- a) Council documents are those submitted under items on the Council's agenda and given official references. They are submitted for information, feedback or decision.
- b) Such documents are submitted by the Director-General, the President of the Council or those mandated to do so by the Council.

A Member State seeking to have a Council document prepared must submit a detailed written request to the President of the Council and the Director-General at least one month in advance of the Session.

- c) Council documents are made available at least 14 calendar days in advance of the Session. In exceptional circumstances, the President may authorise them to be made available after this deadline.

Notwithstanding the foregoing, documents pertaining to an agenda item upon which a Council decision is required and cannot be deferred to the next Session must be made available at least 7 calendar days in advance of the Session. Exceptions to the latter deadline may be made only if no Member State objects.

Rule 10

Access to Council Documents

- a) All documents prepared for a Session have the status of confidential working documents until such time as the Council decides on their access status. Accordingly, they are made available only to the attendees concerned (see Annex 1) and can be further distributed only as strictly required for the preparation of the Session.
- b) At the end of each operating mode, the Council decides on the applicable access status of documents ("Confidential", "Restricted" or "Public"), based on the proposals indicated on the agenda.
- c) In principle, "Confidential" access status is assigned to:
 - documents containing sensitive political information, including those concerning relations with States, Intergovernmental Organisations or other institutions;
 - documents relating to elections and appointments;
 - minutes, if any, and conclusions, of the Closed Council;
 - any other document or other written material that should remain confidential for political, legal, commercial, security or other reasons.

- d) In principle, “Restricted” access status is assigned to:
- minutes of the Restricted Council;
 - any other document or other written material to which access should be restricted for political, legal, commercial, security or other reasons.
- e) All remaining documents are assigned “Public” access status.
- f) “Confidential” and “Restricted” documents are made available only to the attendees concerned. They can be passed on to others only if required for the fulfilment of their functions in the Council or the Organization. “Public” documents are made publicly available.

Rule 11

Conduct of Business

- a) The President directs the proceedings, fosters a constructive climate, maintains order and ensures observance of these Rules.
- b) In particular, the President:
- declares each Session open and closed;
 - directs the discussions;
 - rules on matters of procedure;
 - grants or withdraws the right to take the floor, giving priority to procedural motions;
 - decides on the order in which the floor can be taken, which should normally be that in which it is requested;
 - puts proposals to the vote;
 - announces decisions; and,
 - suspends or adjourns discussions or the Session.
- c) In the event that a proposal requiring the positive recommendation of the Finance Committee has not received such recommendation, it is not immediately put to the vote. The proposal is discussed in the Council and then referred back to the Management for amendment or to the Finance Committee for further consideration, within a reasonable time, taking due account of the feedback provided by the Council. Should the proposal not receive a positive recommendation after a second iteration in the Finance Committee, the Council may proceed to the vote.
- d) In compliance with the Organization’s Code of Conduct as well as its conflict of interest policy, participants in Council Sessions contribute to a constructive climate of discussions, conducive to consensus building.

Rule 12

Quorum, Basis for Decision taking and Resolutions

- a) For the discussion of and any decision on a matter, the presence of delegates from a majority of the Member States entitled to vote on that matter constitutes the required quorum (V, 9).
- b) Decisions on matters of substance are taken on the basis of written proposals. Exceptions may be made only if no Member State objects.
- c) Decisions of major importance for the Organization can be taken in the form of Resolutions. Resolutions are, in principle, made public.

Rule 13

Amendments to Proposals

- a) An amendment to a proposal submitted to the Council for decision may be put forward by any Member State or by the President, except where the Council has set up specific procedures, such as those concerning elections/appointments (Annex 2) or employment conditions (Annex 3).
- b) The text of proposed amendments must be submitted in writing to the Secretary of the Council at least 48 hours prior to the Session, for immediate distribution to the delegates. Exceptions may be made only if no Member State objects.
- c) Proposed amendments must be seconded by a Member State in order to be put to the vote.
- d) Proposed amendments must be voted upon before the tabled proposal is put to the vote. The voting majority for a proposed amendment is that required for the tabled proposal itself.
- e) If several amendments are proposed, the President determines the order in which they are put to the vote.
- f) Where the adoption of one proposed amendment necessarily implies the rejection of another, the latter is not put to the vote.
- g) A proposed amendment may be withdrawn by the proposer if the seconding Member State agrees.
- h) Once voting on all proposed amendments has been completed, the final proposal is put to the vote.

Rule 14

Procedural Motions

- a) During a Session, any Member State may submit procedural motions, in particular to:
- refer a matter back to the originator (cf. Rule 9 b)) of the proposal;
 - postpone consideration of an agenda item;
 - suspend or adjourn the Session;
 - suspend or adjourn discussion on a particular agenda item;
 - request the Council to proceed with another agenda item;
 - request the addition of an agenda item.
- b) If seconded by another Member State, a procedural motion is put to the vote. The applicable voting majority is a simple majority of the Member States represented and voting.
- c) A procedural motion may be withdrawn by the proposing Member State, provided that the seconding Member State agrees.

Rule 15

Voting

- a) Each Member State has one vote (V, 4). It is entitled to cast its vote provided that it is represented in the Council Session and subject to the provisions of Articles V, 7 and V, 8 of the Convention. Proxy voting is not permitted.
- b) Majorities required
- (i) The statutory majorities applicable to the Council's decisions are laid down in the Convention. Decisions in respect of which the Convention requires unanimity or a qualified majority of Member States are recalled in Annex 4. Other decisions are taken by a simple majority of the Member States represented and voting (V, 5).
 - (ii) "Member States represented and voting" (V, 5) means that Member States that abstain from voting or, in the case of secret ballots, spoil their ballot paper, are considered as not voting.
 - (iii) In order to secure strong political support for decisions of major importance, the Council may decide that consensus is required (see Annex 4).
 - (iv) "Consensus" means the achievement of general support of the Member States without holding a vote and with no Member State having voiced an objection to the proposal.

c) Voting process

- (i) The Council normally takes open votes, which are conducted by a show of hands, a roll call or electronic means. The President announces the result, indicating which Member States have voted in favour or against or abstained. The vote or abstention of each Member State is recorded in the minutes of the Session.
- (ii) Decisions on the admission of a new Member State and in respect of elections and appointments, including re-elections and reappointments, are taken by secret ballot. In other instances, voting takes place by secret ballot if so requested by at least two Member States. In secret ballots, the Vice-Presidents or, in their absence, delegates selected by the President for this purpose, verify the counting of the votes. In the event of a remote meeting, secret ballots are conducted by secure electronic means. The number of votes in favour and against, and any abstentions, are announced by the President and recorded in the minutes of the Session.

Rule 16

Loss, Restoration and Reinstatement of Voting Rights

a) Automatic loss of voting rights

A Member State whose contributions arrears exceed the thresholds laid down in the Convention automatically loses its voting rights (V, 8). The Secretary of the Council immediately notifies the Member State concerned and informs the other Member States in due time before the Session.

b) Automatic restoration of voting rights

Lost voting rights are automatically restored once the Member State's arrears have been paid such that they no longer exceed the thresholds laid down in the Convention.

c) Reinstatement of voting rights by the Council

- (i) The Council may decide to reinstate the voting rights of a Member State if it is satisfied that failure to pay is due to conditions beyond the Member State's control (V, 8) and the Member State commits to the settlement of its arrears within a reasonable timeframe.
- (ii) Any Member State wishing to have its voting rights reinstated must send, in time for consideration by the Council at the Session concerned, a request to the President demonstrating why its failure to pay is due to conditions beyond its control, as well as its proposed settlement plan.
- (iii) Such requests must be considered by the Council immediately at the start of the Session concerned.
- (iv) A decision by the Council to reinstate a Member State's vote remains effective as long as the Member State complies with the approved settlement plan.

Rule 17

Council Elections and Appointments

The procedures applicable to Council elections and appointments are referenced in Annex 2.

Rule 18

Minutes

- a) The minutes prepared by the minute-writing service are the official record of the Council's deliberations and decisions. Audio recordings are made for the purpose of preparing the minutes and thereafter are archived in accordance with the Organization's official policy.
- b) The minutes for each operating mode are as follows:
 - (i) **Open Council:** the minutes record the substance of individual statements, and the conclusions reached, under all agenda items;
 - (ii) **Restricted Council:** the minutes record all conclusions reached, together with the substance of individual statements, in discussions leading to decisions, and provide a summary of discussions under all other agenda items;
 - (iii) **Closed Council:** the minutes record the conclusions only, unless otherwise agreed by the Council.
- c) After approval by the President, following consultation with the Secretary of the Council, the draft minutes are circulated to the attendees of the operating mode concerned at least 21 calendar days before the date of the subsequent Session. In exceptional circumstances, the President may authorise them to be made available after this deadline. Proposed corrections must normally be submitted in writing to the Council Secretariat.
- d) The minutes are submitted to the Council for approval, normally at the subsequent Session.
- e) A summary of conclusions for each operating mode is circulated to the attendees concerned, for information, after each Session.

Rule 19

Public Information

Public information on matters discussed during a Session is issued under the sole authority of the President, following consultation with the Director-General.

Rule 20**Languages of the Council**

- a) Documents are submitted to the Council in English and French.
- b) During Council Sessions, participants may express themselves in English, French or German. Simultaneous interpretation is provided into English, French and German.

Rule 21**Applicability of these Rules of Procedure to Subordinate Bodies**

These Rules apply *mutatis mutandis* to subordinate bodies set up by the Council, insofar as they have not adopted their own specific provisions covering the issue(s) concerned.

Rule 22**Final Provisions**

- a) These Rules come into effect on the date of their adoption by the Council and cancel and replace the previous Rules.
- b) These Rules can be amended by the Council, always provided that any amendment or interpretation must be consistent with the provisions of the Convention, which always prevails.

ANNEX 1

Attendance in the three operating modes of the Council (Rule 6)¹

Open Council	Restricted Council	Closed Council
<ul style="list-style-type: none"> - President and Vice-Presidents - Member State delegates and advisers - Director-General - Chairs of AC, FC, PFGB, SPC, TREF and ECFA - Representatives from Associate Member States and advisers - Representatives of non-Member States and international organisations with Observer status - CERN directors and department heads - Any other person wishing to attend 	<ul style="list-style-type: none"> - President and Vice-Presidents - Member State delegates + one adviser per State - Director-General - Chairs of AC, FC, PFGB, SPC, TREF and ECFA - Representatives from Associate Member States + one adviser per State - Representatives of non-Member States with Observer status, for such agenda items as agreed by the Council - CERN directors and, as business requires, other representatives of the CERN Management - Any other person invited by the President to attend 	<ul style="list-style-type: none"> - President and Vice-Presidents - Member State delegates - Director-General and, as business requires, other representatives of the CERN Management - Chairs of AC, FC and SPC - Any other person invited by the President to attend
<p style="text-align: center;">CERN support: - Council secretariat - Legal Counsel - Minute writers - Interpreters - Audio-visual technicians</p>		

¹ As adopted by the Council in document “*Report of the Working Group on the Review of the Tasks and Working Methods of CERN’s Governing Bodies and Committees* » (ref. CERN/2538). With respect to the European Strategy Matters, attendance is defined in the document “*Proposal for a revised procedural framework for the European Strategy for Particle Physics*” (ref. CERN/3092/Rev.3) and in document “*Update of the European Strategy for Particle Physics - Composition and establishment of the Physics Preparatory Group and the European Strategy Group*” (ref. CERN/3389/Rev.).

Matters relating to the European Strategy for Particle Physics		
Open	Restricted	Closed
<p>Regular attendees:</p> <ul style="list-style-type: none"> - President and Vice-Presidents - Member State delegates and advisers - Director-General - Chairs of FC, SPC and ECFA - Strategy Secretary (for Strategy updates) - Representatives of Associate Member States in the pre-stage to Membership and advisers - CERN directors and department heads <p>Standing invitees:</p> <ul style="list-style-type: none"> - Representatives of Associate Member States - Representatives of Observer States and Organisations - Chair of the European Laboratory Directors' Group - Chairs of ApPEC and NuPECC <p>- Any other person wishing to attend</p>	<p>Regular attendees:</p> <ul style="list-style-type: none"> - President and Vice-Presidents - Member State delegates + one adviser per State - Director-General - Chairs of FC, SPC and ECFA - Strategy Secretary (for Strategy updates) - Representatives of Associate Member States in the pre-stage to Membership + one adviser per State - CERN directors and, as business requires, other representatives of the CERN Management <p>Standing invitees:</p> <ul style="list-style-type: none"> - Representatives of Associate Member States - Representatives of Observer States and Organisations - Chair of the European Laboratory Directors' Group - Chairs of ApPEC and NuPECC <p>- Any other person invited by the President to attend</p>	<ul style="list-style-type: none"> - President and Vice-Presidents - Member State delegates - Director-General and, as business requires, other representatives of the CERN Management - Chairs of FC and SPC <p>- Any other person invited by the President to attend</p>
<p>CERN support: - Council secretariat</p> <ul style="list-style-type: none"> - Legal Counsel - Minute-writers - Interpreters - Audio-visual technicians 		

ANNEX 2

Procedures for Council elections and appointments

The Council has adopted election and appointment procedures for the following:

- President of the Council and Chairs, Vice-Chairs and members of subordinate bodies,
- Director-General,
- Directors and department heads,
- Strategy Secretary for the Update of the European Strategy for Particle Physics,
- Chief Executive Officer of the Pension Fund,
- External Auditors.

The detailed procedures for all the above can be found on the Council website (<https://council.web.cern.ch/en/content/procedures-council-elections-and-appointments>).

ANNEX 3

Procedure for proposals on employment conditions submitted to the Finance Committee and the Council / Conciliation¹ (Rule 13)

1. **Output from TREF:** Proposals on employment conditions are made by the Director-General to the Finance Committee and the Council, following discussions in the tripartite Forum (TREF), whenever appropriate, and after *concertation* with the Staff Association.
2. **Minor changes to proposals:** If the Council cannot accept a proposal as it stands and considers that the proposal could be acceptable with minor drafting adjustments, it may, with a view to taking a decision at the same Session, request the Director-General, after due consultations, to submit a revised proposal.
3. **Substantive changes to proposals:** If a proposal is not accepted as it stands and the Council wishes to see it substantially modified, the Council would normally refer it back for reconsideration by the Director-General with instructions in writing, for treatment as in paragraph 1) above.
4. **Conciliation mechanism:** If an amended proposal submitted following the procedure outlined in paragraph 3) is again rejected by the Council, the Council would ask a restricted tripartite group, chaired by the Chair of TREF and composed of three members of the Council or of the Finance Committee, three representatives of the Management and three representatives of the Staff Association, to study the matter and to make a recommendation to the Council through the Finance Committee.
5. **Annual salary adjustment:** In the case of the annual salary adjustment procedure, paragraphs 3) and 4) will be interpreted as if the September meeting of the Finance Committee² and the Council³ take the place of the first consideration of the matter by the Council, with the end-point of the process remaining the December meeting of the Council.

¹ As adopted by the Council in document “*Remuneration and Employment Conditions of CERN Staff*” (ref. [CERN/RTG/8](#)) in June 1994 and confirmed in the TREF Terms of Reference (CERN/3696/Rev.).

² The original wording of CERN/RTG/8 referred to the “October and/or November” meetings of the Finance Committee. Following the changes to CERN’s planning cycle decided by the Council in 2008 (ref. [CERN/2777/Rev.](#)), the Finance Committee no longer meets in October or November.

³ The original wording of CERN/RTG/8 referred to the Committee of Council but this was discontinued in 2003 (ref. [CERN/2538](#)) and its functions have since been taken over by the Council.

ANNEX 4

Voting Majorities in the Council (Rule 15)

Subject	Unanimity of all Member States	Two-thirds of all Member States	Two-thirds of Member States represented and voting	Simple majority of Member States represented and voting	Reference to the Convention	Reference to the Financial Protocol
Admission of new Member States	•				Art. III. 2(a)	
Amendments to the Convention	•				Art. X. 2	
Adoption of a new programme of activities		•			Art. II. 4, 5	
Reinstatement of voting rights of a Member State in contribution arrears		•			Art. V. 8	
Council's subordinate bodies: creation and terms of reference		•			Art. V. 12	
Director-General: appointment and dismissal		•			Art. VI. 1(a)	
Director-General: delegation of authority to act on behalf of the Organization in additional matters		•			Art. VI. 1(a)	
Council-appointed staff: appointment and dismissal		•			Art. VI. 3	

Subject	Unanimity of all Member States	Two-thirds of all Member States	Two-thirds of Member States represented and voting	Simple majority of Member States represented and voting	Reference to the Convention	Reference to the Financial Protocol
Staff Rules: adoption / amendment		•			Art. VI. 3	
Scale of Member States' contributions		•			Art. VII. 1(b)	
Determination of payment arrangements for and currency of Member States' contributions		•				Art. 5. 2
Adjustment of a Member State's contribution to take account of special circumstances		•			Art. VII. 1(b)(ii)	
Determination of the amount of the special contributions for new Member States		•			Art. VII. 4(a)	
International cooperation with IGOs and States (ICAs)		•			Art. VIII	
Granting of observer status to IGOs and non-Member States		•			Rule 6(b)	
Amendments to the Financial Protocol		•			Art. X. 3	
Termination of Membership for non- fulfilment of obligations		•			Art. XIII	
Adoption of rules and implementing regulations for financial administration		•				Art. 7
Adoption of the budget			•		Art. V. 2(c)	

Subject	Unanimity of all Member States	Two-thirds of all Member States	Two-thirds of Member States represented and voting	Simple majority of Member States represented and voting	Reference to the Convention	Reference to the Financial Protocol
Council decisions for which no qualified majority is provided for in the Convention and the Financial Protocol				•	Art. V. 5	

Examples of Council decisions taken by consensus (Rule 15 b) iii))

Expression of interest following a State's request to be considered for Membership	CERN/2918/Rev. Para. 45
Decision to admit a State to Associate Membership as the pre- stage to Membership	CERN/2918/Rev. Para. 49
Decision to admit an applicant State to the status of Associate Member State	CERN/2918/Rev. Para. 62