

Directive on the Rules Applicable to EPFL Employees Serving as EPFL Representatives on a Foundation Board*

LEX 1.11.1

1st October 2015, status as at 25th January 2021

The Direction of the Ecole polytechnique fédérale de Lausanne hereby establishes the following rules applicable to EPFL employees serving as EPFL representatives on a Board of Trustees:

Article 1 Approval of appointment

Any appointment of an EPFL employee to represent EPFL on a Foundation Board shall be subject to approval by the EPFL Direction.

Article 2 Term of office

- a. The duration of the term of office shall comply with the rules in force within the Foundation.
- b. The term of office is strictly linked to employee status and therefore ceases simultaneously with termination of employment with EPFL.

Article 3 Principle of non-remuneration

No EPFL employee serving on a Foundation Board shall receive payment in the framework of this function unless the Foundation bylaws provide for remuneration.

Article 4 Duty of disclosure

All persons mandated by EPFL, as representatives of EPFL serving on a Foundation Board, shall transmit the relevant Foundation documents to the VPF either on a yearly basis or at any time, as requested by the EPFL Direction.

Documents required:

- Constitution
- Bylaws
- Rules and regulations
- Agreements with EPFL or other
- Meeting agendas and reports
- Budget, balance sheet and profit and loss statement
- Auditors' report
- Activity report
- Management letter

* This Directive also applies to persons outside EPFL appointed by the latter to serve as EPFL representatives on a Foundation Board (e.g. Wyss Foundation).

Article 5 Statements

When issuing statements or positions on behalf of EPFL, EPFL employees commit the institution. Prior approval shall be sought from the EPFL Direction.

Article 6 EPFL Position

As a consequence of the previous Article, EPFL shall defend its employees should they be challenged about their work for a Foundation on whose Board of Trustees they serve.

Article 7

These rules may be amended at any time by the EPFL Direction.

This directive entered into force on 1st October 2015, and was revised on 25th January 2021 (version 1.4).

On behalf of the EPFL Direction:

President:
Martin Vetterli

Director of Legal Affairs:
Françoise Chardonnens

Annex: Model Decision to appoint an EPFL representative to serve on a Foundation Board.