

SR21 - INSTITUTE FOR SCIENTIFIC RESEARCH

INSTITUTIONAL GOVERNANCE POLICY

Version: 1.0

Status: Approved

Jurisdiction: Switzerland (Primary), aligned with EU and UK governance standards

Effective Date: 01/03/2025

Review Cycle: Annual

1. PURPOSE AND SCOPE

1.1 Purpose

This Governance Policy establishes the formal framework through which the **SR21 -INSTITUTE FOR SCIENTIFIC RESEARCH** is directed, controlled, and held accountable. It ensures that institutional activities are conducted in accordance with:

- Swiss legal and regulatory requirements
- European Standards and Guidelines (ESG) for higher education governance (where applicable)
- UK principles of good governance (e.g., accountability, transparency, integrity)
- International best practice in research institute governance

1.2 Scope

This policy applies to:

- Governing bodies and advisory structures
- Executive leadership and operational management
- Academic and research governance systems
- All staff, fellows, affiliates, and partners
- All institutional activities, including research, knowledge transfer, and educational delivery

2. GOVERNANCE PRINCIPLES

The governance of the **SR21- INSTITUTE FOR SCIENTIFIC RESEARCH** is founded on the following core principles:

2.1 Strategic Integrity

All governance decisions must align with the Institute's mission:
advancing high-impact research and knowledge transfer across strategic, scientific, and societal domains.

2.2 Independence

The Institute operates as an **independent research entity**, free from undue political, commercial, or ideological influence, while maintaining lawful and ethical accountability.

2.3 Accountability

Clear lines of accountability are maintained between:

- Governing Board
- Executive Leadership
- Academic and Research Structures

2.4 Transparency

Decisions, policies, and governance processes are documented, reviewable, and auditable.

2.5 Ethical Responsibility

All governance actions must reflect:

- Scientific integrity
- Ethical research conduct
- Responsible use of knowledge

2.6 Risk Awareness

Governance incorporates proactive identification, mitigation, and monitoring of:

- Strategic risks
- Operational risks
- Reputational risks
- Security and information risks

2.7 Excellence and Meritocracy

Appointments, decisions, and recognition systems are based on:

- Demonstrated expertise

- Research contribution
- Institutional value

3. GOVERNANCE STRUCTURE

3.1 Overview

The governance structure consists of three primary tiers:

(a) Governing Board (Strategic Oversight)

(b) Executive Leadership (Operational Authority)

(c) Academic and Research Governance Bodies (Scholarly Integrity)

4. GOVERNING BOARD

4.1 Role

The Governing Board is the **supreme oversight authority** responsible for:

- Strategic direction
- Institutional integrity
- Financial oversight
- Risk governance
- Executive accountability

4.2 Responsibilities

The Board shall:

1. Approve institutional strategy and long-term direction
2. Ensure financial sustainability and fiduciary oversight
3. Monitor institutional performance and risk
4. Approve major partnerships and collaborations
5. Safeguard institutional independence
6. Ensure compliance with applicable laws and regulations
7. Appoint and oversee the Director/President

4.3 Composition

The Board shall comprise:

- Chair
- Non-executive members
- Subject-matter experts
- Optional international advisory representation

4.4 Committees

The Board shall establish, at minimum:

(a) Audit and Risk Committee

- Financial oversight
- Internal controls
- Risk management systems

(b) Governance and Nominations Committee

- Board appointments
- Succession planning
- Governance effectiveness

(c) Ethics and Integrity Committee

- Research ethics
- Institutional conduct
- Conflict of interest oversight

5. EXECUTIVE LEADERSHIP

5.1 Role

The Executive Leadership is responsible for the **operational execution** of the Institute's strategy.

5.2 Key Positions

- Director / President (Chief Executive Authority)
- Chief Research Officer

- Chief Operations Officer
- Head of Academic and Fellowship Affairs
- Chief Compliance / Risk Officer

5.3 Responsibilities

Executive leadership shall:

- Implement Board-approved strategy
- Manage institutional operations
- Ensure regulatory compliance
- Deliver research and academic outputs
- Maintain stakeholder relationships

5.4 Accountability

The Executive reports directly to the Governing Board.

6. ACADEMIC AND RESEARCH GOVERNANCE

6.1 Academic Council

Role:

Primary authority for academic and research standards.

Responsibilities:

- Approval of research programmes
- Oversight of academic quality and standards
- Ethical review frameworks
- Fellowship and academic appointments

6.2 Research Integrity Framework

The Institute shall maintain:

- Research ethics approval processes
- Data governance protocols
- Publication and dissemination standards
- Misconduct investigation procedures

6.3 External Review

Where appropriate, the Institute shall engage:

- External reviewers
- Independent experts
- Advisory panels

7. ADVISORY STRUCTURES

7.1 Strategic Advisory Council

Provides high-level guidance on:

- Geopolitical developments
- Scientific trends
- Defence and security implications

7.2 Industry and Government Advisory Panel

Supports:

- Knowledge transfer
- Policy relevance
- Applied research alignment

8. RISK MANAGEMENT AND INTERNAL CONTROL

8.1 Risk Framework

The Institute shall maintain a formal risk management system aligned with:

- ISO 31000 (Risk Management Principles)
- ISO 45001 (where applicable for operational safety)

8.2 Risk Categories

- Strategic risk
- Operational risk
- Financial risk

- Legal and regulatory risk
- Cybersecurity risk
- Reputational risk

8.3 Internal Audit

An internal audit function shall:

- Conduct periodic reviews
- Assess control effectiveness
- Report directly to the Audit and Risk Committee

9. ETHICS, INTEGRITY, AND CONFLICT OF INTEREST

9.1 Ethical Framework

All institutional activities must comply with:

- Scientific ethics
- Research integrity standards
- Human subject protections (where applicable)

9.2 Conflict of Interest

All members must:

- Declare conflicts annually
- Declare situational conflicts
- Recuse themselves where required

9.3 Misconduct

The Institute shall maintain procedures for:

- Investigation of misconduct
- Disciplinary action
- Whistleblower protection

10. TRANSPARENCY AND REPORTING

10.1 Reporting Requirements

The Institute shall produce:

- Annual Report
- Governance Statement
- Risk and Audit Summary
- Research Output Report

10.2 Documentation

All governance decisions shall be:

- Recorded formally
- Retained for audit
- Accessible for review

11. COMPLIANCE AND LEGAL ALIGNMENT

11.1 Jurisdiction

The Institute operates under:

- Swiss law (primary legal framework)
- Applicable EU regulatory expectations (where engaged)
- UK governance standards (where relevant to partnerships or delivery)

11.2 Regulatory Alignment

The governance framework aligns with:

- ESG (European Standards and Guidelines)
- UK Committee of University Chairs (CUC) Governance Code (principles)
- OECD governance principles (where applicable)

12. INFORMATION GOVERNANCE AND SECURITY

12.1 Data Governance

The Institute shall maintain:

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- Data classification frameworks
- Secure data storage and handling
- GDPR-aligned data protection controls

12.2 Security Governance

Particularly relevant to defence and sensitive research:

- Controlled access environments
- Information compartmentalisation
- Secure communication protocols

13. PERFORMANCE AND EFFECTIVENESS REVIEW

13.1 Board Evaluation

Annual evaluation of:

- Board effectiveness
- Committee performance
- Governance structures

13.2 Executive Performance

Performance reviews based on:

- Strategic delivery
- Operational effectiveness
- Risk management

13.3 Institutional Review

Periodic external or internal review of:

- Governance effectiveness
- Academic quality
- Strategic alignment

14. CONTINUITY AND SUCCESSION PLANNING

14.1 Leadership Continuity

The Institute shall maintain:

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- Succession plans for key roles
- Delegation frameworks

14.2 Institutional Resilience

Governance supports:

- Business continuity planning
- Crisis governance structures

15. POLICY REVIEW AND AMENDMENT

15.1 Review Cycle

This policy shall be reviewed:

- Annually
- Or upon significant regulatory or structural change

15.2 Amendment Authority

Amendments require approval by:

- Governing Board

16. APPROVAL AND SIGNATURE

Approved by:

Governing Board:

SR21-Institute for Scientific Research, Zurich

Signature:  _____

Director C. E. Paterakis

Date: 15/01/2026

Place: Zürich, Switzerland