

The vacancy will be filled by the Board of Trustees as soon as possible. While the vacancy is being filled, the Board of Trustees may exceptionally function with less than ten members, in this case, only if at least six of its members have a standing appointment.

ARTICLE 16. - Appointments. The Board of Trustees will elect the members referred to in Paragraph (a) of Article 6 of these Statutes and the Director General of CIP. In addition, the appointments of those members referred to in Paragraphs (b) and (d) of the same Article will be submitted for approval by the Board of Trustees.

The Board of Trustees will proceed to appoint the member who will correspondingly replace the member whose term has finished, or when the position becomes vacant for any reason, or will re-elect or ratify the appointment, whichever may be the case, at the Annual Meeting preceding the expiration of the term mandated for the member in question.

ARTICLE 17. - Chair and Vice Chair. The Board of Trustees will elect a Chair and a Vice Chair from among its members for a term of two years. Both can be re-elected for an additional period of two years.

If the term, as member of the Board of Trustees, of the Chair or the Vice Chair expires before that corresponding to their appointment as Chair or Vice Chair, the latter appointment will be given as terminated. In case they are again appointed as members of the Board of Trustees for an additional period, when so allowed by the present Statutes, the Chair or Vice Chair will continue to fulfill his or her position until the term expires, without need for a new election.

The Chair convenes and presides over the Board of Trustees meetings. In case of temporary absence of the Chair, his or her functions will be automatically assumed by the Vice Chair. If the position becomes vacant, the Board of Trustees must elect a new Chair at its next Annual Meeting.

ARTICULO 18.- Secretariat: The Board of Trustees will designate a Secretary, who is not a member of the Board of Trustees, and who must be a member of the Center's General Administration.

The Secretary will be responsible for the preparation of the agenda with due anticipation and will write and keep the minutes of the sessions.

The agenda for each meeting should be prepared by the Secretary in consultation with the Chair of the Board of Trustees. The members of the Board of Trustees should receive the agenda at least 14 days before the meetings.

ARTICLE 19. - Responsibilities of the Board of Trustees. The Board of Trustees is the supreme administrative organism of CIP and has the following responsibilities:

- (a) Regularly review and steer policies relevant to the activities, priorities, and strategies of CIP, to ensure the relevance, quality, and impact of its work.
- (b) Monitor administrative processes, and determine the general organization of CIP.
- (c) Revise each year the financial and economic state of the Center to ensure the budget and the internal auditing are appropriate, through the annual contracting of external auditors, analyzing its results and taking the corresponding actions.

