

- (e) No more than two Members of the Board of Trustees will be of the same nationality. The nationality of the Director General will not be taken into account for this purpose.
- (f) When electing its members, the Board of Trustees will give consideration to the geographic representation and the professional qualifications of the individual, as well as a rotation of representatives from important donor countries.

Transitory Clause: The present members of the Board of Trustees will continue in their functions with the modification of CIP's legal status; however, as specified in the first paragraph of this article, the Board of Trustees can incorporate new members.

**ARTICLE 13. - Impediments to Be a Board of Trustees Member:** The following cannot be appointed as members of the Board of Trustees:

- (a) Those who are members, Directors, legal representatives or authorized personnel of societies and institutions, or who are officials of the public sector, and whose interests are contrary to those of CIP or whose interests are in permanent conflict because of their positions.
- (b) Staff members and Directors of the external auditing firm contracted each year by CIP, regardless of their position or function.

**ARTICLE 14. - Term of Service of Board of Trustees Members.** The members of the Board of Trustees will serve a term of three (3) years, and may be re-elected by the Board of Trustees for an additional consecutive term which can be extended under conditions of exceptional circumstances. The member who has served two terms may be elected again only if at least two years have passed between the last day of the second term served and the new appointment.

Representatives of the host country are exempted from the restrictions regarding new appointments and may continue as members of the Board of Trustees if again designated by the institution that originally appointed them and if their appointment is approved by the Board of Trustees.

The appointment of the Director General has no term of duration, and the person appointed will continue in the position until a vacancy is produced either by his or her resignation or revocation made by the Board of Trustees.

**ARTICLE 15. - Vacancy of Position.** The position of member of the Board of Trustees will become vacant for the following causes:

- (a) Expiration of the term for which that member was appointed.
- (b) Death of that member.
- (c) Resignation or removal of that member.
- (d) Incapacity of that member through disease, that permanently disables him or her from performing his or her functions.
- (e) Occurrence of any, all, or any combination of those impediments foreseen in Article 13 of these Statutes.

When a vacancy occurs, regarding a member whose period did not expire normally, after the corresponding annual meeting, then that vacancy should be filled by the Board of Trustees in its next meeting in accordance with the procedures of appointment referred to Article 12.

