



CREST. Building trust in the digital world

CREST REGIONAL COUNCILS

Terms of Reference

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1. Definitions

- (i) **“Accredited”** means a Member Company that has successfully completed a CREST audit of its quality processes, data handling procedures, technical methodologies and any other assessment criteria required by CREST for delivery of a Service Accredited by CREST. **“Accreditation”** shall be similarly construed.
- (ii) **“Assessor”** means a person appointed by CREST International having appropriate skills and experience to support CREST certification activities
- (iii) **“CREST International”** means the company with Company Registration number 09805375. **“CREST”** shall be similarly construed.
- (iv) **“Discipline”** includes, but is not limited to, Penetration Testing (including Web/Mobile App testing); and/or Intelligence-Led Testing/Red-Teaming; and/or Incident Response; and/or Threat Intelligence; and/or Security Operations Centres; and/or Vulnerability Assessment.
- (v) **“Focus Group”** means a small group of individuals elected to drive the objectives and activities of a Discipline to achieve its purpose.
- (vi) **“International Council”** shall mean the advisory body of CREST (International),
- (vii) **“Member Company”** means a company that has passed the relevant CREST Accreditation requirements, agreed to the CEST Code of Conduct, and has paid any fees associated with Membership.
- (viii) **“Region”** means a group of countries in a relevant geographical area as determined by CREST from time to time. **“Regional”** shall be similarly construed.
- (ix) **“Regional Council Member”** means an individual fulfilling a role on the Regional Council, and **“Council Member”** shall be similarly construed.
- (x) **“Membership”** means acceptance as a Member Company of CREST and in accordance with the Companies Act 2006.
- (xi) **“Regional Council”** means a body created to oversee either multiple countries in a Region or a single country, as appropriate and as determined by CREST from time to time, and comprising representatives elected by the Member Companies entitled to vote in a Region. **“Council”** shall be similarly construed.
- (xii) **“Secretariat”** means the employed staff of CREST, which may include remunerated appointments.
- (xiii) **“Senior Management Team”** means the employed staff of CREST that comprise the senior leadership team.
- (xiv) **“Service”** in the context of these Terms of Reference includes, but is not limited to, activities connected to the Disciplines.
- (xv) **“Working Group”** means a group of individuals gathered in accordance with Clause 9.

2. Purpose

- (i) The purpose of the CREST Regional Councils is to support the promotion of CREST in the various regions of the world, to encourage buyers to utilise CREST Accredited MemberMember Companies for added reassurance of quality of service and to encourage the upskilling of technical cyber security professionals in the Region. All of these activities will promote growth of the eco-systems.
- (ii) In some geographical areas, Regional Councils may be created to cover multiple countries and in these instances Councils can elect Member Companies from any of the countries within that Region.
- (iii) These Terms of Reference reflect CREST's governance regarding the elected and rotational structure of the Regional Council.
- (iv) Reference within these Terms of Reference (ToRs) to "CREST" means CREST International.

3. Transparency and Communications

3.1 Transparency

The membership, appointment processes and activities of the Regional Council will be summarised for all CREST Member Companies Accredited for Membership within that Region, including all Global Members. CREST International reserves the right to redact commercially sensitive or confidential information from such material as it deems necessary.

3.2 Communications

Regional Council Members should co-ordinate promotion of marketing activities relating to their Region with the CREST marketing team to ensure consistent messaging and branding, and to avoid any excessive flows of information.

Any communications relating to the Regional Council itself should be approved by the Head of Governance & Legal prior to circulation.

4. Responsibilities

4.1. Regional Council

- (i) To actively promote CREST corporate Membership and individual certification to local regulators, government, other stakeholders and industry in the Region or country;
- (ii) To keep CREST and the Senior Management Team apprised of local initiatives in the Region, including those of regulators, governments, etc.;
- (iii) To make decisions on local activities, initiatives or strategies and their associated expenditure;
- (iv) To engage with local training providers and academia;
- (v) To ensure engagement on relevant CREST International Focus Groups from within the Regional Council Members;
- (vi) To support CREST examination delivery and development if requested;

- (vii) To provide an annual budget to CREST International for anticipated expenditure. This should include, but not necessarily be limited to:
 - (a) Funding for the attendance of a Council representative (likely the Chair) at annual CREST meetings;
 - (b) Marketing and events specific to the Region;
 - (c) Incidental overhead/expenses.
- (viii) To provide feedback from the wider CREST Membership on Regional or country-specific issues;
- (ix) To consider potential research and development proposals, research papers and white papers relevant to the Region or country, and to recommend such to the Senior Management Team for consideration;
- (x) To assist with local events and marketing activities;
- (xi) To ensure compliance with CREST policies as applied to Regions.

Any recommendations will be passed to CREST whose decision on adoption or not will be final. CREST reserve the right to seek advice from the International Council.

4.2. CREST

- (i) To provide centralised services including, but not necessarily limited to: company Accreditation; individual certification services and activities; accounting; and legal reporting (where appropriate);
- (ii) To provide access to a Regional director or Regional lead where appropriate or in post to actively support engagement with regulators, government and other stakeholders to stimulate interest in CREST in the Region;
- (iii) To manage the Regional budgets of its various Councils;
- (iv) To manage budgeted income and expenditure of the Region and liaise with the Regional Council Chair as necessary;
- (v) To provide the Region with a seat on the CREST International Council;
- (vi) To provide forums to allow Regional Councils to engage with one another, with the Senior Management Team and with CREST Member Companies;
- (vii) To provide the Region with a presence on the CREST International website;
- (viii) To support local events and marketing activities;
- (ix) To provide the overarching governance and structure for the Regions and their Councils.

5. Composition of the Regional Council

- (i) The Regional Councils will be open to all CREST Member Companies Accredited for Membership within that Region which includes Member Companies with a global subscription. The CREST Membership Disciplines will each be represented on the Regional Council (see Clause 5.1 [Discipline Representation]). If new Disciplines are launched in the future, these Disciplines will also have a right to be represented on the Regional Council.
- (ii) Council Members will be elected in accordance with Clause 6 [Governance] of these Terms of Reference.

- (iii) Regional Council Members will be elected from and by the Member Companies Accredited for Membership in accordance with this Clause 5.
- (iv) Each CREST Regional Council will comprise up to 10 seats. Each representative must be from a Member Company Accredited to the Regional Council's Region and be domiciled within the Region represented by the Council.
- (v) In accordance with Clause 6.1 [Governance>Elections] and for the avoidance of doubt, there may only be one elected representative per Accredited Member Company on a Regional Council. However, the CREST Chief Executive Officer (CEO) reserves the right to allow two representatives from one Accredited Member Company to be elected to a Council if it is deemed to be to the benefit of the Council and/or the Region and/or supports CREST's global mission.
- (vi) For the avoidance of doubt, one Member Company may be represented on more than one Regional Council provided they are Accredited to those Regions.
- (vii) Each Regional Council Member will be allocated responsibility for achieving a particular objective for the Region and may also take responsibility for representing specific portfolios such as training, outreach, research, etc. See also Clause 5.1 [Discipline Representation].
- (viii) Representatives that are elected to a Regional Council will be required to sign a specific Non-Disclosure Agreement prior to joining the Regional Council, along with completing a Register of Interests declaration and signing agreement to comply with the CREST Code of Conduct for Council Members. All of these are mandatory.
- (ix) The Chair will be elected in accordance with the provisions of the Clause 7 [Chair and Vice-Chair] of these Terms of Reference.

5.1. Discipline Representation

- (i) Any elected representatives that are subject experts in a CREST Discipline will be appointed to their respective Discipline Focus Group and will be responsible for keeping the Regional Council updated on that Discipline's activities.
- (ii) Where no Discipline subject experts are elected to the Regional Council, one will be identified from the relevant Focus Group and will be co-opted to the Regional Council for the same purpose in accordance with the provisions of Clause 6.8 [Co-Optees].

5.2. Technical Examination representation

- (i) The Discipline representatives will engage directly with the entire Assessor community via their relevant Focus Group which will ensure that the appropriate Assessors are involved in their activities as relevant.
- (ii) For the avoidance of doubt, Assessors will typically provide input to the Regional Council through the Council's Discipline representative. Where necessary, an appropriate Assessor may be invited to attend a Regional Council meeting to provide direct input if such direct technical engagement is deemed necessary by the CREST Senior Management Team or the Regional Council Chair. See also Clause 8.5.3 [Assessor Representatives].

6. Governance

6.1. Elections

- (i) The CREST Member Companies Accredited for Membership either globally or for that Region will be invited to nominate appropriate representatives from their organisations to stand for election to a Regional Council. There will be a maximum of one nomination from any one Member Company which will ensure that there is only one representative from any one Member Company on a Regional Council.
- (ii) In a vote situation, each eligible Member Company will hold one vote.

6.2. Criteria

- (i) To be elected or appointed to Council, an individual must be an experienced strategic leader in cyber security. A range of factors will evince this and examples include, but are not limited to:
 - (a) Holding a strategic leadership position in a cyber company;
 - (b) Being a well-established commentator, public speaker or advisor in the Discipline;
 - (c) Having contributed to international research, standards development or cyber policy development;
 - (d) Previous experience working with government departments and regulators involved in cyber policy;
 - (e) Previous experience on boards or senior committees;
 - (f) Previous experience in setting and overseeing the execution of strategy;
 - (g) Previous experience in marketing or business development.
- (ii) Nominees will be required to demonstrate their suitability and fulfilment of the criteria above in their application.
- (iii) By volunteering to serve on a Regional Council, nominees must be in a position to allocate sufficient time to meet this expectation which is considered to be circa four hours per month.

6.3. Process

- (i) Head of Legal & Governance issues notice of election or vacancy to eligible Member Companies (Clause 5 [Composition of the Regional Council]).
- (ii) Nominees submit application form with required evidence.
- (iii) Head of Legal & Governance reviews applications to assess whether the criteria at Clause 6.2 [Governance>Criteria] have been met, which will be followed by peer review from Senior Management Team.
- (iv) Nominees meeting the selection criteria at Clause 6.2 [Governance>Criteria] will be entered onto a long-list. Those that do not meet the criteria will be advised.
- (v) Subject to the provisions of Clause 6.4(i) [Votes of Member Companies in elections], where required the nominees on the long-list will be put to eligible Member Companies for a vote.
- (vi) The requisite number of nominees, based on the number of vacancies to be filled, who secure the most votes will be entered onto a short-list.
- (vii) For the avoidance of doubt, any candidate not receiving a vote is unlikely to be taken forward for interview.
- (viii) Those on the short-list will be interviewed by the CEO and either the Regional Chair and/or other member of Senior Management Team (the "Interview Panel").

- (x) Those nominees selected will be advised.
- (x) Those nominees who are unsuccessful will be advised. Feedback, with the exception of voting patterns, can be provided if requested.
- (x) The decision of the Interview Panel will be final.

Note: If less than 10% of eligible voters cast a vote, CREST reserves the right to re-run the election process.

6.4. Votes of Member Companies in elections

- (i) If after the close of nominations, the number of nominated representatives standing for election to the Regional Council is less than or equal to the number of vacancies to be filled at the election, those representatives will be put forward to the short-list (see Clause 6.3 [Process]).
- (ii) If there are more nominated representatives than vacancies who meet the criteria, a poll will be held from among the Member Companies Accredited to the Region (see Clause 5 [Composition of the Regional Council]). Each Member Company will hold one vote. A Member Company representative may cast their vote for up to the number of vacancies to be filled but not more than the number of vacancies to be filled. The nominated representatives for the short-list will be selected by a majority vote. Ties will be settled based on the seniority of the Member Company joining CREST.
- (iii) The selection process outlined in Clause 6.3(vii)-(xi) [Process] will then be followed.

6.5. Other Votes

- (i) In any election under this Clause 6, the CEO from the CREST Senior Management Team shall hold one vote.
- (ii) See also Clause 8.4 [Regional Council Meetings>Votes in Meetings] for clarification of voting rights of the CREST Senior Management Team.

6.6. Term

- (i) Appointments to Regional Councils will be for three years.
- (ii) All Council Members will be required to retire at that point and will be eligible for re-election for a further three-year term if they wish to stand.
- (iii) Council Members who have served for two consecutive three-year terms, ie. six years, must stand down compulsorily for a minimum period of one year

6.7. Vacancies

- (i) A Council Member transitioning to another Member Company may remain on the Council and shall serve for the same term for which they were originally elected.
- (ii) A vacancy on the Regional Council created by the resignation of a Council Member not transitioning to another Member Company shall be allocated to the first unelected candidate (the first reserve) from the election last occurring, subject to the process outlined in Clause 6.3(vii)-(xi) [Process]. Regional Council Members appointed under these conditions shall serve for the same term as the individual that they are replacing in order to ensure

co-terming for future elections. If no such candidate exists, nominations for election to the Regional Council will be sought from amongst the Member Companies in accordance with Clause 5 [Composition of the Regional Council] and elected in accordance with Clause 6.3 [Process]. Council Members elected mid-term will serve the same term as the departing Council Member in order to ensure co-terming for future elections; see Clause 6.6 [Term].

- (iv) All such appointments shall be duly recorded in the minutes of the apposite meeting.

6.8. Co-Optees

- (i) The Regional Council may, at their discretion or as directed by the Senior Management Team, co-opt individuals in order to assist with the effective operation of Council in the Region. These individuals will be Co-Optees. There will be no more than five co-opted appointments on a Regional Council.
- (ii) Any individual appointed as a Co-Optee will be eligible to stand for election to the position of Chair of the Regional Council, or to the position of Vice-Chair if the Council wish to create such an appointment, and if so elected will serve a term in accordance with Clause 7 [Chair & Vice-Chair].
- (iii) CREST reserves the right to invite a Co-Optee to become an elected Council Member during any election process if:
 - (a) There are fewer nominees than vacancies at the election in question; and
 - (b) The Co-Optee works for a Member Company; and
 - (c) The CEO determines that the appointment of a Co-Optee as an elected Council Member would be to the benefit of the Council and/or the Region and/or CREST's global mission.
- (iv) Examples of the persons that the Regional Council may choose to co-opt include, but are not limited to, government representatives, persons with relevant experience in the Region, buyers or technical specialists.

6.8.1 Co-Optee Voting Rights

- (i) Co-Optees will carry a vote provided that the number of Co-Optees in a meeting shall not exceed the number of elected Council Members in the same meeting in a vote situation.
- (ii) Where Co-Optees are appointed, they must sign a CREST Non-Disclosure Agreement and the Code of Conduct for CREST's Regional Council Members. Both of these are mandatory. Co-Optees may also be asked to complete a Register of Interests declaration.
- (iii) A Co-Optee's appointment is subject to continued satisfactory performance, including attendance criteria at Clause 8.5 [Regional Council Meetings>Attendance & Contribution].
- (iv) Their appointment will continue until terminated by the Co-Optee or by a vote taken at a Regional Council meeting. Such action shall be recorded in the minutes of that Regional Council meeting.
- (v) If the Co-Optee holds the position of Chair or Vice-Chair, their tenure in that role will be subject to the provisions of Clause 7 [Chair and Vice-Chair].

Regional Council Members should familiarise themselves with the Councils' Governance Policies and Procedures.

7. Chair and Vice Chair

7.1 Chair

- (i) The Regional Council shall elect a Chair from amongst their number, who must be employed by a Member Company and which shall include Co-Optees (see Clause 6.8 [Co-Optees]), subject to the appointment being approved by the Senior Management Team.
- (ii) CREST International reserves the right to appoint an individual to act as Chair of the Council which shall be on the terms outlined in this Clause 7.1. In this event, the Regional Council Members will be invited to endorse such appointment.
- (iii) Chairs must be in a position to allocate sufficient time to meet the requirements of the role which are estimated at approximately two days per month.
- (iv) Chairs should be in a position to become a Director of CREST International if requested.
- (v) At all meetings, it shall be the duty of the Chair of the meeting to ensure that all Council Members show respect to each other and to the process and are provided with equal access to the floor.

7.1.1 Appointment Process for Chair

- (i) The process for appointing the Chair will be as follows:
 - (a) Elected Council Members will be invited to submit their nomination and rationale for standing for election to the role and will be required to evince their suitability based on the criteria at Clause 6.2(i) and will also be required to demonstrate skills and experience in areas such as motivation and collaboration, international perspectives and challenges, initial plans and longer term plans for the Council, and proposals for successful execution of Council objectives;
 - (b) Head of Governance and Legal (with support from other Senior Management Team representatives if required) will review the application(s) and assess whether the criteria for appointment have been met;
 - (c) Nominees that meet the criteria will be interviewed by at least two people (the "Interviewing Panel"), being the CEO and one or more of the following individuals (who must not be standing for the position themselves): the International Council chair, the outgoing Regional Council Chair, existing members of the Regional Council, and/or any member of the Senior Management Team as requested by the CEO;
 - (d) Nominees will be notified of the outcome;
 - (e) The decision of the Interviewing Panel will be final.
- (ii) The CREST Senior Management Team reserve the right appoint to the role of Chair from the members of the Regional Council or by co-option in the event that there is a period with no Chair in place or no individual nominates themselves for the position.
- (iii) All appointments will be ratified by the Regional Council Members at the first meeting after the appointment.

7.1.2 Tenure of Chair

- (i) The Chair will retain the role for a period of no longer than three years, unless:
 - (a) they resign voluntarily; or
 - (b) they are no longer employed by a Member Company; or
 - (c) if a majority of the Regional Council Members choose to remove that person from the role.

- (ii) If the Chair has held office for three consecutive years, they will be obliged to stand down and may stand for re-election if they wish to do so.
- (iii) If successfully re-elected, the Chair may serve for a further term of three years at which point they must stand down and will not be eligible to stand for election or re-appointment again until a period of one year has elapsed.

7.1.3 Responsibilities of the Chair

Responsibilities of the Chair will include, but may not be limited to:

- (i) Chairing meetings of the Regional Council;
- (ii) Representing the Region at meetings of the CREST International Council;
- (iii) Acting with a duty of care towards CREST and exercising care and diligence when providing advice;
- (iv) Representing CREST and/or the Region at other meetings either alongside or instead of the members of the CREST Senior Management Team. Such meetings may include those held with stakeholders, etc.
- (v) Ensuring successful execution of objectives agreed with the Secretariat that support the overarching mission and goals of CREST.

7.2 Vice-Chair

The Regional Council may elect a Vice-Chair to support the Chair, but is under no obligation to do so. The process to elect a Vice-Chair and all provisions surrounding the appointment shall be as outlined in Clause 7.1 [Chair].

7.2.1. Responsibilities of the Vice Chair

Responsibilities of the Vice Chair where appointed will include, but may not be limited to:

- (i) Chairing meetings of the Regional Council if the Chair is unavailable;
- (ii) Representing the Region at meetings of the CREST International Council if the Chair is unavailable;
- (iii) Representing the Region and/or CREST at other meetings either alongside or instead of the Chair. Such meetings may include those held with stakeholders, etc.;
- (iv) Supporting the Chair to achieve successful execution of the Council's objectives.

7.3 Collaboration

The Chair, and Vice-Chair where appointed, should collaborate with their equivalent numbers on the other CREST Regional Councils as necessary.

Regional Council Chairs (and Vice-Chairs, where appointed) should familiarise themselves with the Councils' Governance Policies and Procedures.

8. Regional Council Meetings

8.1. Frequency of Meetings

- (i) The Regional Council will aim to meet every other month and as a minimum four times in each year. Specific topics will be identified for discussion and agendas circulated in advance to enable Council Members to prepare.
- (ii) Meetings may be held virtually or in person. If a meeting is held virtually, arrangements will be in place to allow all participants to communicate simultaneously with all other participants as if they were attending the meeting in person.
- (iii) Interim calls may be arranged at the request of the Chair, or of the Council Members, or of CREST International's Senior Management Team.

8.2. Record of Meetings

- (i) A written record of each Regional Council Meeting will be shared with the Council Members and made available to the CREST International Council. Where necessary, recommendations may be ratified by the CREST International Council.
- (ii) The Head of Governance & Legal will be responsible for recording the minutes of meetings and for ensuring that the agreed written record is also made available to the CREST Secretariat. The record of the meeting and any discussions shall be treated as "CREST Commercial-in-Confidence and the Secretariat reserves the right to redact commercially sensitive or confidential information as it sees fit.
- (iii) The use of AI by Council Members for notetaking, or any other function, during meetings is strictly prohibited.
- (iv) An action log will be maintained that identifies the owner, status and associated timeframes of actions. Council Members must monitor actions from meetings and complete those assigned to them in the timeframe provided.
- (v) The Chair of a meeting shall determine when consensus has been reached in accordance with the provisions of Clause 8.3 [Quorum] and 8.4 [Votes in Meetings].
- (vi) If neither the Chair nor the Vice-Chair are present in a meeting, the Council Members shall appoint an acting Chair from amongst the Council Members present for the meeting in question and that Council Member shall be recorded as such in the minutes of that meeting.

8.3. Quorum

A quorum at each Regional Council meeting shall be 50% including the Chair of the meeting. Decisions taken at any meeting shall be decided by a majority of votes. See Clause 8.4 [Votes in Meetings] for resolving a tied vote.

8.4. Votes in Meetings

- (i) For the avoidance of doubt, the following will each hold one vote:
 - (a) the Chair;
 - (b) each elected Council Member;
 - (c) any Co-Optees, subject to the provisions of Clause 6.8.1(i) [Co-optee voting rights].

- (ii) In any vote situation, the CEO shall hold also one vote. See also Clause 6.5 [Governance>Other Votes].
- (iii) For the avoidance of doubt, no other members of the Senior Management Team will hold a vote in any vote situation.
- (iv) In the case of an equality of votes, the Chair of the meeting shall have a second or casting vote.

8.5. Attendance & Contribution

8.5.1. Regional Council Members - Attendance

- (i) All Regional Council Members are expected to regularly attend meetings and contribute to the activities of the Council.
- (ii) Regional Council Members will be expected to actively participate in all aspects of the Council. It is also expected they would engage in active communications with other Council members as necessary. They should expect to allocate time for preparing for meetings and participating in projects where appropriate and this time commitment may amount to around three hours per month.
- (iii) Regional Council Members are volunteers and it is recognised that their time availability may change after their appointment meaning that they may no longer be able to fulfil their duties on the Council effectively. Regional Council Members are encouraged to voluntarily stand down from their position in these circumstances by informing the Chair and the Head of Governance and Legal as active participation is critical to CREST's overall governance.
- (iv) Attendance of Council Members will be monitored by the Head of Governance and Legal. If a Council Member meets any of the following criteria, they will be notified of their automatic removal from post:
 - (a) Absence from two consecutive meetings without providing any notice or reason to the Chair or Head of Governance & Legal in advance; or
 - (b) Absence from half or more of the meetings in a 12 month period, with or without notice or reason in advance.
- (v) If there are extenuating circumstances, the Council Member may appeal their removal by submitting a written request to the Regional Chair. The Regional Chair will have the discretion to grant an exception, such exception only being permitted once in each three-year term.
- (vi) A vacancy created in these circumstances will be filled in line with the provisions of Clause 6.7 [Governance>Vacancies] of these Terms of Reference.

8.5.2. Regional Council Members - Contribution

- (i) Consistent and active contribution is paramount and all Regional Council Members are expected to contribute to the activities of the Council by contributing ideas and suggestions and delivering contributions when requested or allocated.
- (ii) The contribution of Council Members in meetings and in supporting activities will be monitored by the Chair to ensure that CREST has an active and engaged community driving its regional activities.
- (iii) The Regional Council Chair may require Council Members to describe the activities they have undertaken for CREST and the Council in the previous six months and where they are not deemed to meet the minimum level of contribution (or no response is received within 10 working days), the Chair may issue a warning requiring

increased contribution over the following six months. If no improvement is seen in the following six months, the Chair has the option to require the Council Member to stand down, which will be confirmed in writing by the Head of Governance and Legal upon request by the Chair.

- (iv) A vacancy created in any of these circumstances will be filled in line with the provisions of Clause 6.7 [Governance>Vacancies) of these Terms of Reference.

8.5.3. Assessor representatives

Representatives from CREST's group of Assessors may be invited to attend Council meetings as required.

8.5.4. CREST Attendance

- (i) Members of the CREST International Senior Management Team will be invited to attend each meeting of a Regional Council.
- (ii) Other employees from CREST International may attend meetings as required. Such invitations will be at the discretion of the Chair or the Regional Council or on the recommendation of the Senior Management Team.

8.5.5. Guests at Council Meetings

- (i) The Regional Council may invite guests to attend parts of a meeting or a whole meeting where their participation is relevant or essential. Such invitations should be based on a business purpose such as, but not limited to:
 - (a) providing legal advice; or
 - (b) providing a public relations or marketing update and facilitating consultation with the Council; or
 - (c) delivering a presentation on a specific subject that may have previously been requested by the Council.
- (ii) Such invitations to attend will be extended once a non-disclosure agreement is in place which will be managed by the Head of Governance & Legal. In addition, the following criteria will apply to the attendance by guests at a Regional Council meeting:
 - (a) attendance by a guest should be agreed in advance by the Chair and the CREST Senior Management Team; and
 - (b) attendance should be limited to their participation for the specific agenda item(s) that is relevant to their participation; and
 - (c) where possible, restricted to one person from their organisation.

9. Working Groups

- (i) The Regional Council may establish Working Groups, as and when required, to ensure delivery or implementation of specific activities and/or objectives. These Working Groups will be established for a term necessary to achieve the function and may be subject to approval by the Senior Management Team.
- (ii) The Working Groups will be led by a Regional Council Member, which may be a Co-Optee.
- (iii) Depending on the topic, participants in a Working Group may be drawn from Member Companies, CREST Focus Groups, or the wider cyber community.

- (iv) The Regional Council will be responsible for outlining the purpose and deliverables of any such Working Group, its membership, and for detailing when and how that Working Group should report back to the Regional Council and the timeline for doing so. Depending upon the subject matter and composition of the Working Group, participants on a Working Group may be required to sign a specific non-disclosure agreement.
- (v) The Working Groups will maintain dialogue with the Regional Council throughout their project via the Regional Council Member appointed to lead the Working Group. Their findings, recommendations or advice will be provided to the Regional Council prior to being submitted to the Senior Management Team for authorisation or endorsement who may, if deemed appropriate, seek advice and/or approval from the International Council.

9.1. Advisers to Working Groups

- (i) The Regional Council may, at their discretion or as directed by the Senior Management Team, appoint persons in advisory roles in order to assist with the effective activities of Working Groups.
- (ii) Such persons may attend Regional Council meetings but shall not hold a vote. Where advisers are invited to attend Regional Council meetings, they must sign a CREST Non-Disclosure Agreement and agree to act in the interests of CREST as a whole and not in the interests of the organisation that they represent.
- (iii) Examples of the advisers that the Regional Council Working Groups may choose to invite include government representatives, buyers or technical specialists.

10. Amendment List

This document has been amended in the areas described below:

a. Section reference b. Clause Reference c. Date Issued	Description of Changes	Authorised by	Version No. issued
a. 9 b. c. 11.02.2022	All Members of Council hold a vote	Elaine A Luck	1.0
a. 12 b. 12.3 c. 11.02.2022	Clarification of attendance by CREST	Elaine A Luck	1.0
a. 4 b. c. 19.09.2022	Clarification of Focus Group engagement by Discipline representatives	Elaine A Luck	2.0
a. 8 b. c. 19.09.2022	Tenure of Co-Optees clarified	Elaine A Luck	2.0
a. 12 b. 12.3 c. 02.06.2023	Head of IT & Change added to Operating Executive attendees; finance position updated; option for other staff members to attend added	Elaine A Luck	3.0
a. Throughout b. c. 10.06.2024	The term "Operating Executive" replaced with "Senior Management Team" to align with new Articles and Bye-Laws	Elaine A Luck	4.0
a. Throughout b. c. 27.09.2024	Re-written (and re-ordered) to reflect the change in criteria and structure of Regional Councils	Elaine A Luck	4.0
a. 8 b. 8.2 c. 27.09.2024	Prohibition of use of AI by Council Members during meetings added	Elaine A Luck	4.0
a. 6 b. c. 30.01.2025	Sub-heading order change	Elaine A Luck	5.0
a. 6 b. 6.3(iv) c. 30.01.2025	Clarification of vote situation	Elaine A Luck	5.0
a. 7 b. 7.1.1 [new] c. 30.01.2025	Clarification of appointment process for Chair	Elaine A Luck	5.0

a. Section reference b. Clause Reference c. Date Issued	Description of Changes	Authorised by	Version No. issued
a. 8 b. 8.5.1 c. 30.01.2025	8.5.1(iv) amended to include monitoring and appeal 8.5.1(v) [new] Council Members to be required to identify activities undertaken	Elaine A Luck	5.0
a. 3 b. 3.2 [new] c. 06.03.2025	Clarification that Regional Council marketing and other communications to be co-ordinated through CREST	Elaine A Luck	6.0
a. 5 b. 5(v) c. 06.03.2025	Option and criteria to permit two representatives from one Member Company on a Regional Council	Elaine A Luck	6.0
a. 6 b. 6.8(iii) c. 06.03.2025	Option and criteria to transition a co-optee to fully elected position on a Regional Council	Elaine A Luck	6.0
a. 6 & 7 b. c. 06.03.2025	Reference to Councils' Governance Policies and Procedures added	Elaine A Luck	6.0
a. 7 b. 7.1 & 7.1.1(a) & (c) c. 06.03.2025	7.1 Requirement for a chair to be able to hold a Director position within CREST 7.1.1(a) Sample criteria for role of chair 7.1.1(c) Clarification of interview panel for role of chair	Elaine A Luck	6.0
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