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DECISION OF THE EUROPEAN COMMISSION

**on Former High Representative/Vice-President Josep Borrell's post term of office
professional activity as member of the Advisory Council of the 'Cluster de la Industria
de Defensa'**

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on Former High Representative/Vice-President Josep Borrell's post term of office professional activity as member of the Advisory Council of the 'Cluster de la Industria de Defensa'

THE EUROPEAN COMMISSION,

Having regard to the Treaty on European Union,

Having regard to the Treaty on the Functioning of the European Union,

Having regard to the Treaty establishing the European Atomic Energy Community,

Having regard to the Commission Decision of 31 January 2018 (C(2018) 700 final) on a Code of Conduct for the Members of the European Commission, and in particular Article 11(3) thereof,

Considering that:

Whereas:

- 1) According to the second paragraph of Article 245 of the Treaty on the Functioning of the European Union, the Members of the Commission, when entering upon their duties, shall give a solemn undertaking that, both during and after their term of office, they will respect the obligations arising therefrom and, in particular, their duty to behave with integrity and discretion as regards the acceptance, after they have ceased to hold office, of certain appointments or benefits.
- 2) Article 339 of the Treaty on the Functioning of the European Union provides that the Members of the institutions of the Union shall be required, even after their duties have ceased, not to disclose information of any kind covered by the obligation of professional secrecy, in particular information about undertakings, their business relations or their cost components.
- 3) Article 11 of the Code of Conduct for the Members of the European Commission establishes a specific procedure for the assessment of planned professional activities which the Members or former Members of the Commission intend to take up after they have ceased to hold office. The Commission shall examine the information provided in order to determine whether the nature of the planned activity is compatible with Article 245 of the Treaty on the Functioning of the European Union. If the planned activity is related to the portfolio of the Member or former Member, the Commission shall decide only after having consulted the Independent Ethical Committee unless the planned activity falls within the exceptions foreseen in paragraph 3, second subparagraph, lit. (a) to (f).

- 4) On 7 September 2025, Former High Representative/Vice-President Borrell informed the Commission about his intention to accept a non-remunerated activity with the 'Clúster de la Industria de Defensa' (enterprise sector of the defence industry), more precisely as member of its Advisory Council.
- 5) In his notification, Former High Representative/Vice-President Borrell explained that the 'Clúster de la Industria de Defensa' is a non-profit organisation that brings together individuals interested in promoting the development of the Spanish defense industry.
- 6) The 'Clúster de la Industria de Defensa' has a clear connection to Former High Representative/Vice-President Borrell's portfolio, as explained in the letter attached by the Former High Representative/Vice-President to his notification. This letter explicitly underlines that Mr Borrell's experience as Vice-President of the European Commission and High Representative of the European Union for Foreign Affairs and Security Policy would be extremely valuable to the organisation's objectives.
- 7) Against this background, in line with Article 11(3) of the Code of Conduct for the Members of the European Commission, the Independent Ethical Committee was therefore requested, on 16 September 2025, to deliver its opinion on the compatibility of the notified activity with Article 245 of the Treaty on the Functioning of the European Union.
- 8) The Committee delivered its opinion on 15 October 2025. The Committee first established the relevant facts regarding the 'Clúster de la Industria de Defensa', namely its nature, its activities, its partners, its governance, its funding, its link with the European Commission and the nature of Former High Representative/Vice-President Borrell's envisaged activity. The Committee then assessed the legal context applicable and drew its conclusions on the compatibility of the envisaged activity vis-à-vis the legal context.
- 9) The Committee noted that the 'Clúster de la Industria de Defensa' is a non-profit organisation which aims at reinforcing Spain's defence technology and industrial base by encouraging collaboration and synergies among firms, both firms carrying out all or part of their activity in the defence sector and other firms that have capabilities or products of interest for defence and wish to enter the sector. The 'Clúster de la Industria de Defensa' also brings together research and knowledge centres, as well as various public and private entities. The Committee noted that the webpage of the 'Cluster de la Industria de Defensa' currently lists 79 members, including prominent defence firms and SMEs.
- 10) The Committee quoted this webpage as concerns its activities which aim at supporting companies by, inter alia: fostering relationships and synergies among them; offering institutional backing and brand visibility; providing visibility before society and public institutions; facilitating relations with the Ministry of Defence, the Army, the Air Force, the Navy, and other national and international bodies such as the European

Defence Agency and NATO; promoting R&D and the transfer of technology from research and knowledge centres; supporting participation in national and international trade fairs; organising training activities; Facilitating access to national and international grants and subsidies; promoting participation in projects and calls for proposals of the European Union; holding socio-cultural and outreach activities such as events, technical workshops, conferences, seminars, networking sessions, visits to facilities and military centres, etc.

- 11) The Committee noted that the ‘Clúster de la Industria de Defensa’ comprises an Executive Committee as well as an Advisory Council. Based on open sources and on the invitation addressed to Mr Borrell, the Committee noted that the Advisory Council is composed of senior military experts and Spanish personalities of recognised standing and prestige, who are expected to contribute to the organisation, providing their knowledge, contacts and experience.
- 12) The opinion noted that the Committee had not identified data detailing the funding of the ‘Clúster de la Industria de Defensa’, noting that it is a non-profit organisation not funded by commercial activity. The Committee observed nevertheless that the projects and initiatives carried out by the ‘Clúster de la Industria de Defensa’ (such as innovation programmes or participation in EU defence fund proposals) can be supported by national or European public instruments.
- 13) The Committee underlined that the position offered to Former High Representative/Vice-President Borrell as member of the Advisory Council is non-remunerated and does not involve specific obligations beyond sharing his expertise, contacts and experience.
- 14) The Committee observed that the ‘Clúster de la Industria de Defensa’ is not listed in the Transparency Register of the European Parliament, the Council of the European Union and the European Commission, underlining nevertheless that members of the Spanish defence industry with whom the Commission has contacts can register individually in the Transparency Register. The Committee further underlined that the ‘Clúster de la Industria de Defensa’ may play a role in helping its members secure European funding.
- 15) The Committee then recalled the legal framework applicable to the assessment of the post term of office activities of former Members of the Commission and eventually concluded on the restrictions and conditions deemed necessary in order to ensure the compatibility of Former High Representative/Vice-President Borrell’s envisaged activity with Article 245 of the Treaty on the Functioning of the European Union.
- 16) As a preliminary consideration, the Committee noted that former Members of the Commission have a right to engage in work and to pursue a freely chosen or accepted occupation after the term of their office. This right needs to be balanced with the obligations set out in Article 245 TFEU and the Code of Conduct for the Members of the European Commission, which develops these obligations in more detail.

- 17) The Committee acknowledged that Former High Representative/Vice-President Borrell's envisaged role with the 'Clúster de la Industria de Defensa's has an advisory nature and consists of contributing to its activities by providing knowledge, contacts and experience, yet without involving lobbying or responsibilities in securing funding.
- 18) The Committee noted nevertheless the clear link between the defence sector and the responsibilities of Former High Representative/Vice-President Borrell, which included the European Common Security and Defence Policy.
- 19) Moreover, the Committee considered that providing knowledge, contacts and experience in this specific context might create risks regarding the interests of the Commission and the European Union.
- 20) The Committee also underlined that Commission internal information that Former High Representative/Vice-President Borrell acquired during his mandate, as well as his contacts within the Commission, are very likely to be highly relevant for the 'Clúster de la Industria de Defensa' or its members.
- 21) The Committee therefore suggested that the Commission should explicitly spell out restrictions in order to ensure the compatibility of the activity with the obligations applying after the end of the mandate.
- 22) Given the fact that the envisaged activity is related to Former High Representative/Vice-President Borrell's portfolio, the Committee suggested that the Commission decision recalls the confidentiality obligation laid down in Article 339 of the Treaty on the Functioning of the European Union, as well as the general obligations set out in Article 11(1) of the Code, in conjunction with Article 5 regarding the duties of integrity, discretion and collegiality.
- 23) The Committee also suggested that the Commission recalls that Former High Representative/Vice-President Borrell remains bound by Article 11(4) of the Code of Conduct, laying down the obligation to refrain from lobbying Members or staff of the European Commission on behalf of the 'Clúster de la Industria de Defensa', on matters for which he was responsible within his portfolio for a period of two years after ceasing to hold office. This also includes the participation in an Advisory Council.
- 24) Given the large scope of the advice that Former High Representative/Vice-President Borrell is expected to provide in the course of his envisaged activity, the Committee suggested that the decision should extend this obligation not to lobby the Commission to all matters in which Former High Representative/Vice-President Borrell was involved at College level, even if he was not directly responsible for them as part of his portfolio responsibilities.
- 25) The Committee also considered that the Commission should also recall that, according to Article 13(2) of the Code of Conduct, former Members of the Commission shall

inform the President in a timely manner if they have doubts with regard to the application of this Code before acting on the matter relating to which the doubts arise.

- 26) Finally, the Committee considered it important that both Former High Representative/Vice-President Borrell and the 'Clúster de la Industria de Defensa' are fully aware of the obligations of former Members of the Commission, which continue to apply after their term of office. The Committee therefore recommended that the Commission decision should include a condition that Former High Representative/Vice-President Borrell shares a copy of the Commission Decision with the 'Clúster de la Industria de Defensa' and confirm this to the Commission. This would ensure full transparency of the applicable obligations, conditions and restrictions and provide the Commission with an additional assurance that situations which could create a risk for the respect of those obligations will be avoided or addressed by both Former High Representative/Vice-President Borrell and the 'Clúster de la Industria de Defensa'.
- 27) The Committee concluded that Former High Representative/Vice-President Borrell's envisaged activity would be compatible with Article 245 TFEU, under the restrictions mentioned above.
- 28) The Commission has considered the Committee's opinion and shares its conclusions, considering nevertheless that the interdiction of lobbying should encompass both the possible lobbying in favour of the 'Clúster de la Industria de Defensa' and of its members and that this interdiction should not only concern the Commission, but be extended to also cover the European External Action Service and to the European Defence Agency.

HAS DECIDED AS FOLLOWS:

Article 1

Former High Representative/Vice-President Josep Borrell's envisaged post term of office professional activity as member of the Advisory Council of the 'Clúster de la Industria de Defensa' is compatible with Article 245 of the Treaty on the Functioning of the European Union, subject to the respect of the conditions and restrictions set out in Article 2.

Article 2

- a) In accordance with Article 339 of the Treaty on the Functioning of the European Union, Former High Representative/Vice-President Borrell shall refrain from disclosing or using information of the kind covered by the obligation of professional secrecy that he obtained as Member of the Commission, in particular information about undertakings, their business relations or their cost components;

- b) In line with Article 11(1) of the Code of Conduct for the Members of the Commission, in conjunction with Article 5 of the Code, Former High Representative/Vice-President Borrell remains bound by the duties of collegiality and discretion, with respect to the Commission's decisions and activities during his term of office. He shall not disclose what was said at meetings of the Commission and shall apply a high sense of discretion with regard to the use of information and insights that he obtained during his mandate in relation to the performance of his portfolio obligations and, in general, in relation to his duties as Member of the Commission;
- c) Former High Representative/Vice-President Borrell shall refrain from lobbying the Commission, its Members, and its Staff, as well as the European External Action Service and the European Defence Agency on behalf of the 'Clúster de la Industria de Defensa' and/or of any of its members on any matters for which he was responsible within his former responsibilities as High Representative/Vice-President of the Commission and on all matters in which he was involved at College level, until 30 November 2026. It is recalled in this regard that the term 'lobbying' means any activity carried out with the objective of influencing the formulation or implementation of policy or legislation, or the decision-making processes of the Commission as set out in Article 3 of the Interinstitutional Agreement of 20 May 2021 between the European Parliament, the Council of the European Union and the European Commission on a mandatory transparency register; it includes indirect lobbying on behalf of clients through indirect measures with the same objective of influencing the formulation or implementation of policy or legislation, or the decision-making processes of the Commission such as organising or participating in meetings, conferences, events or consultation or hearings, organising communication campaigns or the preparation of positions papers and applies independently of the location; it also covers any activity with a view to obtaining EU. This prohibition does not affect a possible participation in public events or general exchanges of, and on, publicly available information with Members of the European Commission or its staff.
- d) Former High Representative/Vice-President Borrell shall share a copy of the Commission Decision with the 'Clúster de la Industria de Defensa' and inform the Secretary-General of the Commission thereof.
- e) In line with Article 13(2) of the Code of Conduct for the Members of the Commission, Former High Representative/Vice-President Borrell shall inform the President of the Commission, in a timely manner, if and when he has a doubt with regard to the application of the present Decision or the Code of Conduct in general before acting on the matter in relation to which the doubt arises.

Done at Brussels, on 12 November 2025.

The President
Ursula von der Leyen