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DECISION OF THE EUROPEAN COMMISSION

**on Former Commissioner Paolo Gentiloni's post term of office professional activity as
Expert/Adviser with the European House of Ambrosetti (TEHA Group)**

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on Former Commissioner Paolo Gentiloni's post term of office professional activity as Expert/Adviser with the European House of Ambrosetti (TEHA Group)

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) With his e-mail of 7 March 2025, Former Commissioner Gentiloni informed the Commission about his intention to accept a remunerated assignment, for one year, as Expert/Adviser with the European House of Ambrosetti (hereafter ‘TEHA Group’).
- 5) Former Commissioner Gentiloni informed that his intended activity entails a four-fold position: (1) intervening as Speaker, in internal meetings organised by TEHA Group, including working groups and projects that are part of their regular activities; (2) participating as a Speaker in one or more platforms owned by TEHA Group, as well as at other events, initiatives, and sessions organised by TEHA Group, either independently or on behalf of third parties, in Italy, Europe, or globally; (3) participating as Speaker at the traditional TEHA Group event in September, held at Villa d'Este in Cernobbio, which will involve 2-3 meetings, each approximately 1 hour long; (4) and serving as an Advisor by supporting the creation of agendas and suggest possible speakers for various national and international events.
- 6) Considering the above position that Former Commissioner Gentiloni is expected to assume within TEHA Group, the notified activity is linked to Former Commissioner Gentiloni’s previous portfolio as Former Commissioner in charge of ‘Economy’. The Independent Ethical Committee was therefore requested, on 14 March 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.
- 7) The Independent Ethical Committee delivered its opinion on 30 April 2025. The Committee first established the relevant facts regarding TEHA Group, namely its activities, its clients, its governance and its funding, as well as the nature of Former Commissioner Gentiloni’s envisaged activity, taking into account its link with his former functions as Member of the European Commission. 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.
- 8) The Committee underlined that Ambrosetti, also known as TEHA (“the European House Ambrosetti”) Group, is a consultancy firm / professional group based in Milan, Italy. Founded in 1965, it comprises 330 professionals and is regarded as one of Europe's leading think tanks, operating in 18 countries and serving 1,500 clients annually. The Committee also noted that the corporation TEHA Group, S.p.A. manages the operations of Ambrosetti/TEHA Group. It was established on 1 July 2024 to consolidate all operational activities carried out by TEHA Group, including the subsidiaries.
- 9) As regards TEHA Group’s activities, and based upon the Group ‘s website, the Committee indicated that the Group provides strategic consultancy and high-level research, as well as organising events. The Committee noted that TEHA Group has four main types of activities: (1) Think Tank: various activities, including a ‘Women’s Empowerment Observatory’, a ‘Digital Transformation of Italy Observatory’ and an ‘Observatory on Corporate Governance’. TEHA Group also produces numerous

‘Strategic Studies and Scenarios’, addressed to Italian and European institutions and companies; (2) Management Consulting: tailored projects spanning 14 thematic areas, including European affairs; (3) Leaders’ Education: executive education programmes, leadership training, and business intelligence services; and (4) Summits and Events: high-profile events, including international conferences and exclusive forums, bringing together decision-makers from business, politics, and academia. These events serve as platforms for networking, policy discussions, and industry insights.

- 10) As concerns TEHA Group’s clients, the Committee underlined TEHA Group does not disclose its list of clients publicly, but it announces 1,500 number of clients for consulting services.
- 11) The Committee noted also that the governance of TEHA Group is structured such that the European House - Ambrosetti S.p.A. serves as the holding company, managing and coordinating TEHA Group S.p.A., which is the operational subsidiary. Both companies have a Board of Directors consisting of six members each, along with partners. The Committee emphasized that the following subsidiaries operate under TEHA Group S.p.A: Ambrosetti Group Limited, Ambrosetti Consultores, Cefriel, GDS Communication, Oltre Consulting, Harvard Business Review Italia and CyBrain.
- 12) As for TEHA Group’s funding, the Committee noted that TEHA Group funds its operations through revenue generated from its professional services, including strategic studies, seminars, and forums for top executives and managers.
- 13) The Committee highlighted that Former Commissioner Gentiloni was invited to enter into a one-year collaboration with TEHA Group as speaker/advisor for economic policies for the projects and initiatives managed by TEHA Group, starting from 1 March 2025, pending authorisation from the European Commission, to 28 February 2026. The Committee underlined that the collaboration can be reviewed, that Former Commissioner Gentiloni will be remunerated, and that he will work without any subordination, with complete organisational and operational autonomy.
- 14) The Committee specified that the activity would encompass four roles: (1) taking part as a speaker/advisor on issues consistent with his expertise in relation to working groups and projects organised by TEHA Group; (2) participating as a speaker in one or more TEHA Group proprietary platforms and/or in other initiatives/events/sessions organised by TEHA Group on its own behalf or on behalf of third parties in Italy, Europe or worldwide; (3) participating as advisor and/or speaker for TEHA Group’s traditional September event in Villa d’Este in Cernobbio (2-3 meetings of approximately 1 hour with the CEO and/or other participants in the working group), including support for the involvement of speakers/experts close to his field of relations and including participation in the event (if desired); and (4) advising regarding contacts and personalities close to Former Commissioner Gentiloni’s sphere of national and international relations and providing concrete support in obtaining their participation in TEHA Group’s events.

- 15) The Committee emphasized that TEHA Group is listed in the Transparency Register of the European Parliament, the Council of the European Union and the European Commission. According to the Transparency Register, the estimate of TEHA Group's annual costs related to activities covered by the register is: €100,000 - €199,999. The Committee also noted that the Transparency Register does not mention meetings with the European Commission since 2014 yet noting that this may be due to the recent registration of TEHA Group S.p.A. in the Transparency Register.
- 16) The Committee also noted that according to the Transparency Register, the main EU legislative proposals or policies targeted by TEHA Group include Industrial Policy, Internal market, Green Deal, Circular Economy, Data Economy, Sustainability, Climate Policy, Plastic Strategy, Innovation in Healthcare, Clean Mobility Package, Energy Union, Capital Markets Union, Digital Single Market Strategy, Health Policy, Food and Waste.
- 17) 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 Commissioner Gentiloni's envisaged activity with Article 245 of the Treaty on the Functioning of the European Union.
- 18) 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.
- 19) The Committee noted that Former Commissioner Gentiloni intends to accept a position as speaker/advisor for economic policies with TEHA Group. The activity will involve public speaking and advisory tasks, as well as networking. In particular, the Committee noted that the activity can include supporting TEHA Group in obtaining the participation of speakers or experts at TEHA Group's event in traditional September event in Villa d'Este in Cernobbio.
- 20) The Committee considered that there is a clear link between Former Commissioner Gentiloni's portfolio responsibilities as Commissioner for 'Economy' and the activity that he intends to carry out for TEHA Group. More concretely, given the broad scope of economic activities of TEHA Group, the Committee considered that the notified activity requires a careful assessment as regards the principles of integrity and discretion established by Article 245 of the Treaty on the Functioning of the European Union.
- 21) More precisely, the Committee underlined that the specific information and insights obtained by Former Commissioner Gentiloni during his term of office are very likely to be highly relevant for TEHA Group. The Committee furthermore noted that this can

concern information obtained in areas pertaining to his portfolio in the Commission, but also in other areas in which he was involved via his collegial responsibilities within the Commission.

- 22) The Committee went on mentioning the restrictions which the Commission should recall and explicitly spell out, in order to ensure the compatibility of the activity with the obligations that apply to the Former Commissioner after his term of office.
- 23) Given the fact that the envisaged activity is related to Former Commissioner Gentiloni's portfolio, the Committee suggested that the Commission's Decision recalls the confidentiality obligation laid down in Article 339 of the Treaty on the Functioning of the European Union.
- 24) The Committee also underlined that the Commission's Decision should explicitly recall the importance of strictly complying with the duties of collegiality and discretion, as laid down in Article 11(1) and Article 5 of the Code, with respect to the Commission's Decisions and activities during Former Commissioner Gentiloni's term of office. This includes not only refraining from disclosing what was said at meetings of the Commission, but also a general duty to apply a high sense of discretion with regard to the use of information and insights that Former Commissioner Gentiloni obtained during his mandate, be it within his portfolio responsibilities or within the College.
- 25) The Committee also considered that, although Former Commissioner Gentiloni's envisaged activity for TEHA Group does not involve lobbying or advocacy work as such, the Commission's Decision should nevertheless recall explicitly that Article 11(4) of the Code of Conduct also applies to this activity for a period of two years after the end of the mandate, i.e. until 30 November 2026, this provision stating that former Members shall not lobby the Commission on behalf of their own business, that of their employer or client, on matters for which they were responsible within their portfolio, for a period of two years after ceasing to hold office.
- 26) The Committee furthermore considered that, in view of the activities of TEHA Group, which encompass many of the fields of activity of the European Commission, the Decision should extend this obligation not to lobby the Commission to all matters in which Former Commissioner Gentiloni was involved at College level, even if he was not directly responsible for them as part of his portfolio responsibilities.
- 27) The Committee also considered that, in view of the activities of TEHA Group, Former Commissioner Gentiloni should handle his contacts with Members or staff of the European Commission with particular care during the period of the activity in order to comply with the obligations arising under Article 245 TFEU and the Code of Conduct.
- 28) The Committee considered that the Commission's Decision 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.

- 29) Finally, the Committee suggested that both Former Commissioner Gentiloni and TEHA Group should be fully aware of the obligations of former Members of the Commission, which continue to apply after their term of office. The Committee recommended therefore that the Commission's Decision include a condition that Former Commissioner Gentiloni shares a copy of the Commission's Decision with TEHA Group and confirm this to the Commission. This will contribute to ensuring 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 Commissioner Gentiloni and TEHA Group. As a result of its assessment, the Committee came to the conclusion that Former Commissioner Gentiloni's envisaged post term of office activity does not represent a risk with regard to the interests of the Commission and the European Union and concluded that this envisaged activity is compatible with Article 245 of the Treaty on the Functioning of the European Union, subject to the obligations, conditions and restrictions mentioned above.
- 30) The Commission has considered the Committee's opinion and shares its conclusions.

HAS DECIDED AS FOLLOWS:

Article 1

Former Commissioner Gentiloni's envisaged post term of office professional activity as Expert/Adviser with the European House Ambrosetti (TEHA Group) 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

- 1) In accordance with Article 339 of the Treaty on the Functioning of the European Union, Former Commissioner Gentiloni 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;
- 2) 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 Commissioner Gentiloni remains bound by the duties of collegiality and discretion, with respect to the Commission's Decision 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;

- 3) Former Commissioner Gentiloni shall refrain from lobbying the Commission on behalf of TEHA Group for a period of two years after the end of his mandate, not only on matters for which he was responsible within his former Commission portfolio, but also on all matters in which he was involved at College level as Member of the Commission. Former Commissioner Gentiloni shall handle his contacts with Members or staff of the European Commission with particular care during the period of the activity in order to comply with the obligations arising under Article 245 TFEU and the Code of Conduct. This 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.
- 4) Former Commissioner Gentiloni shall share a copy of the present Commission Decision with TEHA Group and inform the Secretary-General of the Commission thereof.
- 5) In line with Article 13(2) of the Code of Conduct for the Members of the Commission, Former Commissioner Gentiloni 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 14 May 2025.

The President
Ursula von der Leyen