



ISOCARP INSTITUTE
Centre for Urban Excellence

CALL FOR BOARD OF DIRECTORS

Terms of Reference v.280624 (updated deadline)

Applications should be made through this form by 7th July 2024, 23:59 CET:

<https://forms.office.com/e/0DiDbFs8Lq>



Stichting ISOCARP Institute – Centre for Urban Excellence
Waldorpstraat 17
2521 CA The Hague, The Netherlands
info@isocarp-institute.org



CALL FOR NEW BOARD OF DIRECTORS

1 The ISOCARP Institute

The STICHTING ISOCARP, INSTITUTE CENTER OF URBAN EXCELLENCE, hereinafter referred to as the **ISOCARP Institute**, is a foundation under Dutch law, having its corporate seat in The Hague, and offices at Waldorpstraat 17, 2521 CA The Hague, registered with the trade register of the Dutch Chamber of Commerce under number 65202260 and operating since 2016.

Mission



The object of the **ISOCARP Institute** is to conduct research and study related to urban planning, promote knowledge transfer, provide capacity building and intensive training programs, and offer advice and undertake projects that uphold professional excellence, increase awareness of major development trends, promote best practices and provide new knowledge for better human settlements.

Vision



Effective, inclusive and sustainable development is reliant on collaborative inputs from across society. This means that innovations and ideas must be shared between sectors, governance levels, and communities. Our work is positioned at the interface of academia, policymaking, and civil society, where we promote real-world applications to the big questions of the modern era

Objectives



The Institute's prime objectives are to:

- Conduct applied research related to our core themes
- Promote knowledge transfer and best practices across sectors, governance levels and communities
- Provide capacity-building and technical assistance to uphold professional excellence in planning
- Broaden debate around transitional needs for better human settlements



We organise our activities in three pillars:

- **Research:** we contribute to the applied research community through our research projects, publications, and academic exchange
- **Practice:** we offer technical assistance to both public and private institutions through a range of programmes and technical support services.
- **Academy:** we organise capacity building, professional training, and outreach activities through our online education opportunities and public media outputs.

A central aim of the ISOCARP Institute is to serve mission, principles and objectives, as well as to promote the membership of the International Society of City and Regional Planners (hereinafter ISOCARP Society).

As a Foundation operating under Dutch law, the Articles of Association of the ISOCARP Institute outline its purpose, its governance structure, and the powers and duties of its governing body: **the Board of Directors**.

Though this call, the ISOCARP Institute is renewing its governance, with the appointment of a new Board of Directors according to the terms laid out in its Articles of Association and these Terms of Reference.

Important dates

- Call opening: **1 June 2024**
- Deadline for applications: **7 July 2024 23:59 CET**
- Official appointment of Board of Directors: **1 September 2024**

2 The Board of Directors of the ISOCARP Institute

The Board of Directors is charged with the governance of the ISOCARP Institute through the authority to pass resolutions. In fulfilling their duties, the Directors are guided by the interests of the Foundation, its affiliated organisations and by the relationship with ISOCARP Society.

The Board of Directors shall consist of **three members**, the Directors.



The role of the Board of Directors is to:

- 1. Set the Strategy:** To develop, monitor and review the general mission of the organisation, its objectives and goals, and the implemented actions to reach those goals;
- 2. Approve Finances:** Validate the organisation's budget, and any expenditures that deviate materially from the approved budget and ensure that the financial results are reported fairly and in accordance with generally accepted accounting principles;
- 3. Perform General Management:** Oversee the general management of the Foundation, initiate activities within the three pillars of the organisation (Research, Academy, Capacity Building), contribute to the development of new activities, as well as external partnerships, including ISOCARP Society.

The Board of Directors has the **power** to:

- Approve payments
- Approve Annual Reports
- Control and approve Financial Reports (quartal and annual reports)
- Approve yearly budget and budgetary ceilings
- Appoint the Advisory Board of the ISOCARP Institute
- Approve the organisation's Strategic Plan
- Delegate its authorities
- Represent the organisation
- Select a Spokesperson among the Directors, who is expected to report regularly in writing or verbally, at least monthly, to the Board of ISOCARP Society.

To ensure business continuity, business contingency and secure daily management, the Board of Directors **delegates part of its responsibilities to an Executive Officer**, whose responsibilities include:

- Representation of the organisation in already contracted ventures (notably acting as the organisation's Legal Authorised Representative for EU grants),
- Ensuring compliance with all major policies which govern the organisation's operations
- Implementing systems designed to ensure that the organization operates at all times within applicable laws and regulations, and to the highest ethical and moral standards, especially compliance of the organisation's finances and reporting,
- Support the progress of the organisation towards its strategic goals, and to propose revision in light of changing circumstances,



- Identify the principal risks of the organisation's business and take all reasonable steps to ensure the implementation of appropriate systems to manage these risks,
- Operating daily office management and daily payments, in line with the annual budget and budgetary ceilings approved by the Board.

The Board of Directors **guides**:

- The implementation of ongoing activities within the three pillars of the organisation (Research, Academy, Capacity Building)
- The development of new activities
- The development of external partnerships, including with ISOCARP Society

Any member of the Board of Directors shall **refrain from conflict of interests** and consult the Executive Officer should any uncertainties arise.

3 Terms of Appointment:

Directors shall be appointed for a period of **three years**, and they shall be eligible for appointment for a maximum of two consecutive periods.

General terms of appointment

The Board of Directors shall be composed of **natural persons only, who are ISOCARP members but not members of the Board of ISOCARP Society.**

Directors are bound to comply with the general principles governing a Foundation under Dutch law, including legal compliance, lack of financial interest, transparency and accountability. The Board of Directors is accountable for the Foundation's actions and must act in the foundation's best interests at all times. They may be held liable for any breaches of duty or misconduct.

Directors serve on a **voluntary basis** and their appointment does not incur any financial compensation obligations for the **ISOCARP Institute**, beyond travel and accommodations costs to attend **one yearly in person meeting** as planned in the yearly budget.



Specific terms of appointment

Beyond the requirements set above, the **Board of Directors** of the **ISOCARP Institute** shall represent the diversity of the current urban planning practice, in terms of:

- Gender balance
- Geographical global representation
- Professional expertise

Conflict resolution

In the event of any conflicts arising regarding adherence to the terms laid out in this call or concerning general ethical and legal obligations, an **Ethics and Compliance Board** may be convened. This board will offer guidance on the conflict and provide recommendations via majority vote for resolution to the Board of Directors.

The **Ethics and Compliance Board** shall consist of 3 people: one Director, one Executive Officer, and one staff member, none of whom are involved in the conflict under consideration. Should one member be unavailable, the Advisory Board may be invited to participate with one vote.

4 Application and selection process

Applicants will be evaluated based on the following criteria:

- Capacity for organizational management, with particular focus on previous experience in coordination of NGO or enterprise programs
- Experience in research, technical assistance and capacity building projects
- Proven interest in planning excellence
- Geographical representation

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Three Directors shall be appointed by the incumbent Board of Directors from a binding nomination to be made by the Board of **ISOCARP Society**.



Specifically, the Board of **ISOCARP Society** will assess the received applications against the criteria laid down in this call and shall propose at least two persons for each vacancy to be filled in the Board of Directors of the ISOCARP Institute. The incumbent **Board of Directors** will select the best candidate for each open position.

Should the Board of **ISOCARP Society** fail to propose its selected candidates to the Board of Directors of the **ISOCARP Institute** within 2 months, the incumbent **Board of Directors** will select the best candidate for each open position directly from the received applications.

The new Board of Directors of the ISOCARP Institute shall assume office by **1st September 2024**.

5 Confidentiality and Data Protection

The **ISOCARP Institute** acknowledges and agrees to maintain strict confidentiality regarding any information shared or obtained from this call. The **ISOCARP Institute commits** to comply with all relevant laws and regulations governing data protection and privacy, including but not limited to the General Data Protection Regulation (GDPR) in the Netherlands.

When transmitting the applications to the **Board of ISOCARP Society**, the ISOCARP Institute shall refrain from including personal contact information.

By submitting their application, candidates agree to their information being processed by the **ISOCARP Institute** and submitted to the Board of ISOCARP Society

Any personal data exchanged shall be handled in accordance with applicable data protection laws, and appropriate measures shall be taken to ensure its security and confidentiality

6 Contact Information

For any inquiry, please contact both (cc'd):

info@isocarp-institute.org and elisei@isocarp.org