

## Information on UIAA Executive Board Members' and President's Roles, Responsibilities and Expectations Guidelines for the 2020 Election of a new UIAA President

### 1. The UIAA Profile and Mission

*The UIAA is the International Climbing and Mountaineering Federation. As the leading global network, we promote climbing and mountaineering and advocate for access to climbing areas and mountain ranges. While looking to our future, we value our heritage and care for the mountains, their fragile ecosystems, vulnerable communities and cultures. We serve the best interests of our member federations and of our worldwide community. For the climbers. For the mountains. For the World.*

For the UIAA mission, purposes and tasks please refer to the Articles of Association: [https://www.theuiaa.org/documents/members/AoA\\_Larnaca\\_2019\\_Amendments.pdf](https://www.theuiaa.org/documents/members/AoA_Larnaca_2019_Amendments.pdf)

As an organization, UIAA identifies itself with the key values of integrity, neutrality, transparency and accountability whilst promoting the major values associated with UIAA as described in the code of ethics:

<https://www.theuiaa.org/documents/members/UIAACodeofEthics2018.pdf>

### 2. Governance & Law

The UIAA General Assembly (UIAA GA) is the supreme authority of the UIAA responsible for defining the vision and general direction of the UIAA in accordance with the responsibilities laid down in the UIAA Articles of Association (AoA). The UIAA GA is composed of mandated representatives from each UIAA member federation.

The UIAA Management Committee MC and the UIAA Executive Board together are the representatives of the UIAA at the GA, and these members are elected by the UIAA General Assembly.

The UIAA is led by the President.

With the authority delegated by the Management Committee, the Director of Operations (DoO) represents the MC and the UIAA in all day-to-day business including all proceedings and negotiations of all types. The DoO is responsible for the staff of the UIAA including the authority to directly employ, supervise, control, review the performance and terminate the contract of staff.

The UIAA currently employs six (6) staff members, including full time and part time positions.

The Articles of Association AoA of the UIAA and its bylaws are formulated under and subject to the laws of Switzerland. The AoA is written in both English and German. The German version shall apply where there are questions of interpretation. All other documents shall be accepted in their English version.

### **3. Composition of the UIAA Executive Board**

- a President
- a Vice President
- a Treasurer
- a General Secretary, and
- up to three other persons also elected by the UIAA General Assembly in accordance with the nomination and election procedures.

each elected by the UIAA General Assembly in accordance with the nomination and election procedures.

The EB is the executive body of the MC. MC and EB will meet twice a year.

The DoO also sits in UIAA GA, MC and EB meetings in an ex-officio role without a vote.

### **4. Term of Office of the UIAA President**

The President may hold the office up to a maximum of eight (8) consecutive years : two (2) terms of four (4) years each.

### **5. General tasks and responsibilities of the Executive Board**

In accordance with the UIAA AoA, the EB represents the UIAA. In exercising this authority, key responsibilities of the EB include:

- To interpret the vision set by the UIAA membership at the General Assembly and Management Committee (MC) and set the broad goals of the UIAA strategic plan for approval of the GA.
- To monitor the overall performance and the delivery of the strategic goals and ensure that the directions as set by the UIAA GA are implemented.
- To delegate authority and mandate, as appropriate, the DoO to represent the UIAA in accordance with the EB decisions and/or the rules and regulations laid down.
- To support the DoO in leading the staff team and in carrying out the corporate plan by ensuring that sufficient resources are allocated, and an effective planning and reporting process is in place.
- To consider, and submit to the UIAA GA for approval, the General Assembly meeting agenda, the budget, financial reports and audited accounts.
- To appoint the members of the UIAA commissions and any other relevant committee or working group.
- To approve the recommendations, UIAA Policies, Bylaws, Standing Orders, and Rules & Regulations proposed by the UIAA commissions, committees and working groups, and the UIAA staff.
- To liaise with the UIAA membership and, where required, represent the UIAA externally with the aim to promote its vision, and support its credibility and public image.
- To represent the UIAA in Conferences, IOC Commissions and in other representative roles.

## 6. Specific tasks of the UIAA President

The President represents the UIAA and presides over all its activities. The President's main role within the organization includes, but is not limited to, the following tasks and responsibilities:

- Chairing the meetings of the General Assembly, the MC and EB
- Serving as the primary liaison between EB and DoO to ensure EB, MC and General Assembly resolutions are carried out.
- Working closely together with DoO to enhance the overall efficiency of the organization and its ability to deliver the key strategic goals and priorities.
- Representing the UIAA towards the International Olympic Committee (IOC) and other international organizations.
- Leading EB's self-assessment, carrying out DoO's performance review and curating a DoO succession plan.
- Actively contributing to ensure that the organization maintains positive and productive relations with its member federations, international and non-governmental organizations, media, sponsors, donors, other relevant organizations and with the community at large.
- Taking the lead in cooperation with DoO for fundraising programs by attending meetings and functions to raise funds, meet with commercial partners on sponsorship programs and maintain visibility in the climbing and mountaineering community.

## 7. Characteristics and attributes of an UIAA Management Committee and Executive Board member

Individual members of the UIAA MC/EB bring a number of characteristics and attributes that contribute to building effective management structures. These include:

- A passion and deep understanding for climbing and mountaineering
- A track record of contributions to the climbing and mountaineering movement, preferably within the UIAA.
- A strong sense of responsibility and a demonstrated ability to honour commitments.
- Well-developed interpersonal and communication skills.
- Eagerness to contribute during EB and MC meetings, which includes time and willingness to prepare ahead of meetings.
- Supportive and respectful of others, but also willing to express one's own opinion.
- Thoughtfulness: ability to consider issues, weigh their ramifications and articulate one's thoughts on the subject.
- Capacity of strategic thinking, sound judgement and diplomacy.
- Languages: excellent reading and writing in English (must), knowledge of German French, Spanish Italian, and/or other languages is a plus.
- Loyalty to EB's decision-making process and outcomes, and the ability to subordinate any personal special interest (or of one's constituency) to the interest of the UIAA and the Mountaineering Movement.

## 8. Additional characteristics specific to a successful UIAA President

Many of the characteristics mentioned above combine to make a successful President. The UIAA President should also demonstrate:

- A strong vision for the UIAA's future
- Charisma, diplomacy, and ability to represent the UIAA at the highest levels.
- A broad experience that includes significant staff and/or business success (proven performance at a President's or CEO level of a midsize or large organization).
- Strong leadership, teambuilding, group dynamics and crisis management skills.
- Demonstrated accountability for his/her words and actions.
- Open-mindedness, ability to listen and engage in open debate.
- Positive attitude with ability to delegate, inspire and motivate others.
- Courage to take tough and/or unpopular decisions when required.
- Patience and ability to deal peacefully with intergroup conflict/anger.
- Ability to cultivate an open and solid working relationship with DoO, based on defined roles and responsibilities.
- In times of adversity, a proven willingness to support and provide 'air cover' to DoO, creating space for DoO to focus on the crisis, and taking on the necessary front-line roles, including communication with external stakeholders.

## 9. Expected time commitment from the Executive Board members

- **Attending the UIAA General Assemblies**, for the full duration, except where prevented from doing so, due to reasons beyond reasonable control, in which case such non-attendance shall be duly justified to the GA.
- **Attending UIAA MC/EB Meetings**: Members of MC/EB are expected to attend formally scheduled MC/EB meetings, except where prevented from doing so, due to reasons beyond reasonable control, in which case such non-attendance shall be duly justified to MC/EB.
- **Availability in between MC/EB meetings**: On an average of two occasions per month, MC/EB may be asked to consider recommendations, read specific background material and provide feedback or conduct an electronic vote. Since such communication will take place via email, it is important for MC/EB members to have internet access on a daily or very regular basis. MC/EB members may also be asked to participate in a conference call and/or occasionally represent the UIAA at some events.

## 10. Expected time commitment from the UIAA President

With an average of 50 working days per year and extensive travelling the demands on the UIAA President are high. In addition to the time commitment required from any EB member as stipulated above, the UIAA President has a heavy schedule of representative tasks, participation in conferences, media interviews, meetings with member federations and other stakeholders. A permanent close and solid co-operation is also required between the UIAA President and DoO in driving the organization forward and/or in addressing any crisis, which means the President should be able to visit the office in Bern regularly, in person or online. The UIAA will provide adequate administrative support to the President, if required.

## 11. Governance and DoO Responsibilities

The UIAA operates under a structure that separates 'governance', (which is the role of the UIAA EB, on behalf of the UIAA), from 'staff', which is the responsibility of DoO. The DoO is the liaison between the governance and staff responsibilities within the organization.

Key areas in the separation between governance and staff functions are:

<b>President / Management Committee through the Executive Board</b>	<b>DoO</b>
<ul style="list-style-type: none"> <li>▪ Governance, non-executive role, responsible for effective governance of the organization.</li> </ul>	<ul style="list-style-type: none"> <li>▪ Executive role, manages operations/administration.</li> </ul>
<ul style="list-style-type: none"> <li>▪ The EB has full power of authority to represent the UIAA and approves the transaction of any business properly brought before the meeting.</li> <li>▪ The EB mandates DoO to represent the UIAA.</li> <li>▪ The EB monitors the delivery of goals.</li> </ul>	<ul style="list-style-type: none"> <li>▪ The DoO is responsible for the staff of the organization and represents EB and the organization in all day-to-day business affairs and in all proceedings and negotiations of all types against courts and authorities.</li> <li>▪ The DoO shall not permit EB to be uninformed or unsupported in its work. The DoO shall not fail to submit the information required for EB to monitor compliance with the policies it has established and shall not fail to report an actual or anticipated non-compliance with these policies.</li> </ul>
<ul style="list-style-type: none"> <li>▪ The President leads the EB in making decisions in the best interest of UIAA Members</li> </ul>	<ul style="list-style-type: none"> <li>▪ The DoO ensures that the staff, Commissions, and Sports Technical Committees carry out the strategies and policies decided by EB.</li> </ul>
<ul style="list-style-type: none"> <li>▪ The EB approves the UIAA Strategic Plan and the overall budgets which are based on directions provided by the UIAA at the General Assembly.</li> </ul>	<ul style="list-style-type: none"> <li>▪ The DoO develops the Strategic and Annual Plan which is also linked to a detailed budget planning.</li> </ul>
<ul style="list-style-type: none"> <li>▪ The EB considers and approves financial reports and audited accounts.</li> </ul>	<ul style="list-style-type: none"> <li>▪ The DoO in consultation with Treasurer develops and recommends budgets for consideration by EB. The Treasurer reviews procedures for the appointment of internal and external auditors reviews the audit of annual financial statements and provides comments thereon to EB and General Assembly.</li> </ul>
<ul style="list-style-type: none"> <li>▪ The EB is responsible for ensuring that effective planning processes are in place, and for monitoring the results of these</li> </ul>	<ul style="list-style-type: none"> <li>▪ The DoO ensures an effective risk assessment, risk staff, and an effective human resource planning is in place.</li> </ul>

## 12. Language

All communication and all meetings of the UIAA are conducted in English. No translations services (simultaneous or other) are provided or covered by the UIAA during UIAA meetings.

### **13. Expenses**

As a non-profit organization, the UIAA is required to maintain transparent records, especially with regard to the reimbursement of travel costs. UIAA will reimburse expenses or cover travel, per diem and accommodation costs for all members of the UIAA EB to attend meetings of the UIAA GA, MC and EB in accordance with the UIAA travel reimbursement policies.

The UIAA routinely will purchase economy-fare tickets for board members, including advance seat reservations. Subject to approval of DoO or his/her designee and for exceptional reasons only (e.g. health issues), premium economy class tickets may be issued on an ad hoc basis, if available. Business class tickets are not allowed, or extra costs are paid by EB member him/herself

The UIAA also provides an annual budget covering expenses of the UIAA President and administrative support.

### **14. Liability**

The liabilities of the UIAA as a registered association under Swiss law, arising from all legal activities of its entities and their deputies, are in all cases, limited to the existing assets of the association.

The liability of non-paid board members is limited. Voluntary board members, who are exercising their duties as EB, could only be held liable, if damage to the UIAA was caused by them through acts that are intentionally or grossly negligent. For proven cases of gross negligence, default or breach of duty, the UIAA can take legal action against the individual board member(s).

To protect the individual member from any personal liability, members:

- shall not sign any agreement or contract on behalf of the UIAA;
- shall not sign for the acceptance of any claim on behalf of the UIAA, nor as an individual member of the UIAA Executive Board;
- shall not sign for the admission of settlement or any liability on behalf of UIAA, nor as an individual member of the UIAA Executive Board other than as officers of the UIAA and identified as such.

The UIAA has procured insurances policies for General Liability, which ensures all activities of the UIAA causing bodily injury, property damage and consequential loss; and for Directors and Officers Liability, covering claims based on legal liability (e.g. investigation, defense and settlement costs).

### **15. UIAA Undertaking and Declaration (Disclosure) of Interests**

As a condition for the UIAA accepting nominations, candidates for election are required to sign the UIAA Conflicts on Interest declaration and agree to be bound by the UIAA Code of Ethics committing to adhere to the principles of both.