

DECENTRALIZATION OF THE ULI DISTRICT COUNCIL PROGRAM

Preamble

Purpose: *District Councils exist to advance and carry out the mission of ULI in cities, communities and regions throughout the areas of the world where ULI has members.*

Mission: *The Mission Statement of District Councils is ULI's Mission Statement: The mission of ULI is to provide leadership in the responsible use of land and in creating and sustaining thriving communities worldwide.*

Concept: *The idea of "One ULI" is a desirable goal. In order to achieve that while providing appropriate autonomy to District Councils to operate most effectively in their local markets, a limited set of Governance Standards and Operating Principles is needed. As ULI adopts a structure of "decentralization," generally defined as "an organization in which a number of entities exist, each retaining control of its own internal affairs", those Standards and Principles, will support the "One ULI" goal.*

Recognizing the importance and success of the District Council Program, ULI has taken the initiative to provide greater autonomy and independence to District Councils through a more decentralized organizational structure. The goal of a decentralized structure is to establish the working relationship between ULI and the District Councils that will make them more effective and productive.

The term "effective and productive" is intended to apply to ULI's ability to better serve its mission and to support a sustainable financial position. Establishing and respecting boundaries is fundamental to managing possible conflicts and converting missed opportunities into cooperative and productive achievements. The establishment of consistent policies provides a framework for the organization and operations of the District Councils.

The first action is the standardization of **three key leadership positions**: The District Council Chair, the District Council Treasurer and the District Council Chair for Mission Advancement. These three individuals provide leadership direction, financial management and the execution of the policies and programs that support the local priorities and the Institute's mission. Terms, Selection Criteria, Selection Process, Key Responsibilities and Succession Planning are defined in The District Council Governance Standards Paper.

The second action is the standardization of **three key Standing Committees**: The Advisory Board, the Management Committee and the District Council Governance Committee. District Councils should possess the flexibility to structure additional leadership and advisory and support committees, as may be appropriate, for enhancing local programmatic, financial or mission-driven goals. Terms, Selection Criteria, Selection Process, Key Responsibilities and Succession Planning are defined in The District Council Governance Standards Paper.

The final action is the adoption of a document: ***The District Council Ten Key Operating Principles***. This paper provides the framework within which each District Council pursues the ULI Mission in its own community.

Any modification, abatement or suspension of the Governance Standards and the Operating Principles must be requested in advance, in writing, to ULI's Executive Committee. The Executive Committee is highly sensitive to the needs of District Councils and will respond to the District Council request in a timely manner.

The advancement of decentralization for the District Councils requires a need for consistent standards, but the rationale of such is made in the spirit of minimizing absolutes and maximizing flexibility, responsibility and accountability within each District Council. Through the adoption and implementation of these documents, the mission, goals and activities of ULI and the District Councils remain unchanged while the effectiveness, productivity, cooperation and communication within and among ULI and the District Councils will be greatly enhanced.

DISTRICT COUNCIL GOVERNANCE STANDARDS

Leadership

District Council Chair

- I. Term of Service:** One two-year term, commencing with ULI's fiscal year. An option of extending the term for a one-year is possible, with the approval of the District Council Governance Committee and the ULI Chairman.

- II. Selection Process:** Nominations are submitted for consideration to the current District Council Chair and the District Council Governance Committee. The incoming District Council Chair must be approved by the District Council Governance Committee at least three months prior to the outgoing Chair's end-of-term, for submittal to the ULI Chairman. Approval by the ULI Chairman at or before ULI Spring Meeting.

- III. Selection Criteria:** Candidate must have:
 - A.** Demonstrated leadership qualities both locally and nationally with ULI.
 - B.** Professional flexibility to consistently provide the time and energy necessary to fulfill the leadership responsibilities.
 - C.** Demonstrated communication skills to articulately and passionately deliver the ULI mission.
 - D.** Critical fundraising skills, as the District Council Chair is essential to the local sponsorship and fundraising process and should be able to demonstrate through example the potential and ability to raise funds.
 - E.** Interest and business acumen necessary to manage the financial business and health of the District Council.
 - F.** Knowledge of the broad program of work of both the District Council and ULI and a commitment to connect both with each other.
 - G.** ULI Full Member status.

- IV. Responsibilities:**
 - A.** Provide overall strategic leadership.
 - B.** Represent the District Council at District Council meetings, retreats, convenings and other events, as may be called by ULI.
 - C.** Represent the District Council at major programs and other community meetings.
 - D.** Appoint District Council vice chairmen and leadership, in consultation with Management Committee.
 - E.** Formulate membership of the Advisory Board.
 - F.** Assume responsibility for direction of management of District Council Staff and Contractors. (Said individuals have a dotted line responsibility to ULI Senior Vice President of District Councils.)
 - G.** Oversee the District Council's financial health, in partnership with the Treasurer.

- H. Set an annual calendar of activities.
 - I. Work with ULI senior staff to fulfill the ULI mission and the goals of the District Council.
 - J. Work with the District Council Governance Committee on Annual Business Plan.
- V. **Succession Planning:** The following provide Key Leadership Standards needed for an incoming District Council Chair:
- A. **Leadership.** It is critical that the District Council Governance Committee identify the potential District Council Chair six months in advance of the outgoing District Council Chair's term. Those candidates, if not already fully indoctrinated into ULI and District Council leadership, should be offered and encouraged to demonstrate leadership and attain programmatic knowledge.
 - B. **Participation.** Once nominated by the District Council Governance Committee, the incoming District Council Chair must attend as many staff meetings and Committee Meetings with the outgoing Chairman as possible.
 - C. **Development.** The incoming District Council Chair must attend ULI Leadership Development Programs, as designed by ULI.
 - D. **Transition.** The outgoing District Council Chair will serve as Chair of the District Council Governance Committee and should be highly encouraged to take a leadership role in local initiatives, as well as in ULI's broader work nationally and internationally.

District Council Treasurer

- I. **Term of Service:** One two-year term, commencing with ULI's fiscal year. An option of extending the term for a one-year is possible, with the approval of the District Council Governance Committee and the District Council Chair.
- II. **Selection Process:** The Treasurer should be recommended to the District Council Chair by a member of the Advisory Board and/or the District Council Governance Committee. He/She is approved by the District Council Governance Committee and appointed by the District Council Chair.
- III. **Selection Criteria:** The Treasurer should have demonstrated financial management acumen and possess the time to consistently meet with staff and the District Council Chair and to interact with other ULI staff on an as-needed basis.
- IV. **Responsibilities:**
 - A. Provide oversight for the fiscal management of the District Council.
 - B. Provide key assumptions for the annual budget based in conjunction with staff input.
 - C. Review / approve for submittal the annual budget and forecasts.
 - D. Approve expenditures under a TBD level.

- E. Provide the District Council with regular updates on the District Council's financial position.
- V. **Succession Planning:** The incoming Treasurer must be approved three months prior to the end of the term of the outgoing Treasurer. He/she should, with the outgoing Treasurer, meet with staff and key leadership during that three month period.

Chair for Mission Advancement

- I. **Term of Service:** One two-year term, commencing with ULI's fiscal year. An option of extending the term for a one-year is possible, with the approval of the District Council Governance Committee and the District Council Chair.
- II. **Selection Process:** The Chair for Mission Advancement should be recommended to the District Council Chair by a member of the Advisory Board and/or the District Council Governance Committee. He/She is approved by the District Council Governance Committee and appointed by the District Council Chair.
- III. **Selection Criteria:** The Chair for Mission Advancement should have actively participated in major work at the District Council level and have demonstrated proven leadership skills.
- IV. **Responsibilities:**
 - a. Act as a bridge between ULI and District Council activities.
 - b. Help create the annual program of work for the District Council, with consideration to the ULI program focus of that fiscal year.
 - c. Ensure that ULI practices, policies and programs are integrated into the District Council's activities and outreach.
 - d. Provide ULI and the District Council with regular updates on the advancement of the ULI mission within the program of work of the District Council.
 - e. Advise or oversee responsible chairmen or be actively (individually) responsible for the implementation of the above activities in the District Council.
- V. **Succession Planning:** The incoming Chair for Mission Advancement must be approved three months prior to the end of the term of the outgoing Chair for Mission Advancement. He/she should, with the outgoing Chair for Mission Advancement, meet with staff and key leadership during that three month period.

DISTRICT COUNCIL GOVERNANCE STANDARDS

Committees

Advisory Board

- I. **Structure/Composition:** The District Council Advisory Board should be composed of key District Council leadership, major sponsors, public and private community leaders and/or other active members in delivery of the District Council's activity. The District Council Advisory Board has a stated goal to be inclusive.

The District Council Chair chairs the Advisory Board and is responsible for setting the schedule and agenda of the meeting(s).

- II. **Term of Service:** Appointments should coincide with ULI's fiscal year. There is no term limit for committee members.
- III. **Selection Process:** Incoming members to the Advisory Board may be identified by the District Council Chair, other members of the Advisory Board and/or the District Council Governance Committee. Members are appointed by the District Council Chair.

IV. **Responsibilities:**

- A. Attend all Advisory Board meetings.
- B. Attend and support District Council programs.
- C. Assist in financially supporting ULI.
- D. Assist with one or more of the District Council initiatives.
- E. Provide mentoring to YLG to assist in growth of future leaders of ULI and the District Council.

- V. **Selection Criteria:** It is essential that the Advisory Board maintains a healthy balance of developers, principals, consultants, financiers, educators, government officials and not-for-profit community leaders. Members must possess:

- A. A positive status in the local community and in their area of real estate expertise.
- B. A proven track record of dedication to and understanding of ULI.
- C. The ability to provide sponsorship funding, solicit sponsorship or contribute in a like manner.
- D. The time to participate in Advisory Board meetings and in other venues where a District Council Advisory Board presence is of import.
- E. Solid, objective, good-thinking skills as an advisor to the leadership of the District Council and to the current Chair.
- F. ULI membership.

Management Committee

- I. **Structure/Composition:** It is recommended that the Management Committee should be composed of a minimum of three and no more than nine members. Membership should be composed of the three leadership positions (District Council Chair, Treasurer and Chair for Mission Advancement) and the most active District Council members, including prospective candidates for the three standard leadership positions.

The District Council Chair chairs the Management Committee and is responsible for setting the schedule and the agenda of the meeting(s).

- II. **Term of Service:** The members serve at the pleasure of the Chair who may recommend that the Management Committee composition remain as is, add or delete as he/she sees most beneficial in meeting the needs and initiatives of the District Council. Appointments coincide with ULI's fiscal year.
- III. **Selection Process:** Incoming members to the Management Committee may be identified by the District Council Chair, other members of the Advisory Board and/or the District Council Governance Committee. Members are appointed by the District Council Chair.
- IV. **Responsibilities:**
 - A. Ensure a Strategic Plan (a five-year outlook) is in place.
 - B. Create a Business Plan which annually focuses on the next 1 to 3 year cycle of programmatic work. District Council priorities and key initiatives would be developed.
 - C. Develop a practical budget for the Business Plan with the Treasurer.
 - D. Review key programs and events regularly.
 - E. Develop, periodically review and actively engage in the District Council's Sponsorship/Fundraising Plan.
 - F. Discuss and enlist ULI member involvement, both in the public and private sectors.
 - G. Serve as the Management Committee for the District Council in support of its Chair.
- V. **Selection Criteria:** In addition to the Selection Criteria outlined for Advisory Board members, Management Committee members are called up to execute specific leadership tasks within the District Council and must possess time to meet on an as needed basis.

District Council Governance Committee

- I. **Structure/Composition:** The District Council Governance Committee is made up of former District Council Chairs, ULI Trustees, and major community leaders, and should number no more than seven. The current Chair of the District Council serves ex-officio with voting rights. It is chaired by

the District Council Past Chair who is responsible for setting the schedule and the agenda of the meeting(s).

- II. **Term of Service:** Members serve an initial two-year term of service, commencing with ULI's fiscal year. An option of extending the term for one-year is possible at the discretion of the District Chair.
- III. **Selection Process:** The District Council Governance Committee is selected by the District Council Chair and immediate past District Council Chair. The ULI Chairman will approve the initial District Council Governance Committee Chair.
- IV. **Responsibilities:**
 - A. Provide guidance and leadership in compliance with ULI policies and practices.
 - B. Provide general governance and adherence to ULI code of ethics.
 - C. Have responsibility for succession planning for the three leadership positions (the District Council Chair, the Treasurer and the Chair for Mission Advancement).
 - D. Submit to ULI's Governance Committee, as requested, the names of members of the District Council with outstanding leadership capabilities.
- V. **Selection Criteria:** Members should be active local community leaders and ULI Full Members. Convenings of this group would occur at least quarterly, or as strategic direction or large problem solving is needed.

District Council Ten Key Operating Principles

- I. District Councils focus their activities and programs of work within their geographically defined regions, furthering the ULI mission.
- II. District Councils bring the character, culture, standards, brand, practices and policies of ULI to their regions, protecting and enhancing the ULI brand.
- III. District Councils design programs determined by the District Council's leadership in coordination with ULI's key initiatives, with recognition that local innovation is critical to the program of work of ULI.
- IV. District Councils, through their advocacy of best practices, advance the mission of ULI.
- V. District Councils endeavor to collaboratively execute the spirit of "One ULI" by exchanging programs of work, best practices, and applicable issues being faced within their local district or region with other District Councils, Councils and ULI, so that all may benefit.
- VI. District Councils provide leadership in their communities and place a priority on community outreach.
- VII. District Councils engage ULI members, and members of their broader community, around quality content, with knowledge that sponsorship, membership and credibility will follow.
- VIII. District Councils establish a leadership succession program whereby candidates for key positions are identified, reviewed and selected in a manner that is designed to ensure the highest quality of leadership success.
- IX. District Councils obtain funding required to carry out their program of work.
- X. District Councils operate under a locally created business plan, are fiscally conservative, maintain a sufficient reserve fund and, at a minimum, operate at breakeven during the fiscal year.