ImpactBuilders City Charter

Framework for the ImpactBuilders Trusted City Network

PART I - INTRODUCTION

1 Purpose and core values

ImpactBuilders wants to build a Europe we are proud to work and live in.

ImpactBuilders is guided by three core values: Passion · Trust · Results

2 A pan-European trusted city network

ImpactBuilders develops a pan-European trusted city network, city by city.

The network brings relevant leaders together in local communities formed around cities and their wider regions, and connects these communities across Europe.

3 Foundation

ImpactBuilders Foundation MTÜ (the Foundation) is the organisation behind the trusted city network.

Where this Charter assigns a decision, responsibility or action to the Foundation, it is exercised through the competent body or authorised person of the Foundation in accordance with its statutes and applicable rules.

4 Overview

ImpactBuilders combines:

- one European Foundation;
- one European membership community;
- trusted local communities around cities and their wider regions;
- collaboration between local communities;
- local initiative;
- common ImpactBuilders initiatives;
- European coordination and support.

PART II — THE IMPACTBUILDERS COMMUNITY

5 Core business community and wider stakeholder community

ImpactBuilders is centred around executive and operational leaders from internationally active mid-size and mid-cap companies.

They form the core business community of ImpactBuilders.

Around this core business community, ImpactBuilders brings together leaders from three stakeholder communities that strongly influence the environment in which these businesses operate, innovate, invest and grow: education and research, institutions, and investment.

Education and research

Academic decision-makers and other leaders from education and research, including universities, higher-education institutions, schools and research institutions.

They connect the business community with knowledge, talent, research and innovation.

Institutions

Institutional stakeholders, including government and public-sector leaders, diplomats and economic and regional development leaders.

They connect the business community with the institutional and regional environment in which companies operate.

Investment

Professional investors and investment decision-makers, including leaders from private equity firms, family offices, family holdings, industrial and investment holdings, other professional investment organisations and private investors.

They connect the core business community with capital, ownership and long-term investment perspectives.

Together, these four groups create a trusted community in which business leaders can connect with the people who shape knowledge, policy, capital and the wider economic environment.

6 Community Membership

Community Membership is a personal membership of the wider European ImpactBuilders community under this Charter. Community Membership applies throughout the European ImpactBuilders community and is not limited to one city or region. An individual holding Community Membership is referred to in this Charter as a Community Member.

Community Members may:

- participate in ImpactBuilders activities;
- build trusted relationships across the network;
- request and provide relevant introductions;
- introduce other relevant leaders;
- contribute ideas for new ImpactBuilders activities.

There is no minimum participation requirement.

Community Membership is separate from statutory membership of ImpactBuilders Foundation MTÜ. Holding Community Membership does not by itself make an individual a statutory member of the MTÜ. Statutory membership of ImpactBuilders Foundation MTÜ is governed separately by the Foundation's Articles of Association and applicable law.

7 Community Membership fee

Community Membership may be granted against payment of the annual Community Membership fee.

The Foundation determines the annual Community Membership fee at least three months before the beginning of each new calendar year.

The fee determined for that calendar year applies to all new annual Community Memberships and all annual Community Membership renewals taking place during that calendar year.

The initial annual Community Membership fee is €500. The annual Community Membership period starts on the first day of the month following the month in which the membership invoice is issued and lasts for 12 months.

The Community Membership fee may be paid personally or by an organisation represented by the Community Member.

PART III — CITY NODES

8 City Nodes

A City Node is a trusted local ImpactBuilders community around a city and its wider region, designated as either a City Chapter or a City Antenna.

The distinction reflects the size, weight and depth of the local community that ImpactBuilders intends to build around a city and its wider region.

A City Chapter is the more substantial type of City Node. It is intended to develop a strong community of business leaders, deeply connected with relevant leaders from education and research, institutions and investment. City Chapters form the principal regional hubs of the trusted city network.

A City Antenna is a lighter type of City Node. It connects a more focused local community around a city and its wider region with the trusted city network, while allowing the local presence to remain smaller and simpler than a City Chapter.

The designation as City Chapter or City Antenna does not represent different stages of development.

9 Chapter Cities

The Foundation adopts and maintains a separate European Chapter Cities List of approximately 150 European cities.

A City Node established in a city included on the European Chapter Cities List is designated as a City Chapter.

A City Antenna may be established in any city that is not included on the European Chapter Cities List.

The selection of cities considers combinations of:

- internationally active businesses;
- industrial importance;
- universities and research activity;

- institutional importance;
- investment and financial activity;
- transport and international connectivity;
- broader economic significance;
- relevance within the European business and knowledge network.

The Foundation also considers the overall balance of the European network.

Changes to the European Chapter Cities List require a formal decision of the Foundation.

10 City Chapters

A City Chapter is the more substantial type of City Node and may only be established in a city included on the European Chapter Cities List.

A City Chapter develops and connects a substantial ImpactBuilders community around its city and wider region.

City Chapters are intended to develop as active local communities, with regular interaction, a growing density of relationships and a broader range of local activity.

They build a strong core business community and deep relationships with relevant leaders from education and research, institutions and investment.

City Chapters form the principal regional hubs of the trusted city network.

11 City Antennas

A City Antenna is the lighter type of City Node and may be established around any city that is not included on the European Chapter Cities List.

City Antennas are often established in the wider areas between the principal Chapter cities, extending the trusted city network beyond the immediate reach of those urban centres.

A City Antenna develops and connects a more focused ImpactBuilders community around its city and wider region.

It may focus primarily on building relationships and facilitating relevant introductions, without needing to develop a broad programme of local activities.

This allows a City Antenna to remain a light local presence while connecting its community with the wider trusted city network.

12 Collaboration between City Nodes

City Nodes are kindly requested to collaborate as much as possible across the trusted city network.

They may develop relationships with other City Nodes and connect their local communities with communities in other cities.

13 Development of the trusted city network

The trusted city network and its City Nodes evolve over time as ImpactBuilders develops across Europe.

The Foundation establishes City Nodes and designates them in accordance with the European Chapter Cities List.

A City Node established in a city included on the European Chapter Cities List is a City Chapter.

The Foundation may establish City Antennas in cities that are not included on the European Chapter Cities List and may adjust the organisation of the trusted city network as it develops.

The Foundation may update this Charter where needed as the network evolves.

PART IV — CITY TEAMS

14 Roles

Every City Node maintains a City Team with at least three core roles. Additional people may contribute to the City Team.

The three core roles are:

- City Coordinator: The City Coordinator coordinates the City Team, follows the development of the local community and maintains the practical connection with the Foundation and the activities around the city.
- City Developer: The City Developer focuses on developing the local ImpactBuilders community. This includes identifying and following up potential Community Members across the city and its wider hinterland, activating existing networks, strengthening the core business community and developing relationships with relevant leaders from education and research, institutions and investment.
- City Connector: The City Connector connects the local community with the wider trusted city network. This includes developing relationships with other City Teams, creating introductions between cities, connecting local communities and helping Community Members participate across the network.

One individual may temporarily fulfil more than one core role.

15 Responsibilities

The City Team is collectively responsible for developing the local community. This includes:

- attracting new people to the ImpactBuilders community from the city and its wider hinterland;
- strengthening the core business community while developing strong relationships with relevant leaders from education and research, institutions and investment;
- stimulating and facilitating high-level introductions among Community Members;
- activating the personal networks of Community Members where this can create relevant relationships;
- starting these introductions from the moment the City Node is being developed.

The City Team meets regularly to coordinate the development of the City Node, follow up the local community, identify relevant new relationships and coordinate local activities.

A standing responsibility of the City Team is to identify and facilitate relevant high-level introductions between Community Members.

16 Voluntary contribution

Participation in a City Team is principally based on personal engagement and voluntary contribution to the development of the local ImpactBuilders community.

Holding a City Team role does not in itself create an entitlement to remuneration.

This does not prevent a person contributing to a City Team from separately carrying out a paid assignment for the Foundation or another ImpactBuilders legal entity, where such an assignment has been agreed separately.

Reasonable expenses or other support may also be provided where agreed by the Foundation.

17 City Builders

A City Builder is an individual who makes a meaningful contribution to the development of a City Node and is granted Community Membership without payment of the annual Community Membership fee.

City Builder status is intended for two situations:

- individuals who do not belong to the core business community or the wider stakeholder community, but who want to contribute actively to the development of the City Node and, through that contribution, participate in and learn from the ImpactBuilders community;
- individuals who do belong to the core business community or the wider stakeholder community, but who contribute exceptional value to the development of the City Node without seeking a specific favour, commercial advantage or preferential treatment in return.

City Builder status is not intended as an alternative to annual paid Community Membership for individuals who belong to the core business community or to the wider stakeholder community and make the normal contributions that can reasonably be expected from Community Members.

The contribution of a City Builder may include opening relevant relationships and networks, supporting the development of the local community, facilitating introductions, supporting activities or providing other capabilities that are particularly valuable to the City Node.

Some City Builders may also have a separate professional assignment connected with ImpactBuilders. These may include:

- Business Network Activators working under a separate agreement with the Foundation to activate and open relevant parts of their professional network;
- people working for another ImpactBuilders legal entity who have a defined assignment to support one or more City Teams.

Any such contractual or professional assignment is separate from the individual's City Builder status.

City Builder status provides Community Membership without payment of the annual Community Membership fee for as long as the status is maintained.

18 City Founders

A City Founder is an individual who makes a founding contribution connected with the establishment or development of a specific City Node. The City Founder contribution is equal to ten times the annual Community Membership fee applicable at the time the contribution is made.

The founding contribution may be paid personally, by the individual's employer or company, or by another organisation or third party on the individual's behalf. City Founder status always belongs to the individual.

City Founder status is connected with the specific City Node for which the founding contribution was made, while the resulting Community Membership applies throughout the wider European ImpactBuilders community.

A City Founder receives:

- lifelong Community Membership without payment of the annual Community Membership fee;
- permanent City Founder status connected with the relevant City Node;
- permanent recognition as a City Founder of that City Node;
- inclusion in the City Founder Gallery of that City Node.

A City Founder may choose to be represented in the City Founder Gallery by their own name and identity or by the name and/or logo of an organisation with which they are associated. The Foundation maintains the underlying record of the individual City Founder.

City Founder status does not require the individual to fulfil a City Team role or to make an ongoing operational contribution to the City Node.

City Founder status, City Founder recognition and lifelong Community Membership remain in place unless the City Founder is classified as a Bad Leaver under section 20. Upon the death of a City Founder, Community Membership ends, while the historical City Founder status and City Founder recognition remain.

19 Appointment and recognition

The individuals fulfilling the three core City Team roles are proposed by the respective City Team and confirmed by ImpactBuilders Foundation. Additional voluntary contributors may be invited to participate in the City Team by the City Team itself. In case of discontinuity, an unresolved vacancy or a dispute within the City Team, the Foundation may appoint the person fulfilling a core City Team role.

City Builders are appointed by the City Team for an agreed period and contribution. The Foundation records the resulting Community Membership and City Builder status.

City Founders are recognised by the Foundation following receipt of the founding contribution connected with the relevant City Node. The Foundation records the resulting lifelong Community Membership and City Founder status.

20 Termination and leaver status

Annual Community Membership and City Builder status may end through expiry, non-renewal or termination.

A City Founder may withdraw from active participation in the ImpactBuilders community without losing Community Membership, City Founder status or City Founder recognition.

Where Community Membership or City Builder status is terminated before its normal expiry, the individual is treated as either a Good Leaver or a Bad Leaver.

A City Founder may lose Community Membership and City Founder status only where the City Founder is classified as a Bad Leaver under this section.

Good Leaver

A Community Member holding annual paid Community Membership or a City Builder is a Good Leaver where Community Membership or City Builder status ends for a reason that is not connected with conduct that has damaged the Foundation, the trusted city network or its interests.

This includes:

- death;
- legal incapacity;
- voluntary resignation from the ImpactBuilders community;
- another non-disciplinary reason accepted by the Foundation.

Voluntary withdrawal from active participation by a City Founder does not terminate Community Membership and does not affect City Founder status or City Founder recognition.

A Good Leaver ceases to exercise the rights attached to Community Membership from the date on which the Community Membership ends.

Where a City Builder is a Good Leaver, the ending of Community Membership does not create any adverse consequence beyond the ending of the Community Membership and City Builder status.

Upon the death of a City Founder, Community Membership ends. The person's historical City Founder status, City Founder recognition and inclusion in the City Founder Gallery remain.

Bad Leaver

A Community Member may be classified as a Bad Leaver where the Foundation determines that the person's conduct or actions have materially damaged the reputation, interests, functioning, relationships or assets of the Foundation, the trusted city network, its Community Members or related ImpactBuilders legal entities.

A City Team may flag concerns regarding a Community Member to the Foundation. Such a referral triggers a review by the Foundation but does not in itself constitute grounds for classification as a Bad Leaver.

Before classifying a Community Member as a Bad Leaver, the Foundation will first seek to mediate the matter, insofar as mediation is possible and appropriate.

If the Foundation subsequently decides to terminate the Community Membership and classify the person as a Bad Leaver, that person may protest the decision once.

The Foundation must then reconsider the matter and investigate the circumstances in greater depth.

If, following that reconsideration, the Foundation again decides to terminate the Community Membership and confirm the Bad Leaver classification, that decision is final and no further internal protest is possible.

A City Builder classified as a Bad Leaver loses City Builder status and the Community Membership connected with that status.

A City Founder classified as a Bad Leaver loses:

- Community Membership;
- City Founder status;
- permanent City Founder recognition;
- inclusion in the City Founder Gallery.

To the fullest extent permitted by applicable law, a Bad Leaver may not claim compensation or damages from the Foundation, its Community Members or related ImpactBuilders legal entities as a consequence of the termination and agrees not to challenge the final termination decision through court proceedings.

Termination under this section concerns Community Membership and the statuses governed by this Charter.

Any statutory membership of ImpactBuilders Foundation MTÜ held by the same individual is governed separately by the Foundation's Articles of Association and applicable law.

PART V — INITIATIVES

21 ImpactBuilders Initiatives

An ImpactBuilders Initiative is an activity developed, adopted or operated within the ImpactBuilders trusted city network.

Each Initiative has an Initiative Team responsible for coordinating and operating it.

Initiative Team members may come from one or more City Nodes and may also fulfil roles within their respective City Teams.

Each Initiative also has an Initiative Playbook. The Initiative Playbook sets out the common concept, roles, operating principles and other arrangements needed to run the Initiative consistently across the network.

For every Initiative, the Foundation determines:

- its purpose and common concept;
- the roles within its Initiative Team;
- its Initiative Playbook;
- the level or levels at which it may be anchored.

An Initiative may be anchored:

- at Foundation level;
- at City Chapter level;
- at City Antenna level;
- or at any combination of these levels.

Anchoring determines where the primary responsibility for an Initiative sits. It does not determine or limit which City Nodes or individuals may participate in the Initiative.

Where an Initiative is anchored at Foundation level, the Foundation retains responsibility for the Initiative, while its coordination and operation may involve people from across the trusted city network.

Where an Initiative is anchored at City Chapter or City Antenna level, that City Node carries the primary responsibility for the Initiative. People from other City Nodes may nevertheless take up roles and contribute to it.

A City Chapter may anchor Initiatives made available at Chapter level and Initiatives made available at Antenna level. A City Antenna may anchor Initiatives made available at Antenna level. The Foundation may anchor Initiatives at Foundation level.

22 First Tuesday Member Gatherings

First Tuesday Member Gatherings are the obligatory recurring local Initiative of every City Node once the City Node has attracted at least fifteen Community Members from its city and wider hinterland who form part of its core business community or wider stakeholder community.

A City Node may voluntarily start organising First Tuesday Member Gatherings before reaching this threshold, once the City Team considers the local community sufficiently developed to make the gatherings valuable.

Before reaching the threshold and before starting the First Tuesday Member Gatherings, the City Team may focus on developing the local community and facilitating relevant introductions directly between Community Members.

Once started, the City Node organises a First Tuesday Member Gathering on the first Tuesday of every month.

First Tuesday Member Gatherings focus on strengthening relationships within the core business community and across the wider stakeholder community, introducing Community Members, identifying useful introductions, activating personal networks and connecting the local community with the wider European network.

As part of the First Tuesday Initiative, the Foundation organises an inter-city connection meeting on the third Tuesday of every month, connecting Community Members and City Nodes across the wider trusted city network.

23 First Tuesday Playbook and roles

Once a City Node starts organising First Tuesday Member Gatherings, these gatherings follow the First Tuesday Playbook maintained by the Foundation.

The Initiative Team responsible for this Initiative is called the First Tuesday Initiative Team.

Every First Tuesday Initiative Team has five roles:

- Meeting Lead;
- Process Lead;
- Community Lead;
- Trusted Mediator;
- Organisation Lead.

The detailed responsibilities of the five roles and the operation of the gathering are set out in the First Tuesday Playbook. The Foundation maintains and updates the First Tuesday Playbook as the Initiative evolves.

24 Other ImpactBuilders Initiatives

In addition to the obligatory First Tuesday Member Gatherings, the Foundation develops, adopts and maintains other ImpactBuilders Initiatives, such as Tuesday Breakfast events, Think Tanks and other initiatives developed over time.

These other Initiatives are optional for City Nodes.

Eligible City Chapters and City Antennas decide whether they wish to anchor an optional Initiative made available to them.

The Foundation provides the organisational support defined in the relevant Initiative Playbook.

25 New ideas

New initiatives can originate anywhere in the ImpactBuilders community.

Any Community Member or City Team may identify an opportunity and help develop an initial idea.

A City Team may further develop an idea and seek support from other City Nodes before bringing it to the Foundation.

26 Testing and development

The Foundation may agree to have a new initiative tested.

It may:

- support a test;
- provide budget for the test;
- promote the initiative among other City Nodes;
- invite other cities to participate.

A successful initiative may subsequently be adopted by the Foundation and made available more widely across the trusted city network.

PART VI — FINANCIAL ORGANISATION

27 Financial responsibility

The financial administration of the trusted city network is managed by the Foundation.

The Foundation uses analytical accounting to follow the financial activities of individual City Nodes and Initiatives.

A City Node, City Team or Initiative Team cannot enter into contracts, incur financial obligations or otherwise bind the Foundation unless explicitly authorised to do so by the Foundation.

Contracts and legal commitments binding the Foundation may only be entered into by the Foundation or by a person explicitly authorised by the Foundation.

28 Service providers and partner support

Where an Initiative requires professional or operational support, the Foundation may appoint a service provider with a specific assignment to operate or support that Initiative.

The service provider may be an ImpactBuilders legal entity or an external provider and may operate across one or several City Nodes.

An appointed service provider operates in its own name and within the scope of its assignment. It does not bind the Foundation unless explicitly authorised to do so.

The Foundation aims to organise this support in a way that provides Community Members with a favourable participation rate while maintaining the required quality of the Initiative.

Where the costs of an Initiative are not covered by the Community Membership fee, the appointed service provider may charge participants for costs connected with their participation.

The service provider may also develop partnerships supporting the Initiative, including:

- Business Partners and Sponsors that provide financial or in-kind support and thereby help reduce the costs charged to participants;
- Campus Partners that provide or support the venue, catering and other local facilities needed for the Initiative;
- Alliance Partners that help extend the Initiative to a wider relevant audience and strengthen its reach across their networks.

Other partners may provide services, expertise or other forms of support where relevant to the Initiative.

The specific responsibilities of the service provider, the costs that may be charged to participants and the role of partners may be further defined in the relevant Initiative Playbook.

Appendix — Key Terms

The following definitions summarise the principal terms used throughout this Charter. They should be read together with the substantive provisions of the Charter.

Foundation

ImpactBuilders Foundation MTÜ, the organisation behind the ImpactBuilders trusted city network.

Community Membership

Personal membership of the wider European ImpactBuilders community under this Charter. Community Membership applies throughout the European community and is not limited to a particular city or region. It is separate from statutory membership of ImpactBuilders Foundation MTÜ.

Statutory membership of ImpactBuilders Foundation MTÜ

Legal membership of ImpactBuilders Foundation MTÜ governed by the Foundation's Articles of Association and applicable law. It is separate from Community Membership under this Charter.

Community Member

An individual holding Community Membership under this Charter, whether through payment of the annual Community Membership fee, City Builder status or City Founder status.

Annual Community Membership

Community Membership granted against payment of the annual Community Membership fee for a period of twelve months.

Community Membership fee

The annual fee applicable to paid Community Membership, as determined by the Foundation for each calendar year.

Core business community

Executive and operational leaders from internationally active mid-size and mid-cap companies who form ImpactBuilders' core business community.

Wider stakeholder community

Leaders from education and research, institutions and investment who connect with and contribute to the core business community.

City Node

A trusted local ImpactBuilders community around a city and its wider region, designated as either a City Chapter or a City Antenna.

City Chapter

The more substantial type of City Node, established in a city included on the European Chapter Cities List.

City Antenna

The lighter type of City Node, established around a city that is not included on the European Chapter Cities List.

European Chapter Cities List

The list of European cities maintained by the Foundation in which a City Node is designated as a City Chapter.

City Team

The group responsible for developing and connecting a City Node. Every City Team has at least the three core roles of City Coordinator, City Developer and City Connector and may include additional contributors.

City Coordinator

The core City Team role responsible for coordinating the City Team, following the development of the local community and maintaining the practical connection with the Foundation and local activities.

City Developer

The core City Team role focused on developing the local ImpactBuilders community, attracting potential Community Members, activating networks and strengthening relationships across the core business community and wider stakeholder community.

City Connector

The core City Team role focused on connecting the local community with the wider trusted city network, including relationships and introductions between cities.

City Builder

An individual who makes a meaningful contribution to the development of a City Node and receives Community Membership without payment of the annual Community Membership fee while City Builder status is maintained.

Business Network Activator

A City Builder who works under a separate agreement with the Foundation to activate and open relevant parts of their professional network. The professional assignment is separate from City Builder status.

City Founder

An individual recognised in connection with a specific City Node following a founding contribution equal to ten times the annual Community Membership fee applicable at the time of the contribution.

City Founder Gallery

The presentation of the City Founders connected with a particular City Node. A City Founder may be represented by their own identity or by the name and/or logo of an associated organisation, while the underlying City Founder status remains personal.

Good Leaver

A Community Member holding annual paid Community Membership or a City Builder whose Community Membership or City Builder status ends for a non-disciplinary reason and without conduct that has damaged the Foundation, the trusted city network or its interests.

Bad Leaver

A Community Member whose conduct or actions are determined by the Foundation to have materially damaged the reputation, interests, functioning, relationships or assets of the Foundation, the trusted city network, its Community Members or related ImpactBuilders legal entities, following the review and appeal procedure set out in the Charter.

Initiative

An activity developed, adopted or operated within the ImpactBuilders trusted city network.

Initiative Team

The group of people fulfilling the roles required to coordinate and operate a specific Initiative. An Initiative Team may include people from one or more City Nodes.

Anchoring

The assignment of primary responsibility for an Initiative to the Foundation, a City Chapter, a City Antenna or a combination of these.

First Tuesday Member Gathering

The recurring local Initiative through which a City Node strengthens relationships, facilitates introductions and connects its local community with the wider European network.

First Tuesday Initiative Team

The Initiative Team responsible for the First Tuesday Member Gatherings. It consists of five roles: Meeting Lead, Process Lead, Community Lead, Trusted Mediator and Organisation Lead.

Initiative Playbook

The operating framework for a specific Initiative, setting out its common concept, roles, operating principles and other relevant arrangements.

Service Provider

An ImpactBuilders legal entity or external provider appointed by the Foundation with a specific assignment to operate or support an Initiative.

Business Partner or Sponsor

An organisation that provides financial or in-kind support to an Initiative and thereby helps reduce the costs charged to participants.

Campus Partner

An organisation that provides or supports the venue, catering or other local facilities required for an Initiative.

Alliance Partner

An organisation that helps extend an Initiative to a wider relevant audience and strengthens its reach through its own network.