PROFILE    SUPERVISORY BOARD

RADBOUD UNIVERSITY FOUNDATION

Determined by the Supervisory Board Appointment committee – Radboud University Nijmegen, dated 29 October 2020.
Amended by the Supervisory Board of Radboud University on 2 July 2021.
The primary aim of the Radboud University Foundation (hereinafter: ‘SRU’) is promoting the maintenance of the University. The SRU board is the Radboud University Executive Board. The Supervisory Board is responsible for the management of the University as a whole, as well as its administration, and advises the Executive Board.

**Supervisory Board**
The SRU Supervisory Board’s regulatory role mainly concerns the general course of affairs within Radboud University. The main tasks of the Supervisory Board are supervision, approving decisions taken by the Executive Board and providing advice. To this purpose, the stage of development and the fields of influence in which the institution finds itself are considered. The Supervisory Board also critically and independently assesses the diligence of the administration decision-making processes, while also considering whether the interests of all stakeholders have been properly taken into account.

**Responsibilities and duties of the Supervisory Board**
The Supervisory Board recognises the following roles and tasks:

a) the role of supervisor: assessing the performance of the Executive Board in light of its mission and objectives; compliance with legislation and regulations, and ensuring a good relationship between the Executive Board and the central participational bodies.

b) the role of advisor/sounding board: advising on the basis of knowledge, expertise and outside information.

c) the role of employer: determining the size and composition of the Executive Board, careful selection of suitable board members, laying down contracts and determining remuneration policy, conducting annual assessments of the performance and suitability of board members in developing the organisation, assessing the performance of the Executive Board as a collective unit and – if necessary – dismissal.

d) granting approval of annual accounts, the strategic plan, the structural regulations and other subjects laid down in the articles of association and in respective articles.

e) Ensuring social anchoring, fulfilment of the societal duties and positioning of the organisation, monitoring social accountability.

The Supervisory Board meets an average of six times a year in Nijmegen. A biannual meeting is held with the Supervisory Board of Radboud university medical center, in which the Executive Board, or part thereof, and the Radboud university medical center Board of Directors also participate.

**Supervisory Board Committees**
The Supervisory Board has separate committees for the most important matters, which have been set up to prepare for discussions and decision-making in the Supervisory Board meetings. These are: the Audit Committee, the Committee for Education & Research Quality and the Remuneration Committee. The committee meetings take place approximately three weeks before the board meeting.

**Audit Committee**
The Audit Committee carries out: the preparation of discussion and decision-making on, among other things, the budget, annual accounts, treasury plan, as well as the discussion of quarterly figures, financial developments and trends. Risk management, cyber security, the progress of GDRP implementation, IT-related topics and auditing matters are also recurring topics of discussion. The Audit Committee consists of two members from the Supervisory Board with expertise in the field of finance, construction and/or IT.

**Committee for Education & Research Quality**
The Supervisory Board is also responsible for the quality of education and research. It can also be held accountable for this, although the Supervisory Board can only exercise this responsibility in the context of procedures, results and outcomes. A Committee for Education & Research Quality has been established to adequately address policy relating to this. The committee is staffed by two members with sector-specific expertise.

Remuneration Committee
This committee consists of a chair holder and a member of the Supervisory Board. It advises the Supervisory Board on the remuneration policy for members of the Executive Board and conducts annual performance reviews with those involved.

Composition of the Supervisory Board
The SRU's Supervisory Board consists of five members and should be composed in such a way that its tasks can be properly carried out. This requires knowledge of and experience with the ‘primary processes’ within the University, as well as knowledge of and experience with the external environmental factors the University has to deal with.

There is a need for individuals who have the right experience and the necessary distance to be able to supervise and contribute to the Radboud University policy and strategy formation and who can serve as sounding boards for the Executive Board in this capacity.

The members’ profiles are chosen based on a mix of personal qualities, position, experience and network. Members of the Supervisory Board should have solid managerial experience, for example, because they lead a large or complex organisation or fulfil a role at a high administrative/political/academic level. In any case, members should be socially active and at the centre of society. Moreover, members must possess personal qualities, such as integrity, independence and reliability, and they must be able to look at their own role and that of other members with a (positive) critical attitude. Furthermore, the members of the Supervisory Board must respect the institution’s identity.

In its composition, the SRU’s Supervisory Board considers the necessary quality requirements and the proportionate structure, taking diversity, knowledge and experience in various sectors and networks into account. The Supervisory Board is responsible for the strength and quality of its own performance.

The atmosphere within the Supervisory Board is characterised by good debates at a high level, a professional and relaxed nature and having solid expertise.

Identity
Radboud University is a special university that originates from the Catholic emancipation movement at the beginning of the twentieth century. In accordance with these roots, our staff and students feel involved with each other, society and the world. Radboud University focuses on caring for each other and the world around it, and is committed to the emancipation of social and cultural minorities. Radboud University wants to be of great significance and is guided in this by academic questions and social challenges.

Profile - General criteria
At the moment, the following portfolios are recognised:
Chair,
Finance,
Educational activities, Research & Impact,
Legal/governance and
Innovation, Valorisation and Digitalisation

The Education, Research & Impact portfolio is a linking pin with one of the portfolios within the Radboud university medical center Foundation’s Supervisory Board.

The SRU’s Supervisory Board must include general experience and expertise in the following areas, distributed among its members and the chair holder:
administrative (preferably at the national level),
legal (e.g. at the level of the member of Council of State),
financial policy,
educational activities, research & impact,
innovation & valorisation
social policy,
IT/Cybersecurity
public policy and communication policy
sustainability policy.

One member of the Supervisory Board has the special trust of the participational bodies.

The members of the Supervisory Board are able to supervise and contribute to the policy and strategy formation of Radboud University from a broad range of experience and with the necessary distance, and in this respect, they serve as a sounding board for the Executive Board.

The members of the SRU’s Supervisory Board have great personal qualities and are leaders in their own fields and in management.

They have the following capabilities:
- a sense of responsibility and an independent attitude;
- a balanced style between involvement and administrative distance;
- sufficient decisiveness to act, if necessary;
- a strong administrative network;
- a strong ability to connect;
- supervisory experience;
- social commitment;
- sufficient availability.