Delegation of Authority Framework
Governance responsibilities of Council, Council Committees and IIASA Management

With the aim of making Council dealings more efficient and effective, while ensuring appropriate governance oversight and risk management, this document outlines the tasks which should be dealt with by full Council and those which should be delegated to respective Council Committees and IIASA Management. The following principles have been considered when assigning the tasks:

1. The full Council remains responsible for decisions that are mentioned in the Charter as Council responsibilities (e.g., changes to the Charter, budget approval, appointments of chief executives), as well as similar fundamental matters. Council decisions are adopted in the form of resolutions.
2. The Council Executive Committee (ExCo) prepares recommendations for Council decision and oversees their implementation, approves general principles and takes technical support decisions that are not explicitly foreseen in the Charter (e.g., appointment of Council Secretary and internal auditors).
3. The other Council Committees support the decision-making of Council by providing recommendations, support, monitoring, and oversight in their respective mandated areas.
4. The Science Advisory Committee provides advice on scientific matters to both IIASA management and Council.
5. The role of the IIASA Management is to manage the Institute and ensure full compliance with the Austrian law, the Charter, resolutions, principles, policies, and rules and regulations under the oversight of the Council.

Definitions
Strategies (approved by Council)
Strategies are plans of action to achieve long-term or overarching aims.

Principles (approved by ExCo)
Principles are accepted or professed rules of action and conduct that should be followed. Principles define the boundaries of freedom of choice and represent values.

Policies (approved by Management)
Policies provide guidelines for a definite course of action adopted to achieve better outcomes.

Rules and Regulations (approved by Management)\(^1\)
Rules and regulations are mandatory standard sets of instructions made to explain how things are to be done.

Council

- To consider and approve amendments to the IIASA Charter
- To consider and decide to terminate the Institute
- To approve Council rules of procedure
- To approve Council and Committees delegation of authority
- To approve the admission of National Member Organizations and changes in their membership status
- To approve adjustments in membership contributions
- To appoint Council Officers (Council Chair and two Vice-Chairs), and Council Committee members

\(^1\) With the exception of Council rules of procedure, which are approved by Council.
• To appoint the Director General and CEO, the Deputy Director General for Science and the Chief Operations Officer
• To approve changes in the structure of the IIASA executive
• To approve the IIASA budget
• To approve the IIASA annual report and financial statements
• To appoint the external auditors
• To approve the IIASA strategic plan and multiannual research plans
• To approve Institute wide strategies in specific areas (e.g., membership strategy, HR strategy)
• To appoint members of the Science Advisory Committee (SAC) and approve the SAC terms of reference
• To appoint IIASA Honorary Scholars and approve IIASA Lifetime Achievement awards
• To maintain and build relationships with governments and multinational bodies
• Any other appropriate business within the mandate

**Executive Committee of Council**

• To act on behalf of Council between sessions of Council, being the Council’s interface with IIASA management
• To prepare recommendations for Council decision and oversee their implementation
• To recommend Council rules of procedure to Council for approval
• To recommend Council and Committees delegation of authority to Council and review it annually for Council’s approval
• To recommend changes in the structure of the IIASA executive to Council for approval
• To recommend Council Committee members, following the nomination process, to Council for approval
• To appoint the Council Secretary and internal auditors
• To recommend members of the Science Advisory Committee and changes in their terms of reference to Council for approval
• To approve the general principles underlying the regulations established by the Directorate for the Institute’s operations, including financial, staffing and operation principles
• To appoint IIASA review panels and their terms of reference
• To recommend the IIASA strategic plan and multiannual research plans to Council for approval
• To recommend the IIASA HR strategy to Council for approval
• To recommend the IIASA annual report to Council for approval
• To recommend adjustments in membership contributions and membership admissions to Council for approval
• To recommend the IIASA Lifetime Achievement awards to Council for approval
• To appoint the Distinguished Visiting Fellows
• To approve the IIASA Conference plan
• Any other appropriate business within the mandate

**Finance, Risk and Audit Committee**

• To recommend the IIASA budget to Council for approval
• To recommend adjustments in membership contributions to ExCo
• To recommend the annual financial statements to ExCo
• To recommend the IIASA financial principles to ExCo for approval
• To recommend the appointment of external auditors to Council for approval
• To review and assess management response to external audit reports and raise pertinent matters at ExCo and/or Council
• To recommend the appointment of the internal auditors to ExCo for approval
• The Chair of the Finance, Risk and Audit Committee to provide strategic oversight of the internal audit function

*ExCo comprises of the following members: Council Chair, two Council Vice-Chairs, Chairs of the standing Council Committees, an ex-officio member as host country representative and one rotating member elected each year.*
• To engage with the IIASA external and internal auditors regarding IIASA audit reports and elevate matters of concern to ExCo and/or Council if required
• To monitor the IIASA risk register and IIASA’s actions to mitigate risks
• To oversee the travel and hospitality reports of the Director General
• Any other appropriate business within the mandate

Membership Committee

• To provide advice and strategic oversight on NMO membership negotiations
• To support IIASA management in negotiations with NMOs that want to join or leave IIASA
• To recommend to ExCo and the Council matters of membership admission, acceptance, change of status, withdrawal and termination
• To recommend the IIASA membership strategy to Council for approval
• To recommend adjustments in membership contributions to ExCo
• Any other appropriate business within the mandate

Research and Engagement Committee

• To recommend the IIASA strategic plan and multiannual research plans to ExCo
• To recommend the scientific part of the annual report to ExCo
• To be consulted on the Science Advisory Committee membership and their terms of reference
• To recommend the terms of reference and membership of IIASA review panels to ExCo
• To provide oversight of the IIASA management response to external reviews
• To recommend the IIASA Conference plan to ExCo
• To recommend the appointment of Distinguished Visiting Fellows and IIASA Lifetime Achievement awards to ExCo
• To monitor IIASA’s science and policy impacts
• To provide oversight for IIASA capacity development initiatives
• To provide oversight for IIASA guest scholarship and alumni initiatives
• To engage with the Science Advisory Committee on science-related matters
• Any other appropriate business within the mandate

Science Advisory Committee

The Science Advisory Committee (SAC) is an advisory structure constituted of independent scientists appointed by the Council with the task of providing scientific guidance and a research assurance function for IIASA. SAC has a dual reporting line. SAC directly reports to the IIASA Deputy Director General for Science and engages with the Director General, and indirectly to the Research and Engagement Committee of Council. The SAC Chair is invited to attend Council meetings as guest.

• To advise the Council and the IIASA Deputy Director General for Science on the general scientific quality of IIASA research
• To provide independent assurance to the IIASA Deputy Director General for Science, the Director General and Council on the execution of IIASA’s Research Plan and make recommendations when persistent or critical problems are detected
• To advise on future orientations of IIASA research in view of emerging trends
• To recommend to the IIASA Deputy Director General for Science actions to ensure or strengthen the execution of the IIASA research plans
• SAC should be consulted on the draft strategic plan and multiannual research plans.
• The SAC Chair is consulted on SAC membership and chairmanship

The following matters will be dealt by IIASA Management to complement the governance oversight of Council and its Committees:
IIASA Management

- To provide an enabling environment for executing the mandate and strategic intent of IIASA as an international research institution
- To implement all Council and ExCo decisions and report on them
- To develop, approve, and implement policies, rules and regulations aligned with Council-approved IIASA strategies and ExCo-approved principles to create a fully functional working environment
- To keep the Council and ExCo abreast of all approved IIASA policies, rules and regulations
- To provide an appropriate structure of the organization to fulfill its mission
- To engage and manage the relationship with the host country authorities

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