Call for independent Supervisory Board chair for EIT Urban Mobility

28 July 2026

Introduction

This call is issued by the EIT Urban Mobility Association, a nonprofit organization founded in 2019. The members of the Association joined the initiative of the European Institute of Innovation and Technology (EIT) for creating EIT Urban Mobility.

EIT is a body of the European Union committed to strengthen Europe's innovation capacity, boost economic growth and jobs, and tackle major global challenges. The EIT supports dynamic pan-European partnerships, known as EIT Knowledge and Innovation Communities (KICs), among leading companies, research labs, and universities. Currently, nine EIT Knowledge and Innovation Communities are supported: Climate-KIC, 28DIGITAL, InnoEnergy, EIT Health, EIT RawMaterials, EIT Food, EIT Urban Mobility, EIT Culture & Creativity, and EIT Water.

EIT Urban Mobility aims at accelerating the urban mobility transition to sustainability by providing established businesses, startups, universities, research institutes and the public sector with access to markets, talent, funding, innovation and knowledge. EIT Urban Mobility partners develop and deploy new solutions that address the mobility challenges European cities face.

EIT Urban Mobility brings together key players across the whole value chain of mobility to create end-to-end solutions. The facilitation of collaboration between cities, industry, academia, research and innovation to solve the most pressing mobility challenges of cities with a close and integrated citizen-centric approach, constitutes a priority of EIT Urban Mobility.

EIT Urban Mobility is committed to implement the five strategic goals included in EIT Urban Mobility Strategic Agenda (available in website: Strategic-Agenda-EITUrbanMobility.pdf):

- **Create liveable urban spaces**: Minimising the space utilized by traffic to improve the quality of life and accommodate urban growth. This will be done by enabling solutions for better use, design and management of public space, and reduction of space allocated to cars.

- **Close the knowledge gap**: Re- and up-skilling of the workforce to support the transformation of the mobility sector driven by demand for safer, cleaner and more efficient solutions and new enabling technologies. This requires skills to adapt to new technology and business models with an entrepreneurial mindset.

- **Deploy green, safe, inclusive mobility solutions for people and goods**: Ensuring the fundamental right of mobility for all by fostering the take-up of novel mobility solutions designed around users' needs. Offering citizens access to a new generation of clean, safe, affordable, and equitable travel options.

- **Accelerate market opportunities**: Creating the enabling conditions to boost Europe's urban mobility sector's competitiveness on a global scale, protect and create new green and healthy jobs in both the public and private sector.

- **Promote effective policies and behavioural change**: Increasing social acceptance and citizen awareness of sustainable mobility solutions and creating a regulatory environment that allows those solutions to be competitive.

Legal and operational structure of the EIT Urban Mobility

The corporate structure of EIT Urban Mobility as a Knowledge Innovation Community (KIC) is composed by the above-mentioned non-profit association and by the limited liability company, EIT KIC Urban Mobility, S.L.U (KIC LE), which sole shareholder is the EIT Urban Mobility Association. Both the Association and the KIC LE are based in Barcelona and are registered under Spanish and Catalan laws. The two entities work together to achieve the goals and deploy the Strategic Agenda and the Business Plan.

In accordance with the relevant Articles of Association and By-laws, the two entities of EIT Urban Mobility operate in accordance with the following legal and operational structure:

- <u>Legal and operational structure of the Association</u>

  The Association is the entity competent to agree, among others, on the following items of the KIC LE:
    - approval of the financial statements of the KIC LE, the distribution of earnings and the approval of its corporate governance report;
    - appointment and dismissal of the members of the Supervisory Board of the KIC LE, and, where necessary, of liquidators;

- implementation of shareholder role in accordance with the applied legal framework.

The main governance body of the Association is the **General Assembly** (GA), who appoints the **Managing Board** (MB), is responsible for representing, managing and leading the Association and pursue the roles and the goals of the Association.

- Legal and operational structure of the KIC LE

The **General Shareholders Assembly** are meetings attended by the Managing Board of the Association as representatives of the KIC LE sole shareholder and by the members of the Supervisory Board of the KIC LE.

The **Supervisory Board** (SB) is a non-executive board of directors of the KIC LE, as operational and executional responsibilities are delegated to the CEO and the Management Team. The list of roles and responsibilities are further detailed below in a specific section of this Call.

The **Management Team**, led by the CEO, is the team that acts as an executive committee of the KIC LE whose purpose is to direct the day-to-day activities and operations of the KIC LE.

The operations are managed by the headquarter in Barcelona (Spain) and five so-called Innovation Hubs in Copenhagen (Denmark), Prague (Czech Republic), Munich (Germany), Barcelona (Spain) and Amsterdam (the Netherlands).

Composition of the Supervisory Board of the KIC LE

The SB is composed of seven members, who are elected by the General Assembly of the EIT Urban Mobility Association:

- Four independent members (including the Chairperson), who are non-related to the Association members or KIC LE Partners.

- Three non-independent (related to the members of the Association) members representing one from each of the three Knowledge Triangle pillars of EIT Urban Mobility (Industry; Universities/Academia/Research; Cities).

Purpose of the Call

With this Call, the EIT Urban Mobility Association invites candidates to apply for the position of chair of the Supervisory Board of the KIC LE. The Nomination and Remuneration Committee of the Association (NRC) will propose to the General Assembly of the Association preselected candidates and the Assembly will select an independent Chair for the Supervisory Board of the KIC LE.

A candidate shall be considered as independent if, the candidate has/had no management position/strategic advisory position/employment or equivalent contractual relationship/economic interest with the KIC LE partners or Association's or are part of the KIC's investment portfolio at present, and in the past two years; and close family members of the candidate have/had no management position/strategic advisory position/economic interest with the KIC LE partners or Association's members at present and in the past two years. For the purpose of assessing potential or actual conflict of interest, family members and relatives belonging to the same household or under the care of the members of the household or of immediate family (i.e. spouse, partner, parents, dependent family member) shall be considered as close family members.

In the course of the selection of the new chair of the Supervisory Board, candidates shall submit Declarations of Interests which should include questions and statements enabling the NRC of the EIT Urban Mobility Association to identify whether the candidate can be considered as independent Supervisory Board member or not.

Gender and geographical balance

The composition of the SB aims to reflect geographic and gender balance, in line with the EIT Guidelines on Minimum requirements for selecting SB members with regards to gender, geographical and professional background. In practical terms, this means that at least 40% of the members should be of a less dominant gender. The fulfilment of this requirement will be especially taken into account by the NRC.

Roles and responsibilities

The **Supervisory Board** holds the following competences:

- Lead of a strategic and non-operational governance role in the KIC LE. The Supervisory Board shall not execute and manage the day-to-day operations as these functions shall be permanently delegated to the Management Team.

- Supervise the activities of the KIC LE and monitor the fulfilment of the activities of the KIC LE in accordance to the EIT Urban Mobility Strategic Agenda.
- Lead on the compliance with EIT Good Governance Principles, namely separation of supervisory functions from operations and introducing a system of checks and balances. In this regard, the SB shall propose additional safeguarding measures to be approved by the General Shareholders' Assembly, that will include Conflict of Interest (CoI) and Code of Conduct (CoC) policies, cool-off periods as well as other measures deemed suitable.
- Propose the Strategic Agenda of the KIC LE.
- Approve the negotiation and execution of any agreement with the EIT (different than the Partnership Agreement) (e.g. Grant Agreements).
- Appoint and revoke the CEO and COO/CFO as leading members of the Management Team and to delegate powers of attorney in accordance.
- Create ancillary boards.
- Approve the Business plans of the KIC LE.

Coordination and governance

EIT Urban Mobility has taken important steps over recent years to strengthen its coordination and governance framework by clarifying roles between strategic ownership and operational management, aligning governance bodies, and enhancing compliance with EIT's Good Governance Principles. Regular Shareholder Meetings are important for alignment purposes and their content should ensure transparency and cohesion between the Association and the KIC LE.

The SB Chair is responsible for:

- Maintain an appropriate and constructive relationship with the Association by discussing matters relating to the KIC LE and its governance, while ensuring that any engagement and responses to shareholder' enquiries are conducted in accordance with Spanish corporate law and the Company's governance framework.
- Organize the shareholder meetings.
- After invitation by the MB to inform the GA of the Association on issues raised.
- Overview the performance of responsibilities of the SB.
- Secure strong risk mitigation and compliance processes.
- Streamline internal procedures that are led by the CEO.

The SB will oversee compliance and alignment with EIT principles, while the Management Team will lead agile implementation across the KIC.

Requirements for Supervisory Board chair candidacy

Candidates for the independent Supervisory Board Chair position should fulfil the following conditions:

- Demonstrated leadership experience in the business of sustainable mobility, mobility innovation, or the adoption and implementation of mobility innovations by cities and public authorities.

- Proven experience serving on a Supervisory Board or Board of Directors or Governing Board, or equivalent leadership body within business, academia, research institutions, universities, or innovation ecosystems or equivalent non-executive governance bodies, including experience in strategic oversight, risk management, and corporate governance:

  - At least 3 years of experience as a member (see previous point) of the Board of Directors or Supervisory Board of organizations operating in public transportation, urban mobility, sustainable mobility, or closely related sectors.
  - More than 10 years in university or research centers or high-level public office, such as Minister, Vice-Minister, State Secretary, Deputy Minister, Mayor, Deputy Mayor, or equivalent senior governmental leadership role with responsibility for transport, mobility, infrastructure, urban development, or innovation.

- Significant international experience with a strong track record of operating at a pan-European level.

- A collaborative and unifying leader with outstanding communication and stakeholder engagement skills.

- Be fluent in English, both spoken and written.

Candidates are expected to:

- Demonstrate a strong commitment to the vision, mission, and strategic objectives of EIT Urban Mobility, as underlined in its Strategic Agenda.
- Be willing and able to act as a visible and effective ambassador for EIT Urban Mobility.
- Possess a well-established network of senior decision-makers and influential stakeholders across Europe.

Duties of the Supervisory Board Chair

The Supervisory Board Chair shall lead the work of the Supervisory Board and ensure its effective, independent and efficient functioning in accordance with applicable Spanish law, the Articles of Association, By-laws and the EIT governance framework.

In particular, the Chair shall:

- lead and chair meetings of the Supervisory Board, ensuring that the roles and responsibilities set out above are properly managed;
- set the agenda and ensure that members receive timely and appropriate information;
- foster constructive discussion, independent judgement and effective decision-making;
- ensure that the Supervisory Board properly exercises its oversight of strategy, performance, risk, compliance and governance;
- promote effective interaction between the Supervisory Board, its committees, the CEO and the sole shareholder;
- represent the Supervisory Board in governance matters before the shareholder, the EIT and other stakeholders, where appropriate.

The Chair shall act as *primus inter pares* and shall not exercise executive management functions or powers reserved to the Supervisory Board collectively, except where expressly authorised by law, the Articles of Association or a resolution of the Supervisory Board.

The Chair shall ensure that the Supervisory Board is convened without undue delay whenever significant strategic, financial, legal or compliance risks arise, and shall lead the SB oversight of the company's response to such matters, including situations that may materially affect the Company's financial sustainability or continuity.

Required availability & Renumeration

The Supervisory Board meets at least four times a year virtually or face to face for SB meetings and two Shareholder meetings. Furthermore, work on specific topics is performed in topical committee meetings. The estimated time of effort and expected availability of the chair is at least approximately 20 days per year. Supervisory Board members are remunerated in line with common practice in EIT Knowledge Innovation Communities (KICs). Travel expenses are covered.

Application and appointment procedure

To apply for the position of Chair of the Supervisory Board of the KIC LE for a statutory term of three years, please send your candidacy (including a CV and a cover letter introducing one's professional experience as well as one's motivation to fill the Chair position within the Supervisory Board with a maximum of 200 words) to the Secretariat of the Managing Board via email (secretary@eitumassociation.eu) by **25th of August 2026, 16.00 CET.** By sending your candidacy, you agree with the terms of this call.

Submissions will be evaluated by the Nomination and Remuneration Committee, which will propose candidate(s) to the General Assembly by the end of September 2026, where the formal appointment procedure will be conducted. For any information regarding this call, candidates may contact the Managing Board of the Association. Applicants must be available for potential interviews during the first three weeks of September 2026.

The members of the Supervisory Board are elected by the General Assembly of core partners of the Association (GA), in its capacity as the 100% shareholder of the KIC LE.

Appeal procedure

If a candidate considers that he or she has been adversely affected by any of the provisions of this Call, a request for a revision concerning such provisions shall be submitted within 20 days of the publication of this Call and addressed to the MB. Please be advised that the submission of a request for revision does not waive the obligation to submit the application by the set deadline if the requestor wishes to be considered for the position of SB member.

If a candidate considers that he or she has been adversely affected by the application of the provisions of this Call, a request for a revision shall be submitted within 20 days of receipt of the Association's notification to candidates about the outcome of the procedure and addressed to the MB.

Furthermore, an action for annulment against the final decision of the Association on the appointment of SB members may be lodged before the EIT. This must be done within two months of receipt of the notification about the results of the selection procedure.

EIT Urban Mobility Association
Managing Board

Erwin Heeneman, Chair
Georgia Ayfantopoulou, Vice-chair and Secretary
Veronika Erős, Vice-chair and Treasurer

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