

A photograph of a modern, multi-story building with a unique architectural design. The building features numerous balconies, each of which is filled with lush green plants and trees, creating a vertical garden effect. The building is set against a clear sky, and the overall scene is brightly lit, suggesting a sunny day.

# SUSTAINABLE HUMAN SETTLEMENTS FOUNDATION

In partnership with **UN-Habitat**

Briefing Pack for  
Governments & Advisors

Official partners



In partnership with UN-Habitat

**CHARTER OF  
SUSTAINABLE HUMAN SETTLEMENTS FOUNDATION  
PURSUANT TO THE FOUNDATIONS (JERSEY) LAW 2009**

1. The name of the foundation is "Sustainable Human Settlements Foundation".
2. The objects of the foundation are to:
  - (a) carry out the Specified Purposes (as that term is defined in the regulations of the foundation); and
  - (b) do all other acts and things that may be incidental to, or desirable to further the same as the foundation's council may in its discretion see fit.
3. The foundation has not been endowed on its incorporation but may at any time accept endowments following its incorporation.
4. Subject as set out below, the foundation is established for an indefinite period.
5. The Qualified Member may apply to have the foundation wound up and dissolved.
6. In the event of the foundation being wound up and dissolved, any of the foundation's assets then remaining shall be disposed of in the manner set out in the foundation's regulations.

*“One Home  
One Planet -  
Building a better  
urban future”*



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## 1. Urbanisation, what is the issue and why does building a better urban future matter?

The world is facing ever growing urbanisation as populations transition from rural regions towards population centres. Today, more than half of the world's global population will live in what are defined as urban centres. How this urbanisation is managed is critical if the world is to eradicate many of the issues that arise through such an evolution, be it through health and disease, environment, transport, accommodation, jobs and sustainability.

The United Nations and Member States have identified this as an important policy area. Getting this wrong has very real impacts on people, budgets and the achievement of national and supra-national objectives, especially where poorly managed.

## 2. Introducing the Sustainable Human Settlements Foundation

The Sustainable Human Settlements Foundation (the "Foundation" or "SHSF") was founded in Jersey as a Foundation with charitable purposes on 15 February 2021 with number FD403. —The purpose of the Foundation is to advance citizenship and community development including urban regeneration. Specifically, the Foundation is established to assist UN-Habitat.

## 3. Who is UN-Habitat?

UN-Habitat ("UNH") is part of the United Nations and comprises a three-tier structure made up of the United Nations Habitat Assembly of the United Nations Human Settlements Programme, its Executive Board and its Committee of Permanent Representatives, as brought into being by resolution A/RES/73/239 of the General Assembly of the United Nations and as the same may be modified over time. Its vision is of "a better quality of life for all in an urbanizing world" – both bold and ambitious, but important. UNH works with partners to build inclusive, safe, resilient and sustainable cities and communities. UNH promotes

urbanization as a positive transformative force for people and communities, reducing inequality, discrimination and poverty.

### 3.1 How does UNH do this?

UN-Habitat works in over 90 countries to promote transformative change in cities and human settlements through knowledge, policy advice, technical assistance and collaborative action. UNH's new strategic plan 2020-2023 adopts a more strategic and integrated approach to solving the challenges and opportunities of twenty-first century cities and other human settlements.

Specifically, their mandate is to support least developed countries and small island states.

Their mission includes;

- Undertaking ground-breaking research and capacity-building, setting standards, proposing norms and principles, sharing of good practice, monitoring global progress and supporting the formulation of policies related to sustainable cities and human settlements.
- Providing technical assistance, drawing on its unique expertise in sustainable urbanization and crisis response. Implementing projects to provide value-added and tailored support to countries.
- Mobilising public, political and financial support through advocacy, communication and outreach, with collaborative action to inspire qualitative change in national development plans, policy frameworks, development practice and investment choices for sustainable urban development at the local, national and global level.
- Collaborating with governments, intergovernmental, UN agencies, civil society organizations, foundations, academic institutions and the private sector to achieve enduring results in addressing the challenges of urbanization.

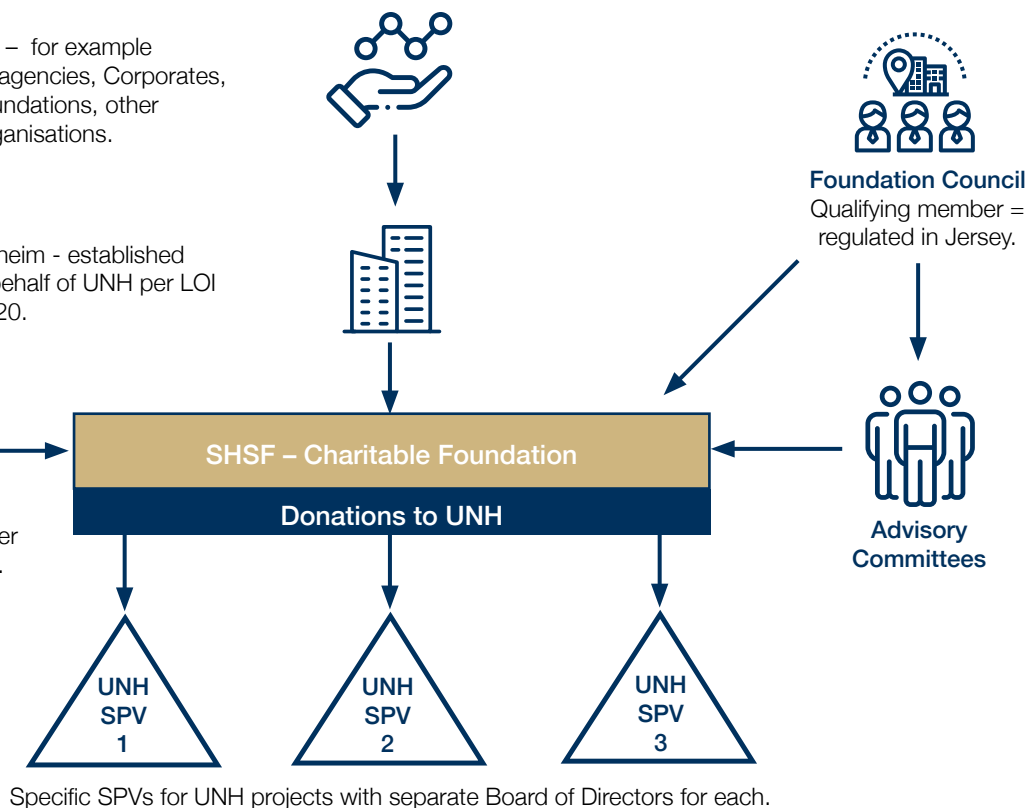
## 4. What are we about?

### 4.1 Who we are?

**Source funding** – for example Governments & agencies, Corporates, UH&HNWIs, Foundations, other philanthropic organisations.

**Founder** – Blenheim - established Foundation on behalf of UNH per LOI dated 20/11/2020.

**Guardian** – provided by Blenheim on behalf of UNH per LOI 20/11/2020.



Specific SPVs for UNH projects with separate Board of Directors for each.

The Foundation has been established to provide a transparent structure in which to pool donations in an endowment that will be invested for the benefit of UNH to provide continued funding support for its unfunded programme to perpetuity. In particular, the aim is to provide ongoing financial support to allow UNH to meet the objectives of its rolling Strategic Plan, which is currently focused in the areas of:

- Reducing spatial inequality and poverty in communities across the urban-rural continuum;
- Enhancing shared prosperity of cities and regions;
- Strengthening climate action and improving urban environment; and
- Effective urban crisis prevention and response. Integrating the social inclusion dimensions including human rights, gender, children, youth and older persons, and disability.

We differ because we are about achieving sustained support into perpetuity that will deliver a real and better urban future. Our objective is not just about today but also tomorrow and making a better world for future generations. Singular donations or commitments being used to last.

#### 4.2 Our mission?

The Foundation's objects are to support UNH in advancing citizenship and the development of community, including urban regeneration. The Foundation will assist UNH in its promotion of transformative change in cities and human settlements through the raising and managing of funds that will support the furthering of knowledge, policy advice, technical assistance and collaborative action.

To support UNH in achieving its mandate, our objective is to raise US\$1 billion in three phases over the next 5 to 7 years. The funds raised will provide real sustainable funding support to UNH and its programme into perpetuity, removing the inconsistency and variability in funding that has been the pattern to date. Variable funding commitments from donor countries restrict and inhibit the ability of UNH to be successful in its mandate and programmes. The Foundation is the solution that addresses this problem.

The three-phased approach for fundraising is:

- Phase 1 Establishment - funding of US\$20million to be raised over the next 9-12 months (2022);
- Phase 2 Initiation – funding of US\$60million within 24 months of the establishment of the Foundation (2023); and in parallel
- Phase 3 Building sustainability - funding of US\$1 billion goal being accomplished in the next 5 to 7 years (2026-28).

Our target donors include corporates, governments and government agencies, foundations, family offices and high net worth individuals (HNWI) / ultra-high net worth individuals (UHNWI).

### 4.3 Sustainable funding for UNH

Based upon the three-phased approach to fundraising noted above, UNH will realise sustained donations as follows:

- Phase 1 – US\$15m, with US\$5million by end Q4/2021 and US\$10million by end Q1 2022;
- Phase 2 – US\$20m; and
- Phase 3 – 97% of funds will be held for the benefit of UNH with annuity financial contributions to support programmes in the region of 2.5% (at US\$1 billion this would see US\$25million received annually).

## 5. Effective governance – building trust and assurance

### 5.1 The Council

The Foundation is governed by a Council, the membership of which will include suitable appointees both from our founding partner, Blenheim Capital, but also experienced individuals who have held or hold senior roles in government, commerce and education, as well as an appointee or appointees from UNH.

The Council also includes a qualifying member which is provided by our Partner, Fiduchi. The qualifying member must be a regulated financial services business in Jersey, licenced to act as a Foundation qualifying member. This means that the activities of the Foundation will be subject to regulatory oversight through the activity of the qualifying member. This extends to compliance with the anti-money laundering and countering terrorist financing framework in Jersey.

By law the Council will act to fulfil the Foundation's Charter and ensure ongoing compliance with the published regulations that the Foundation has adopted. The regulations set out how the Council will act. Additionally, the Council has adopted specific terms of reference that ensure the regulations are complied with by setting out the:

- Authority and responsibilities of Council members;
- Main duties of the Council, including setting strategic direction, performance management, stewardship, compliance and governance;
- Operation and functioning of meetings;
- Approach to Fundraising, including setting of policies and procedures regarding acceptable donors and the donor approval process;
- Approach to management of the donations received, including investment of said funds and assessing performance of appointed investment managers; and
- Distribution of funds held, including ensuring oversight to demonstrate effectiveness of use of donations to UNH in projects that form part of UNH's unfunded programme.

The Foundation also has an appointed Guardian whose role will be to ensure that the Council carries out its functions correctly at all times, holding the Council accountable for its actions on behalf of UNH.

The Council will meet at least four times a year in Jersey, where it is based.

### 5.2 Our journey to date?

2020	
February	10th World Urban Forum (WUF) Abu Dhabi - Initial Engagement.
October 12	Blenheim submits an Unsolicited Proposal to UNH.
October	UNH Executive Board Assembly Second Session – Approval of UNH initiatives towards diversity in funding.
November 17	Letter from the Executive Director UNH to Blenheim.
November 20	Execution of LOI between UNH and Blenheim detailing goals and objectives of parties.
December	Preparation of all draft documentation for submission to Jersey Financial Services Commission.

2021	
January	Detailed negotiations and discussions on the establishment of the Sustainable Human Settlements Foundation.  Agreement reached on Charter and proposed Regulations (drafted by Walkers, a highly regarded international law firm).  Solicitation of Proposals from Potential Professional Fund Managers.
February 8	Receipt of proposals from three Investment Fund Managers, Mesirow (USA), St. James's Place Wealth Management (UK) and Barclays Bank Plc to manage funds raised for the Foundation.
February 15	Foundation formed and established with the Jersey Financial Services Commission.
March 2	Signing of the MOU between the Foundation and UNH.
April 12	Foundation Business Plan and Council Terms of Reference adopted by Foundation Council (Includes Fundraising Targets/ Phases).

### 5.3 Supporting the Council

To support the Council in the fulfilment of its objectives, an Advisory Committee will be established. The Advisory Committee will consist of individuals specifically invited to support the Foundation in the furtherance of its mission.

The Advisory Committee will operate in accordance with the Terms of Reference established and approved by the Foundation Council.

The Chair will be an appointee of UNH, possibly being the President of the UNH Assembly.

Invitees to sit on the Advisory Committee will be selected for their track record either in Government, industry or education. Further, each will sit for a fixed term of appointment, generally 3 years, at which point they would seek re-appointment. No member of the Advisory Committee can sit for more than 2 terms (maximum 6 years).

The Advisory Committee will consist of up to 7 people, with the appointed Chair carrying the deciding vote where any decisions are deadlocked.

Further, two members of the Advisory Committee will include the Qualifying member and a representative of UNH separate to the appointed Chair.

The Advisory Committee will meet as frequently as required and no less than 4 times a year.

#### 5.4 Accountability and transparency

Article 24A of the Foundations (Jersey) Law, 2009, places a duty on each member of the Council to take reasonable steps to ensure that the Foundation's records are prepared and kept properly and accurately, with full transparency as to all transactions, income and expenditure, as well as assets and liabilities.

The Foundation's Council members have a duty to act in utmost good faith and to ensure that the charitable objects are achieved, with appropriate annual reporting. Additionally, the appointed qualifying member also has a duty to ensure that appropriate records are kept and maintained, including financial, as set out in the Code of Practice for Trust and Company Service providers as issued by the Jersey Financial Services Commission.

To this end, steps will be taken to appoint an appropriate auditor to audit the books and records on a regular basis. There will also be transparency to UNH as to activity, investment performance and projected yields to facilitate programme planning.

#### 5.5 Conflicts of interest

All appointees, whether to the Foundation Council, Advisory Committee or as an Ambassador supporting the Foundation, are required to declare all and any interests in order to ensure any potential or actual conflicts are recorded and transparent. This is because the Foundation must operate to the highest standards of integrity.

## 6. Managing the endowment – our strategy for preserving capital, achieving UNH's funding requirement and responsibilities in respect thereof

### 6.1 Investment strategy

The Foundation "pools" donations received during the fundraising phases, such that these pooled funds realise the sustained annuity funding that UNH requires to support its programme.

Therefore, the strategy that the Foundation will adopt and pursue is one of capital preservation, for longer term capital growth that is able to achieve the annual yield required to meet UNH's longer term funding requirement.

Fundamentally, the monies held cannot be used for speculative purposes. This means that the funds would be

invested on a more defensive, risk averse basis that meets the objective of asset protection and enhancement to be achieved.

### 6.2 Responsibilities

The Foundation Council's responsibilities in respect of investments will follow well established principles, for example as set out in the guidance for Trustees as issued by the Charities Commission for England and Wales<sup>1</sup> for Charities and Investments.

The key requirements of the Council members include:

- Using their skill and knowledge in a way that is reasonable in the circumstances ("duty of care");
- Considering how suitable any investment is for the Foundation, including the nature and type of investment;
- Assessing the need for diversification, be it types of investments and investment managers;
- Obtaining and receiving appropriate advice; and
- Reviewing the ongoing performance of the investments, be that individual investments or appointed investment managers.

### 6.3 Ongoing management and performance assessment

As noted above one of the key duties for the Foundation is to appoint suitable managers of the investments. Given the intended amount of donations that will be received over time, it is considered wholly appropriate that the Foundation appoints suitably qualified investment managers, agrees an investment strategy and monitors their performance.

It is intended that up to 3 investment managers will be appointed initially. The proposed appointees are all well-regulated financial services businesses with a proven track record in managing sizeable amounts of assets, and which have investment strategies that align to that which the Foundation is seeking.

The Foundation will hold regular performance meetings with the investment managers and appoint suitably qualified independent third-party performance specialists.

### 6.4 Sustainable investment

To meet the United Nation's own sustainable development goals, it is intended that the investment strategies adopted will align with these goals. Therefore, the strategies pursued by the appointed managers must be ethical strategies that include environmental, social and good corporate governance goals ("ESG"). Given the Foundation has a global mandate to support UNH across the globe, it is important that the investment strategies are such that any donor is comfortable that in donating funds to the Foundation they will be invested in a way that matches their own ethical, ESG agenda.

<sup>1</sup> [https://assets.publishing.service.gov.uk/government/uploads/system/uploads/attachment\\_data/file/302278/cc14text.pdf](https://assets.publishing.service.gov.uk/government/uploads/system/uploads/attachment_data/file/302278/cc14text.pdf)

## 7. Fundraising

### 7.1 Approach

The overall aim is to raise US\$1 billion over 5 to 7 years.

Target Donors include:

- Governments / Government departments;
- Sovereign Wealth Funds;
- Corporates;
- UNHWI / HNWLs;
- Other Foundations / structures that support charitable activity.

Whilst it is acknowledged that there are a significant number of charitable organisations that such groups can and do support, the difference with our Foundation is that the donations made will be pooled such that over time UNH achieves sustained funding, alleviating its biggest challenge of inconsistency in funding streams.

The fundraising requirement means that:-

- US\$20 million is raised in Phase 1;
- US\$60 million in Phase 2;
- US1 billion by end of Phase 3.

All Donors will be recognised for their support. However, uniquely, what we are seeking here are single donations that, pooled together, achieve far greater a result of the long term.

Government contributions will be recognised for the ongoing contribution being made through the effect of the pooled funds (i.e. the perpetual yield). This takes away the budget pressures that Governments and their departments may face.

## 8. How can you assist?

### 8.1 Governments

Government assistance arises in two ways:-

- Provision of single ("once only") donations today that will last into the future – fulfilling previously given aid commitments.
- Provision of technical assistance and support for urban projects that UNH has identified, which the annual donation commitment from the Foundation will support and realise.

Historically, Governments have made commitments to support such activity, but the actual funds have not necessarily materialised. Here we seek to use a single donation today to meet future commitments through the endowment-generated returns over time. Transforming the "I owe you" style commitment to a real "funds for future good" situation. Essentially, the annualised yield that arises on donations made today will support UNH into perpetuity and this ongoing yield will be recognised as part of the donor government's commitment to the UN (and UNH).

### 8.2 Advisors

Given the ever-growing importance of UNH's mandate, there will be a real need for advisors to assist in bringing the identified programmes to fruition. The nature of that support will be more in project implementation, monitoring and education.

In particular, assistance could include:

Objective	Assistance opportunity
Undertaking ground-breaking research and capacity-building, setting standards, proposing norms and principles, sharing of good practice, monitoring global progress and supporting the formulation of policies related to sustainable cities and human settlements.	Policy drafting Audit Research
Providing technical assistance, drawing on its unique expertise in sustainable urbanization and crisis response. Implementing projects to provide value-added and tailored support to countries.	Design and planning Crisis planning / response Country analysis
Mobilising public, political and financial support through advocacy, communication and outreach, with collaborative action to inspire qualitative change in national development plans, policy frameworks, development practice and investment choices for sustainable urban development at the local, national and global level.	Planning Policy development Financial modelling
Collaborating with governments, intergovernmental, UN agencies, civil society organizations, foundations, academic institutions and the private sector to achieve enduring results in addressing the challenges of urbanization.	

It is important to note that the Foundation will establish appropriate governance structures such that there is proper oversight and control of how funds are utilised to support programmes and with full accountability of those programmes including financial reporting as to the utilisation of funds expended through external third-party audits and reporting.

Accordingly, the selection of Advisors to assist with the fulfilment of the UNH programme will follow a strict tender process overseen by the Foundation Council and in accordance with relevant UN regulations.

## 9. Our partners

The Foundation's core partners are Blenheim Capital Partners Limited ("Blenheim Capital") and Fiduchi. Blenheim Capital is a specialist advisory business that has advised Governments and leading corporates for over 40 years. Blenheim Capital is mandated under a Letter of Intent dated 20 November 2020 between it and UNH to establish a structure to support UNH in the furtherance of its mission. Fiduchi has been a provider of trust and company business for over 25 years and is regulated by the Jersey Financial Services.

## 10 Why are we based in Jersey?

Jersey is a leading international financial centre that complies with international initiatives in respect of anti-money laundering, financial crime and tax transparency. Located in the English Channel, it is a Crown Dependency, independent and a part of the British Isles. It has a well-established judiciary and leading professional services industry.



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Jersey Financial  
Services Commission  
Companies Registry

**FOUNDATIONS (JERSEY) LAW 2009**

**FOUNDATION CERTIFICATE**

**SUSTAINABLE HUMAN SETTLEMENTS FOUNDATION**

**FD403**

**I HEREBY CERTIFY THAT**

***The information provided below is a true extract from the register as at 15 February 2021.***

***Date of Incorporation:*** 15 February 2021

***Qualified Member:*** FIDUCHI TRUSTEES LIMITED

***Business Address:*** PO Box 437  
1st Floor  
Kensington Chambers  
46/50 Kensington Place  
St Helier  
Jersey  
JE4 0ZE

***I also certify that this foundation has paid its annual administration fee for the current year.***



*Juhan Lamb*

***For and on behalf of the Registrar***

Authentication ID  
227e4bab-a1fc-4f24-aab8-6ee804ee5b7f



Further information, please contact:

☎ +44 7785 303 163

✉ [shs-foundation@fiduchi.com](mailto:shs-foundation@fiduchi.com)

# SUSTAINABLE HUMAN SETTLEMENTS FOUNDATION

In partnership with **UN-Habitat**



Official partners:

📍 PO Box 437, Kensington Chambers, 46/50 Kensington Place, St Helier, Jersey JE4 0ZE

☎ +44 1534 755155 🌐 [www.shs-foundation.org](http://www.shs-foundation.org)

The Sustainable Human Settlements Foundation is registered with the Jersey Financial Services Commission with number FD403. Application for registration as a charity is pending. Fiduchi Limited is regulated by the Jersey Financial Services Commission. Full legal, regulatory and data notices are published on [www.fiduchi.com](http://www.fiduchi.com).

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