



## **WORLD FOR WORLD ORGANIZATION (WFWO)**

### **EXECUTIVE BOARD DIRECTORS**

### **RULES & PROCEDURES FOR COMMITTEE (RPC)**

#### **A. Executive Board Directors for Committee – Leadership**

1. The Board Chair and Vice-Chair, in consultation with Executive Board Directors Members (EBD), will nominate chairs for each committee, based on applications made by constituencies for committee leadership. The committee chairs so nominated must be approved by the full EBD.
2. Representation within the committee chairing shall be balanced between representatives of the two voting blocks set out in Article 7/8 of the by-laws. There will be one chair per committee.
3. Committee chairs will preferably be four to twelve Board members or alternates.
4. The Board Chair and Vice-Chair are encouraged to consider the following factors when determining their nominations for committee chairs:
  - a) Strong leadership and management skills, the ability to ensure that committee conduct conforms to the role mandated by the EBD and that meetings are run efficiently;
  - b) Commitment and ability to invest the required time;
  - c) At least one year of experience with the WFWO's Board and its committees;
  - d) Subject-specific expertise relevant to the committee;
  - e) Assessment of whether the nominee has the necessary resources to perform the functions of the role (including consideration of the resources to be provided by the WFWO);
  - f) A balance of representatives of different constituencies from the EBD, as well as the specific terms of reference of that committee.

5. In the event the Board Chair and Vice-Chair cannot agree on a qualified candidate, the EBD Board Chair shall present a candidate to the Board for ratification.

6. For reasons of efficiency, the committee chair will, taking into account balance and availability, and in consultation with the relevant constituency, appoint a qualified vice-chair.

a) The appointment will be made in consultation with the EBD Chair and Vice-Chair to ensure balance of representation of committee leadership by the two voting blocks identified in Section 7/8 of the by-laws.

7. Committee Vice-Chairs are an active part of the committee leadership. Committee chairs will systematically consult with committee Vice-Chairs and where appropriate and efficient, delegate tasks to the Vice-Chair.

8. The EBD Chair and Vice-Chair shall nominate committee chairs when necessary as, for example, when a committee chair is no longer available, or is not adequately fulfilling the role. The EBD will approve the change of any committee chair.

9. Due to the committee Chairs must chair the committee meeting without prejudice, they may bring an additional representative of the constituency to participate as a member of the committee. Where considered necessary by the committee chair, the Vice-Chair of a particular committee may be permitted to bring an additional representative of the constituency to participate as a member of the committee and should be approved by the EBD.

## **B. Membership Applications**

### Selection, Balance and Continuity

10. The EBD Chair and Vice-Chair, in consultation with the committee chair, will propose membership of each committee, based on applications made by constituencies for committee membership, for full EBD approval. Each constituency may participate in a maximum of two committees (membership of the Ethics Committee will not count towards this limit). Where demand for committee seats exceeds the maximum, priority will be given to ensuring the balance of donors, recipient countries, nongovernmental organizations (NGOs), Based Organization Community (CBO's), the private sector and foundations, advocacy networks or other partners eligible.

11. Membership of committees will be by constituencies who will nominate one qualified individual to be the committee member. While it is preferable that constituencies choose EBD members or Alternates to serve on committees, they may choose any individual to represent them. This individual should have an appropriate terms of reference and guidelines, be sufficiently informed, briefed and empowered, so that he/she can contribute to the work of the committee and accurately represent his/her constituency.

12. In cases where a constituency's committee member is not also the EBD Member, the committee member is expected to represent the EBD member's positions and keep the EBD member regularly updated on all committee activities.

13. In the exceptional case that a committee member cannot attend a meeting, one named alternate can substitute for the member. Communication with the alternate is the responsibility of the committee member.

14. In the exceptional event that membership must permanently change from one delegate to another, both the incoming and outgoing members may, with the explicit permission of the committee chair, attend one meeting together in order to facilitate the transition of membership.

15. Committee membership should be for one-year terms renewed for two years.

### **C. Accountability**

16. The EBD Chair in consultation with the Vice-Chair will continuously review the recommendations regarding their membership and terms of references, as events require.

17. The EBD Chair is responsible for convening meetings within two weeks of the conclusion of each EBD meeting, of the Vice-Chair, committee chairs, Executive President or designee to address coordination of committee work plans and roles and to address any other pending committee issues.

18. The EBD shall specify which committee shall bear primary responsibility for a particular issue, in cases where more than one committee may be reasonably expected to have a joint interest in a policy or area of work. The EBD decision and the subsequent work plan must clearly state which committee is the lead actor on that area of work. Where appropriate, committee meetings will be scheduled to facilitate collaboration between committees with a common interest (including cross-cutting meetings).

19. If, as a result of the assessment of a committee, a leadership problem is perceived, the EBD Chair or Vice-Chair will make the necessary changes to the chair and/or Vice-Chair positions. In the case of a membership problem where a committee member is not performing, e.g., not attending committee meetings or not responding to explicit requests given by the committee chair, then the first action will be for the committee chair to consult with the concerned EBD and Executive President. If the situation persists, the committee chair will consult with the EBD Chair and Vice-Chair. As a last resort, the EBD Chair or Vice-Chair will remove the constituency from the committee and the normal selection process will be followed to fill the position.

## **D. Number of Eligibility of Committees**

20. Committees teams will be limited to a maximum membership as follows:

a) Policy and Strategy Committee Team (PSCT): Two members (plus one representative of each international organization working in the field of global development issue including advocacies networks, NGO, CBO, Universities, in a consultative, non-voting role);

b) Portfolio Committee and Resource Mobilizations Team (PCRMT): Six to Twelve members (plus one representative of each of partner organizations in a consultative, non-voting role);

c) Finance and Audit Committee Team (FACT): Four members (plus one representative Resource Mobilizations Team partner financial institutions in a consultative, non-voting role);

d) Ethics Committee Team (ECT): Two members;

e) Technical Review Panel Committee Team (TRPCT): Four to Six Experts members;

The Technical Review Panel Team (TRPT) reviews eligible grant proposals for technical merit or financing program “soundness of approach, feasibility and potential for sustainability” including, identification, appraisal mission, negotiations; based on this review the TRPT recommends proposals for funding to the Executive Board Directors (EBD); (plus one representative Resource Mobilizations Team partner financial institutions in a consultative, non-voting role);

f) Technical Expert Committee Team (TECT): Four to Six Experts members plus one representative from technical expert including , engineers architects, project manager, technical expert advisers, in a consultative, non-voting role);

21. There will be no more than one member per constituency on any single committee. Only committee members (or their alternate) will attend committee meetings.

22. The committee chair can decide on additional participation to the committee meeting but this will be limited to individuals who may have specific technical expertise required by the committee to perform its work. The committee chair will take cost implications into account in issuing an invitation and shall limit participation to meetings at which the expertise is required.

23. There will be no open-ended invitations to constituencies to bring their own experts. There will be no observers permitted to attend committee meetings.

## **E. Operating Procedures**

### Terms of Reference, Timeframes and Work Guidelines

24. The EBD/EP/ES will define terms of reference of the committees. Committees shall act only in accordance with these terms of reference, or on any other matter at the direction of the EBD.

25. The committees will develop a work plan to reflect their mandate and distribute these to the EBD Chair and Vice-Chair and other committee chairs and vice-chairs. These work plans will be updated as new tasks are assigned by the EBD/EP.

26. The Executive Secretariat will conduct an induction of new committee members and shall provide a manual outlining roles and functions of each committee and ES team assigned to support them, and the expected role of committee members.

27. Committee chairs and vice-chairs, in consultation with the ES/EBD, shall create an annual meeting plan and meeting agendas. The objectives and associated agendas of the committees must be validated at the meeting held each trimester between the EBD/EP Chair and Vice-Chair, the committee chairs and the ES, to ensure clarity of objectives and elimination of overlap.

28. Committees will consult broadly on major policy issues and request and consider substantive comments from constituencies through the constituency's designated representatives. The Executive Secretariat (ES) will establish a secure website for each committee to facilitate this consultation and to provide EBD members access to the working documents of all committees.

29. Each committee will conduct an annual self assessment (including meeting attendance, performance against plan, effectiveness) and discuss the results with the EBD Chair and Vice-Chair. The formal role and scope of each committee should be assessed by the EBD after one year, and subsequently every two years, possibly at the time of renewal of committee membership.

30. Committees shall follow standard reporting formats when submitting reports to the EBD. All recommendations should include associated costs.

31. Committees shall ensure that proposed decision points for the EBD are reviewed by EP/ES and legal advisers prior to submitting them to the EBD for review.

32. The Executive Secretariat (ES) shall distribute meeting materials to ensure receipt by committee members at least one week in advance of the committee meeting and shall ensure that materials contain the text of draft decisions proposed for committee consideration.

33. Committees and the ES shall use red-lining/track changes as a standard practice when providing documents for review for clearance.

34. In exceptional circumstances, where committees cannot reach consensus, the committee shall develop recommendations by reflecting minority and majority viewpoints.

35. The practice of EBD consultations between EBD Members, committee chairs and the ES/EP should be continued as a way to build cohesiveness and facilitate trust within and among constituencies and the ES.

#### **F. Use of External Experts Consultants (EEC)**

36. The EEC Expert input to committees may be provided at their discretion and in consultation with the Executive President (EP/EBD) and may take the form of a panel of independent experts.

37. The committee chair and vice-chair, in conjunction with the EP/ES, will then choose participants on the panel from the list of nominations submitted by the committee. These independent experts will be subject to the WFWO's Conflict of Interest policy.

38. Input from an expert panel shall be provided through a mechanism to be determined by the committee, which may include reporting directly to the committee as a whole, or reporting through the committee chair and/or vice-chair.

39. The committee will provide terms of reference for such panels.

#### **G. Role of the Executive Secretariat (ES)**

40. The ES will coordinate and facilitate the work of the committees, providing support to the committee chairs and vice-chairs related to, among other matters, efficiency, continuity and management of crosscutting issues.

41. The ES will appoint one qualified individual from the Secretariat for each committee to be as support and focal point if is required.

42. The Executive Secretariat's committee focal point will be accountable on a long-term basis to the appointed committee and will, for reasons of efficiency, coherence and continuity, provide secretarial assistance and support to the work of the committees, attend the committee meetings, and assist the chair and the vice chair in order to prepare, facilitate and coordinate the work plan and meetings of the committee. The focal point will be subject to the guidance of the Chair and Vice-Chair, and will be responsive to the tasks assigned to them by the committee.

## **H. Committee Expenses**

43. In circumstances where the WFWO is responsible for the covering the costs of committee attendance (i.e. recipient block of participants and approval of the meetings, committed by the WFWO/EBD/EP):

a) Only the committee member, or the officially designated alternate, authorized and approved by WFWO/EBD/EP will be cover.

b) If the committee chair holds committee meetings immediately preceding EBD Meetings as formal committee meetings (but not as informal consultations at which no action is taken), committee members shall be cover to attend these meetings.

## **I. Miscellaneous**

44. Matters in which the EBD Chair and Vice-Chair fail to reach consensus in exercising their joint authority as set forth in these rules and procedures will be resolved by the EBD/EP.

## **J. Seventh Board Meeting Committee Rules and Procedures is Amended on May 2009**