

Terms of Reference for the Executive Committee

Preamble

Following from Paragraph 4.7. of the MOU, the Governing Board may establish an Executive Committee.

1. Purpose

The Executive Committee will be responsible for monitoring the performance of the Secretariat in implementing the decisions taken by the Governing Board including the Strategic Plan, the Work Programme, and the budget. It is further responsible for taking decisions on behalf of the Board, especially in the intersessional period between Governing Board meetings, in those areas delegated to it by the Board. The Executive Committee will act in the best interest of all Participants.

2. Mandate

The table below identifies those areas of responsibility delegated to the Executive Committee by the Governing Board, and which areas are reserved to the Board itself (either during Board meetings or by an intersessional process).

<p>As specified in the GBIF MOU, Paragraph 4.6, the Governing Board may:</p> <ul style="list-style-type: none"> (a) establish its Rules of Procedure and such subsidiary bodies as it sees necessary for its proper functioning and the achievement of GBIF goals; (b) formalise relationships with organisations that may assist GBIF to achieve its goals; (c) adopt a multi-year Strategic Plan for GBIF and a multi-year Budget Plan with an associated Table of suggested Basic Financial Contributions; (d) adopt the Work Programme and the annual Budget; (e) monitor the Strategic Plan, the Work Programme and the Budget and make adjustments as needed; 	<p>The Governing Board delegates the following activities to the Executive Committee (EC), with oversight by the Governing Board:</p> <ul style="list-style-type: none"> (a) No delegation. (b) Delegated to the Executive Secretary and EC. (c) EC may make decisions that follow from the Strategic Plan and that cannot await the next meeting of the board. (d) EC can decide on changes to the Work Programme as presented by the Executive Secretary and can approve changes to the GBIF Budget as long as those changes have no implication for the financial contributions of the Voting Participants and are consistent with the goals of the GBIF Plans. (e) Delegated to the EC.
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<p>(f) decide the timing and scope of independent reviews of GBIF, implementation, governance, impact or uptake;</p>	<p>(f) The EC will be the forum for initial strategic discussions on key GBIF issues that subsequently will be presented to the Board for discussion and decision. The EC will oversee follow ups to the reviews etc.</p>
<p>(g) review and adjust, by consensus, the Guidelines for calculating Basic Financial Contributions</p>	<p>(g) No delegation.</p>
<p>(h) adopt such rules, regulations and policies as may be required for the operations of GBIF;</p>	<p>(h) The EC can make decisions on technical and minor changes that do not have implication for the financial contributions of Voting Participants.</p>
<p>(i) monitor the performance of the GBIF Secretariat Host; if necessary, the Governing Board may replace the GBIF Secretariat Host;</p>	<p>(i) The EC monitors the Secretariat Host and makes recommendations to the GB, if necessary.</p>
<p>(j) select the Executive Secretary; the Governing Board may also remove the Executive Secretary;</p>	<p>(j) No delegation.</p>
<p>(k) approve the Staff Rules for the GBIF Secretariat based on recommendations from the Executive Secretary;</p>	<p>(k) The EC can make decisions on technical and minor changes that do not have implication for the financial contributions of Voting Participants.</p>
<p>(l) provide guidance and direction to the Executive Secretary on the duties of the position and monitor the Executive Secretary's performance;</p>	<p>(l) No role for the EC. (Delegated to the Chair of the Governing Board.)</p>

<p>(m) approve the annual financial statement and select the audit company;</p> <p>(n) carry out other functions conferred upon it by this MOU; and</p> <p>(o) consider any matters pertaining to GBIF or its operations submitted to it by the Executive Secretary, the GBIF Secretariat Host, or by any Participant;</p>	<p>(m) No delegation.</p> <p>(n) The EC may have a preparatory role until the GB is in session.</p> <p>(o) To the extent that a matter cannot await the next meeting of the Governing Board, the EC may consider the matters and make recommendations.</p>
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In addition to these delegated responsibilities of the Governing Board as specified in the MOU, the Executive Committee will:

Oversee the Supplementary Fund and decide on which contributions can be accepted into the Supplementary Fund when contributors have stipulated particular uses of the contributed funds;

(i) Advise

- on staff issues presented to the Executive Committee by the Executive Secretary
- the Chair of the Governing with respect to calls for extra ordinary meetings of the Governing Board;

(ii) Decide

- on whether a petition to become an Associate or Voting Participants meet the criteria for becoming a GBIF member;
- on Participants or non-members to be observers to GBIF;
- on petitions for affiliation to GBIF according to guidelines decided to by the Governing Board (See RoP 9);
- on Participants to be disassociated from GBIF;

- on issues of suspension of voting rights of a Voting Participant in case of non-payment of the agreed financial contribution set out in the financial arrangement (See RoP 4.2.1);
- on writing off financial contributions in arrear following general guidelines decided by the Governing Board;
- on members to be appointed to the Science Committee and Budget Committee in accordance with the Committee Terms of References as well as for temporary committees, working groups, task groups etc. established by the Governing Board or the Executive Committee itself;
- on extraordinary and unforeseen issues where the Executive Secretary would otherwise need GB approval to act.

(iii) Approve staff matters according to Staff Rules:

- the GBIFS staffing plan;
- the annual staff salary scale;
- recruitment of professional staff; members without an international call;
- the recruiting procedure for hiring the Executive Secretary and as well the procedure for terminating the Executive Secretary's employment contract before the agreed expiry date;
- the GB Chair's report on the Executive Secretary's performance
- suspension of salary step increase for all staff following from financial constrains;

Wherever appropriate, before making a decision the EC shall seek advice from the relevant GBIF advisory committee (Science Committee, Budget Committee, Nodes Committee).

3. Composition of the Executive Committee

The members of the Executive Committee are

- The Chair and three Vice-Chair(s) of the Governing Board (up to four)

- The Vice Chairs assist the Chair in the conduct of EC business including governance issues, science strategy and external relations.
- The Chairs of the Standing Committees (Science, Budget and Nodes)
- The Executive Secretary (ex officio)

Members of the committees are operating in the interest of GBIF and not representing their national interests.

Secretariat Staff members may attend the meetings of the Executive Committee, upon invitation of the Chair. When appropriate the Chair may also invite guests relevant for the discussion of a specific item on the agenda.

4. Operating Procedures

4.1. Meetings

The Executive Committee will have a meeting back to back with the ordinary Governing Board and at least one meeting in between the annual Governing Board meetings. The Chair will in addition schedule regular telephone or video conferences to conduct the regular business of the Executive.

4.2. Agenda

For any meeting of the Executive Committee, the Chair will normally dispatch a draft agenda and copies of any documents to be considered at the meeting no later than one week before the meeting date.

4.3. Decision making

The Executive Committee will strive to work by consensus. If the EC cannot come to an agreement on a particular issue, the Chair will decide.

In between in-person meetings the Chair will utilise the web, teleconferences, video conferences or other electronic means to discuss business and come to decisions.

Each member of the Executive Committee is required to identify all issues in which s/he has a conflict of interest, and may not participate on any discussion or decision on those issues. In cases where there is ambiguity about a particular item, the Chair will rule whether a conflict of interest exists or not.

The Executive Secretary will not participate on agenda items dealing with the appointment of a successor to the Executive Secretary.

In order to transact business, a quorum of the committee must be present. A quorum consists of at least five committee members, including the Chair or the first Vice-chair.

4.4. Record

The Secretariat will keep a record of the decisions taken at the meetings of the EC. The Secretariat will circulate the record to the Governing Board within one month of the EC meeting. The decisions taken will also be presented at the following business meeting of the Governing Board in the report from the Executive Committee.

4.5. Cost

Costs of participation for members of the EC in meetings held back-to-back with Governing Board meetings will normally be paid by the Participant from which the EC member comes. Committee members from Voting Participant developing countries (i.e. countries that qualify for the developing country discount under the Financial Model) may apply for partial travel support to attend the relevant Committee meeting and Governing Board, so long as the Participant is in good standing. Approval of such support will be at the discretion of the Secretariat based on the availability of funds. Costs of other EC meetings will be paid by the Secretariat.

4.6. Observers

Other Governing Board delegates may attend meetings as observers but should give at least one week's notice to the Chair. Observers may not participate in the discussions and will bear their own cost for attending the meetings.