

GLOBAL PARTNERSHIP *for* EDUCATION

REPORT FROM THE GOVERNANCE AND ETHICS COMMITTEE

Board of Directors Meeting

June 6-7, 2017

Ottawa, Canada

Overview

April 11-12th meeting

- Committee mandate and composition
- Overview of discussions

Today Agenda

- Board Vice-Chair - information
- Board and Committee Self-Assessment - decision
- CEO Feedback - decision
- Decision Framework - decision

Key Messages

- The decisions the GEC is putting before the Board today reflect concrete steps to implement governance reforms.
- Each of the decisions have been thoroughly vetted through committees and revised with their input
- Taken together, including the Decision Framework and the Committee Self Assessment, if approved we are on track for strengthening Committees



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VICE-CHAIR POSITION (FOR INFORMATION)

Background

December 2016, the Board:

"recognized the increasing demands of the position of Board Chair and **agrees to establish the position of Board Vice-Chair** as provided in the Charter".

"mandated the Committee overseeing governance and ethics to **develop terms of reference for the Board Vice-Chair and a proposal for the nomination and selection process** for Board consideration.

Vice-Chair Decision Postponed to December Board

GEC Inputs:

- Strong support

- Keen interest in getting the perspective of Board members on the priority roles for the Vice Chair

- Inportant to continue to take full advantage of Committee Chairs role/relationship with Board Chair

Process:

- Consultation with Board and Alternate members (June-Oct. 2017)

- Board decision (December 2017)



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Board and Committee Self-Assessment

Background

Why ?

- Implementing recommendations from governance reviews
- Results to guide future discussions on Board/Committee effectiveness

Types of Assessments

- Gender Equity
- Board/Committtee Self-Assesment
- Pre-DCP Meeting (Recommendation from DCP meeting)

When?

- Once a year (Sept- Dec. 2017) – GEC review (April 2018)

GEC recommendations and Next Steps

GEC Summary:

- Strong support
- Focus on decision-making process.
- Board members/Alternate Board members and Committee members
- Following the DCP meeting request to include the DCP Meeting in process

Next steps:

- Gender and Board/Committee Self-Assessment: Sept-Dec 2017
- Online training on gender: Jan-Nov. 2018
- GEC will review the process in April 2018
- Report to the Board: Dec. 2018

Proposed Decision

BOD/2017/06-XX Board and Committee Self-Assesment:

The Board of Directors:

1. Endorses the proposed Gender Equity Self-Assessment, and Schedule.
2. Endorses the proposed Self-Assessment for Board, Committee and DCP Pre-Board Meeting Effectiveness, and Schedule.
3. Requests the Governance and Ethics Committee to oversee the process and provide a final report to the Board at its December 2018 Board meeting.
4. Requests the Secretariat to launch the Board, Committee and DCP Pre-Board meeting self-assessment schedule beginning September/October 2017.



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GPE Priorities and CEO Performance Feedback Process

Background

Why ?

- Opportunity for Board/Alternate members to provide input with respect to the CEO's job performance
- Complimentary to the WB Performance Process

How?

- Based on the GPE priorities, an annual process will be established for CEO feedback, which includes a CEO self assessment and a Board /Alternate member survey

Who?

- Board Chair manages the CEO evaluation process on behalf of the GEC, Board

GEC Recommendations and Next Steps

Summary of GEC discussions:

- Need to ensure the alignment between the organization's priorities and those of the CEO.
- Overall support for the CEO Performance Feedback Process
- Importance of establishing an annual mechanism for the CEO to be provided with Board feedback

Next steps

- Today - Decision on the process
- Tomorrow/Executive Session – Input into GPE priorities
- GEC to review priorities at October meeting. with final version tabled at the Board in December
- Performance Assessment – March/June 2018 – report to the Board at the June 2018 meeting

Proposed Decision

BOD/2017/06-XX 2017/2018 CEO Performance Feedback:

The Board of Directors:

1. Requests the Governance and Ethics Committee to launch the 2017/2018 CEO Performance Feedback Process
2. Endorses the proposed roles and responsibilities for conducting the CEO Performance Feedback.
3. Endorses the proposed Survey Questionnaire
4. [For the 2017-18 cycle, the process would be launched with the CEO and Board Chair submitting the CEO Personal 2017/18 Performance Objectives to the Board for approval in Executive Session at the June 2018 Board meeting.]
5. Requests the GEC to provide input into the GPE priorities, which will be the basis for the 2017/2018 CEO Performance feedback, and provide a final version to the December 2018 Board meeting.



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Decision Framework

Background

Issue identified:

✓Board spends too much time on operational matters

✓Need to provide more time at the Board for strategic matters

✓New mechanism to ensure active engagement in decisions taken through email

December 2016 - Board:

✓ Request for **Decision Framework** to clarify the role of the Board, Committee, Secretariat in decision-making

April-Mai 2017 – Consultation Process:

✓ All Committees + Trustee provided inputs

GEC Recommendation and Next Steps

Affirmative Vote Procedure

→ Express approval of majority of Board members including from at least 3 out of the 4 constituency categories

→ Two-week period (could be extended or decision by audio call)

→ Limited use to Education Sector Program Implementation Grants

→ E-Team site will be used to track comments in real time to inform votes

GEC Recommendation and Next Steps

Decision Framework

→ Strong Support from all Committees

→ Delegations to committees aligned with GPE Board approved terms of reference for each committee

→ Use of delegations will be reviewed annually by the Governance and Ethics Committee

→ Decision

Next steps:

→ Decision Framework to be updated as new delegations are identified, and should be seen as an evergreen document

Proposed Decision

BOD/2017/06-XX Decision Framework:

The Board of Directors:

1. Endorses the proposed Decision Framework
2. Approves the Affirmative Vote procedure as the **preferred** decision procedure to be applied to all education sector program implementation grant (ESPIG) recommendations from the Grants and Performance Committee to the Board.
3. Limits the use of the existing non-objection procedure by the Board to administrative and procedural issues that are not material. Committees may continue to use the non-objection procedure to make decisions.
4. Requests the Governance and Ethics Committee to annually report on the use of delegated decision-making, and review the adequacy of the Decision Framework and report back to the Board as needed, including with recommended adjustments where necessary.
5. Requests the Secretariat, the Coordinating Committee, and the Governance and Ethics Committee to develop measures to strengthen the coordination and communication between the four committee, the coordinating committee and the Board.