

COORDINATING COMMITTEE TERMS OF REFERENCE¹

A. PURPOSE

The Coordinating Committee is a standing committee established by the Board of Directors (Board) of the Global Partnership for Education (GPE) to act as a forum for routinely engaging the partnership on an informal basis on the medium term outlook and emerging opportunities which may arise between Board meetings, including, as required, facilitating the organization and the flow of arising workload for the Board's standing committees; make time-sensitive decisions between face-to-face meetings of the Board as requested by the Board; and act as a "sounding board" for the Chief Executive Officer.

As a principle, Committee members should be able to act on a fully informed basis, in good faith, with due diligence and care and in the best interest of GPE. They must (a) serve as spokespersons and representatives and **communicate the views of their constituency category to the committee during discussion and deliberation, based on prior consultation wherever reasonably practical** (e.g., assuming other constituencies give timely feedback at the GPE committee member's request), and (b) where delegated authority by the Board, make decisions in the best interest of GPE, to achieve the strategic plan adopted by the Board.

B. COMMITTEE OPERATING PROCEDURES

The Committee Operating Procedures (COPs), as approved by the Board and amended from time to time, shall apply to the Coordinating Committee. In cases of conflict between the provisions of the COPs and this document, the provisions contained in this document shall apply.

C. COMPOSITION AND MEETING FREQUENCY

1. Size and Composition

The membership of the Coordinating Committee shall be composed of a maximum of ten (10) members including the following:

- a. The Board Chair, who shall Chair of the CC and the Board Vice Chair, if one is appointed by the Board, who shall Chair the CC if the Board Chair is unavailable.
- b. The Chairs of each of the other standing committees established by the Board.
- c. Up to four (4) other Board members or Alternate Board members, selected on the basis of ensuring balance between constituency categories on the Board as described in the GPE Charter; or

If the Board determines that a Committee Chair should continue notwithstanding that the Chair is no longer a Board Member or Alternate Member then that Committee Chair should become a non-voting observer at CC and another Board member or Alternate Board member, selected on the basis of ensuring balance between constituency categories on the Board as described in the GPE Charter should be selected by the Board.

In the event that the terms of any of the voting Coordinating Committee member as Board members or Alternate Board members and/or Committee Chairs expires before their term as Coordinating

¹Approved by the Board of Directors at its meeting in Siem Reap, Cambodia, December 1-2, 2016 (decision BOD/2016/12-12)

Committee members, their terms as Coordinating Committee members shall end and their replacement shall be subject to the procedures set out in the COPs.

The committee composition shall seek balance in representation with regard to gender and the Partnership.

2. Skills, Knowledge and Experience

Direct knowledge of the GPE Committees proceedings would be an asset.

3. Meetings and Transparency

The CC meets regularly, at a minimum quarterly, via audio call or face to face meetings as determined by the Board Chair. Summaries of Coordinating Committee meetings will be made available to all Board members and Alternate Board members.

D. ROLES AND RESPONSIBILITIES

Committee Member Responsibilities

General: Coordinating Committee members are expected to act in the best interests of GPE. They prepare for and attend all meetings unless there is a notified and valid reason not to do so, and actively participate and contribute during meetings. In addition, Coordinating Committee members keep their constituency category apprised and endeavor to provide the perspectives of their committee and/or constituencies as and when appropriate.

Attendance: In recognition of the importance of continuous participation of Committee members appointed by name for the work of the Committee, Committee members are expected to attend all Committee meetings, including face-to-face meetings and virtual meetings. Representation by an Alternate does not constitute attendance.

Time Commitment: Generally, committee members are expected to spend two days a month on average on Committee service.

Committee Responsibilities

Committees are accountable for serving in accordance with their Board approved terms of reference. Generally, GPE Committees undertake tasks as mandated by the Board, including maintaining oversight of GPE's fiduciary duties, risk management and performance in accordance with the strategic plan and established policies and periodically recommending change to policies, strategic direction and performance improvements.

The Coordinating Committee has the following roles and responsibilities:

1. Prioritize Committee Work

Facilitate the alignment of Board and Committee work plans and identify input into the Board meeting agenda.

2. Strategic Plan

Oversee the development of new initiatives to deliver the strategic plan, including screening potential strategic opportunities, and alliances to elevate GPE's profile and global education.

3. Board Delegation and Time-Sensitive Decisions

Accept the delegation from the Board of such powers, duties and functions as the Board decides in accordance with the decision-making procedures of the GPE Charter and the Board and Committee Operating Procedures, in order to make time-sensitive decisions that allow the GPE to function

between face-to-face meetings of the Board. Examples include emergency and crisis-related decision-making.

On a semi-annual basis during regular Board meetings, the Board Chair, in consultation with the Coordinating Committee and the CEO, will make a recommendation to the GPE Board for the relevant Coordinating Committee delegations required for the following calendar year to be set out in the Delegation Framework considered by the Board in June 2017.

4. Outreach and Advocacy

Act as a forum for routinely engaging the partnership on an informal basis on the medium-term outlook and emerging opportunities which may arise between Board meetings, including, as required, facilitating the organization and the flow of arising workload for the Board's standing committees.

5. Sounding Board

Act as a sounding board for the Chief Executive Officer on critical matters within the Secretariat's roles and responsibilities.

6. GPE Risk Management

In accordance with the Risk Management Policy, review and assess and provide input on the status of those GPE risks in the risk management matrix for which the Committee has been assigned ownership or which it helps mitigate and report any resulting recommendations to the Finance and Risk Committee for consideration in its semi-annual Risk Management Report and recommendations to the Board.

7. Other

- a. Participate in performance review of the Committees conducted by the Governance and Ethics Committee, including commenting on the effectiveness of their respective terms of reference.
- b. Undertake any other responsibility or task delegated to it by a Board decision.

E. CONFLICTS OF INTEREST

It is recognized that Committee members may routinely have conflicts of interest, most often with respect to specific funding frameworks and specific grant applications, as beneficiaries of related Allocations. Committee members are required to sign the GPE Policy on Conflicts of Interest acknowledgement form.

F. SECRETARIAT ROLE

The Secretariat supports the work of the Committee in the following ways:

- a. Prepare draft Board and Committee work plans based on a five-year rolling agenda.

G. KEY DOCUMENTS AND GPE POLICIES

In its work the Coordinating Committee provides input on the following key documents and GPE policies, recommending revisions to them to the Board as needed.

- *Board agenda*
- *Board and Committee work plans*
- *Other as delegated by the Board*