



Global Green Growth Institute
Fifth Session of the Assembly &
Ninth Session of the Council (Joint Session)
September 9, 2016, Jeju, Republic of Korea

Decision on the Terms of Reference of the Management and Program Sub-Committee

The Council,

Recalling Articles 2 and 4 of the Agreement on the Establishment of the Global Green Growth Institute (GGGI), regarding the objectives and activities of the GGGI;

Recalling Article 8(12) of the Agreement on the Establishment of the GGGI, regarding the authority of the Council to establish sub-committees to support its effective coordination and operation;

Recalling the Decision of the Council on Governance Reforms [C/6/DC/6] adopted at its Sixth Session on November 18, 2014, merging the functions of the Audit and Finance Sub-Committee, the Program Sub-Committee and the Facilitative Sub-Committee into the Management and Program Sub-committee (MPSC);

Recalling Rule 15 of the Rules of Procedure of the Council [C/8/DC/2] adopted by the Council at its Eighth Session on November 19, 2015, that the Council shall agree on its sub-committees terms of reference and that the terms of reference shall be reviewed annually, or as otherwise outlined in their terms of reference;

Recalling Rule 16 of the Rule of Procedure of the Council [C/8/DC/2], that Council sub-committees shall be comprised of at least one (1) Contributing Member, one (1) Participating Member, and one (1) Expert or Non-State Actor Member of the Council shall be represented on each sub-committee, unless the Council decides otherwise;

Recalling the Decision of the Council on the Revised Financial Regulations of the Global Green Growth Institute [C/8/DC/5] adopted at its Eighth Session on November 19, 2015, conferring to the MPSC certain responsibilities;

Considering the importance of a sound internal control framework for providing assurance that GGGI's operational and administrative activities are delivered effectively;

Considering the importance of strategic engagement of GGGI's membership in outreach activities and membership expansion;

Consistent with GGGI's Disclosure Policy [C/5/DC/2], this document's classification will be changed from "Official Use" to "General Distribution" and it will be disclosed on the GGGI Website upon its approval by the Council.

Recalling Article 13 of the Agreement on the Establishment of the GGGI, regarding disclosure and transparency of the work of GGGI, and the Decision of the Council on the Disclosure Policy [C/5/DC/3] adopted at its Fifth Session on June 19-20, 2014;

Approves the Terms of Reference for the MPSC, as attached in the Annex;

Acknowledges that the composition of the MPSC will be approved by written procedure.

Determines to review the Terms of Reference for the MPSC after two (2) years, unless substantive revisions to the Institute's regulations approved by the Council warrant an earlier review.

Terms of Reference for the Management and Program Sub-Committee

1. Functions

- 1.1. The MPSC will advise the Council in carrying out its responsibilities in overseeing the Global Green Growth Institute's (GGGI's):
- a. financial reporting and audit, including,
 - i. receive reports on withdrawals from the Working Capital Fund to finance unforeseen expenditures, in accordance with Regulation 6.2 of the Financial Regulations;
 - ii. receive reports on the use of the capital expenditures account, in accordance with Regulations 6.4 of the Financial Regulations;
 - iii. receive at least annually statements of investments of monies not needed for immediate requirements currently held and investment losses, in accordance with Regulations 7.4. of the Financial Regulations;
 - iv. receive statements of losses of cash, stores and other assets written off in accordance with Regulation 8.11 of the Financial Regulations;
 - v. approve the selection of the Institute's external auditor, in accordance with Regulation 8.12 of the Financial Regulations;
 - b. programmatic activities, including
 - i. review of the formulation of the Institute's strategy, and its results, monitoring and evaluation framework, in accordance with Article 8.5.b.;
 - ii. receive reports on the progress of additions to GGGI's portfolio of projects and scoping, in accordance with Regulation 3.3. of the Financial Regulations;
 - iii. report to the Council on the draft budget estimates for the Work Program and Budget (WPB) and provide its recommendations, in accordance with Regulation 3.4 of the Financial Regulations;
 - iv. receive drafts of supplementary WPB prior to submission to the Council, in accordance with Regulation 3.7 of the Financial Regulations;
 - v. receive reports on the incurrence by the Institute of obligations against future financial periods before appropriations are approved by the Council, in accordance with Regulation 5.1 of the Financial Regulations;
 - vi. receive reports on the reallocation of expenditures between different program budgets, in accordance with Regulation 5.6 of the Financial Regulations;
 - c. partnerships and global outreach, including
 - i. support the Institute on membership expansion, including engagement with Least Developed Countries and Contributing Members, in line with the objectives articulated in the Strategic Plan 2015-2020 [C/6/DC/2] and Partnership and Outreach Strategy;
 - ii. support the Institute in establishing cooperative partnerships with non-state actors, including international, intergovernmental, and non-governmental organizations, as well as the private sector, noting the guidance of the Assembly on such matters;

- d. internal oversight, including
 - i. ensuring the operational independence, objectivity and authority of the internal auditor to conduct internal audits, inspections, evaluations, investigations and monitoring, in accordance with Regulation 10.3(i) of the Financial Regulations;
 - ii. ensure access of the internal auditor to all records, information, assistance and officials of the GGGI relevant to its role and functions, in accordance with Regulations 10.3(ii) and (iii) of the Financial Regulations;
 - iii. ensure that procedures are in place that provide for direct confidential access of staff members to the internal oversight mechanism, in accordance with Regulation 10.3(iv) of the Financial Regulations;
 - iv. ensure procedures for prompt, effective follow-through on recommendations in, or derived from, reports of the internal auditor, in accordance with Regulation 10.3(v) of the Financial Regulations;
 - v. serve as the functional report to for the Institute's Internal Auditor, in accordance with Financial Regulation 10.4a);
 - vi. receive copies of reports on each separate audit, inspection, evaluation, investigation and monitoring activity and accompanying Institute comments, if any, in accordance with Financial Regulation 10.4a);
 - vii. receive the comprehensive independent annual report of the Institute's Internal Auditor before submission of the same to the external auditor, in accordance with Financial Regulation 10.4c); and
 - viii. consider, through the audit contact points, matters raised to it by the Institute's Internal Auditor as presenting a material risk to the Institute, in accordance with Financial Regulation 10.4d).

1.2. The MPSC will also facilitate matters that require coordination of the Council with the Institute in between sessions of the Council.

2. Composition and Tenure

2.1. The MPSC shall consist of those members of the Council who express interest before December 31 of each year to serve on the MPSC the following year, or as otherwise determined by the Council.

2.2. The MPSC shall be comprised of at least one (1) contributing member, one (1) participating member and one (1) expert or non-state actor member, unless the Council decides otherwise.

2.3. MPSC members shall serve for a term of one (1) year. They may serve an unlimited number of consecutive terms on the MPSC while a member of the Council.

Audit Contact Points

2.4. Two (2) members of the MPSC shall serve as audit contact points. The audit contact points may be contributing members, participating members and/or non-state actors/experts or any combination of the same.

- 2.5. The audit contact points shall review and clear certain categories of internal audit reports and undertake other responsibilities, as provided for in the Financial Regulations of GGGI then in effect.

Chair

- 2.6. The MPSC shall be chaired by a contributing member of the MPSC, pursuant to Rule 17 of the Rules of Procedure of the Council.
- 2.7. The members of the MPSC shall elect a Contributing Member to serve as Chair of the MPSC at the beginning of each financial year. The results of the election shall be communicated to members of the Council.
- 2.8. The MPSC Chair shall preside over meetings of the MPSC. If the MPSC Chair is unable to be present at a meeting, the Chair shall designate a present member of the MPSC to preside.

3. Meetings

- 3.1. The MPSC shall meet formally at least once every year.
- 3.2. The quorum of an MPSC meeting is a simple majority of the members.
- 3.3. The MPSC may hold informal consultations, as often as deemed necessary by the Chair or by the Director-General, via videoconference, via teleconference, and via other web-based solutions.
- 3.4. The MPSC may meet with the external auditor without GGGI management or staff present if requested by the MPSC or by the external auditor, as and when considered desirable.
- 3.5. The MPSC shall seek consensus in deciding on its conclusions and recommendations. If consensus cannot be reached, the MPSC's dissenting views shall be conveyed to the Council.
- 3.6. GGGI shall support travel and accommodation for MPSC members from participating non-OECD members and non-state actor/expert members of the Council in accordance with the Travel Policy for Members of the Governance Organs.
- 3.7. Other members of the Council and Assembly that are not members of the MPSC may attend meetings as observers, but GGGI shall not support travel and accommodation for observers.

4. Administrative Arrangements

- 4.1. The Deputy Director-General and Head of Management and Governance shall serve as the secretary to the Council and to the MPSC, in accordance with Rule 20 of the Rules of Procedure of the Council.
- 4.2. The Secretariat shall be responsible for:

- a. Notifying members of the dates for meetings of the MPSC;
 - b. Distributing the documents in relation to the meetings of the MPSC; and
 - c. Assisting the Council in fulfilling tasks related to the maintenance of MPSC files.
- 4.3. The Secretariat shall inform the members of the MPSC and Council of the dates of meetings of the MPSC at least thirty (30) calendar days in advance.
 - 4.4. The Secretariat shall distribute meeting documents to members at least ten (10) working days ahead of official meetings of the MPSC.
 - 4.5. For informal consultations of the MPSC, the Secretariat shall provide notice of date and proposed agenda items at least five (5) working days in advance.
 - 4.6. The Secretariat shall submit summaries of the MPSC discussions, conclusions or recommendations to the Council at least fifteen (15) working days in advance of the relevant session of the Council.
 - 4.7. Summaries and records of MPSC discussions shall not be publicly disclosed, unless received, reviewed and adopted by the Council, pursuant to Sections II(1)(1), III(2) and III(6) of the GGGI Disclosure Policy [C/5/DC/3].

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