Next steps for Constituency leadership and Executive Committee in the PMNCH Governance transition process

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1. Summary

At the 26th PMNCH Board Meeting on 14-15 December 2020, the Governance paper "Harnessing the Power of Partnership in a Digital Era", developed with extensive inputs from PMNCH constituencies, was approved and the Board tasked the Governance and Nominations Committee (GNC) to develop an operational plan to start implementing the Governance Reform. The GNC has developed and is proposing a transparent, phased, and consultative process to implement the first Phase of the Governance Reform, as set out below. All three phases of the Governance Reform are awaiting endorsement by the PMNCH Executive Committee (EC).

This document provides further context to the first Phase of the Governance Reform process and sets out a proposed revised Terms of Reference (ToRs), estimated time commitments and next steps for Constituency leadership positions (Chair, Vice Chairs, and Secretary of the constituencies, if applicable) and the operational procedures for the Executive Committee as a whole (NB: ToRs for EC leadership positions will be developed in the next stage of this process).

2. Context

At the 26th PMNCH Board Meeting, the Governance paper "Harnessing the Power of Partnership in a Digital Era", developed with extensive inputs from PMNCH constituencies, was approved and the Board tasked the Governance and Nominations Committee (GNC) to develop an operational plan to start implementing the Governance Reform. The GNC has developed and is proposing a three phased approach during January to May 2021. The phased approach will occur as following: changes in constituency leadership and EC membership (Phase 1); committee and working group leadership (Phase 2); as well as Board membership (Phase 3).

The first Phase of this Governance Reform is to finalize the selection of the 10 Constituency Leadership (Chair, Vice Chairs and Secretary, if applicable), as well as the composition of the Executive Committee. This is to be accomplished by the end of February. The sections below describe the Constituency leadership nominations process informed by updated ToRs, as well as the Executive Committee’s roles, responsibilities and membership agreed at the Board (in shaded colour), and the proposed timeline of operations.

Next steps:

Each constituency is requested to submit nominations (including respective CVs/bio of nominees) for (A) one Chair; (B) two Vice-Chairs and a Secretary (if appropriate); and (C) EC representative by 10 February 2021.

It is important to remind constituency colleagues that the Chair of the constituency need not be one and the same as the constituency’s EC representative; i.e., the EC representative may instead be another person willing to take on this responsibility, such as one of the constituency’s Vice-Chairs. All constituency Chairs and EC representatives will become PMNCH Board members, and therefore nominees must be willing to hold this additional responsibility.

The PMNCH Secretariat will collate and forward these nominations to the GNC (Secretariat focal point: Giulia Gasparri, (gasparrig@who.int). The GNC will review and assess thoroughly all nominations, forwarding its recommendations to the EC for endorsement at its meeting on 25 February 2021. EC decisions on constituency nominations will be communicated by 28 February 2021, to take immediate effect.

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1 Suggested time commitments are estimates and will be part of the review planned after a year of implementation.
3. Constituency Leadership

Each Constituency may establish its own process to designate its constituency Chair, Vice Chair(s), and/or Secretary, if applicable, but should inform the GNC about the process.

3.1. Constituency Chair: Roles and responsibilities

The Constituency Chair proactively conveys, chairs and leads, engages and consults with constituents through appropriate channels and forums to collect input, analyze the range of views, and drive towards consensus.

The Constituency Chair represents and articulates the consolidated views of constituents during EC (when applicable) and Board meetings; represents the outcome of constituency meetings; and speaks during EC (when applicable) and Board meetings exclusively from a constituency perspective, not an individual or organizational perspective, unless explicitly declared otherwise.

The Constituency Chair must establish communication mechanisms in line with the PMNCH’s new digital approach to interact with and disseminate information to the constituents in a timely manner and organize regular meetings with their constituency as appropriate.

The term of office for the Constituency Chairs shall be three years, non-renewable, unless otherwise recommended by the GNC and approved by the EC/Board.

Constituency Chair may inform the Executive Director on matters of operational importance.

The Chair of the Constituency should have:

- experience in chairing and leading decision-making bodies composed of diverse stakeholders;
- proven advocacy and negotiation skills;
- proven skills in organizing and facilitating discussions, building consensus;
- strategic planning, implementation, and problem-solving expertise;
- openness to work in a digital space and adopt inclusive means of communication in line with PMNCH Digital Platform approach;
- experience and expertise in defining long term strategies based on evidence and best practices; and
- expertise in one or more of the following areas: Maternal, Newborn and Child health, Sexual and Reproductive Health and Rights and/or Adolescent health and well-being.

Additional specific competencies are to be agreed by each Constituency as needed.

The expected time commitment of the Constituency Chair is approximately 15-20% FTE (i.e., up to a day per week). This time commitment may include both the work of the Constituency Chairs themselves and of the support staff they may have within their own organisation in support of their role.

3.2. Constituency Vice Chairs

Constituency Vice Chairs will support and act on behalf of the Constituency Chair as needed. They will follow-up with the Secretariat on implementation of agreed Constituency decisions and action points, stimulate recruitment of new members, and participate in various PMNCH committees, sharing the task with the Chair.
The Constituency may elect two Vice Chairs. One of the Vice Chairs is strongly suggested to be a young person (i.e., under 30 years old). The term of office for the Constituency Vice Chairs shall be three years, non-renewable unless otherwise agreed by the Board.

Each Constituency Vice Chair is expected to be in the range of estimated at 10% FTE, (up to half a day per week) of time to fulfil its functions. This time commitment may include both the work of the Constituency Vice Chairs themselves and of the support staff they may have within their own organisation in support of their role.

Competencies should be similar to those listed for the Chair of the Constituencies under point 4.1 above.

3.3. Constituency Secretary
When needed, the Constituency will appoint a Secretary for the Constituency. This will be tested and tried by the different Constituency groups.

The role of the Secretary of the Constituency is to be the focal person at the Constituency to interact with the PMNCH Secretariat focal point for the Constituency. The Secretary will develop the agenda and documentation in preparation for Constituency meetings, and follow-up with the Secretariat on implementation of agreed decisions and action points in support of the Constituency. They will also work with the Secretariat in developing a Communities of Practice and/or other digital communication mechanisms for the constituency, as agreed by the Chair.

The Secretary of the Constituency will be dedicating at minimum 10% FTE of time to fulfil its functions. The term of office for the Secretary of the Constituency shall be three years, non-renewable.

Additional specific competencies are to be agreed by each Constituency upon individual needs.

4. Executive Committee

4.1. Role
The primary role of the EC is to govern operations and ensure PMNCH realizes its mission. The EC oversees the work of three standing committees: (1) Governance and Ethics; (2) Strategic Advocacy; and (3) Partner Engagement in Countries.

4.2. Responsibilities
The EC oversees the development and implementation of PMNCH’s Strategic Plan and links the budget to operational planning so that financial goals are realistic. Regarding implementation, the EC ensures outcome indicators and performance targets are in place and monitors their progress;

- Approves the annual progress report and financial report;

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2 Shaded paragraphs are exerted from the Board approved Governance document.
3 The six thematic working groups created under the 2018-2020 Business Plan, will be dissolved and merged into the Strategic Advocacy and Country Engagement standing committees. The Accountability Working Group and the Knowledge and Evidence Working Groups will transition to sub-committees of the Strategy Advocacy Committee.
- Oversees the work of three Standing Committees: Governance and Ethics; Strategic Advocacy; and Partner Engagement in Countries), each with its own Terms of Reference, inclusive of adolescent/youth co-chairs and diverse leadership and partner representation;
- Secures adequate funding (resource mobilization) and ensures safeguards to monitor the effective use of funds for the operation of PMNCH;
- Makes recommendations to the host organization on the appointment and performance review of the Executive Director.
- Ensures effectiveness of the Board by approving qualified and committed Board members (recommended by the GNC and respective constituencies); educates Board members to serve effectively, and engages in regular assessments and Board development.

Membership includes: Board Chair and Vice-Chairs, Constituency Chairs, as well as chairs of the three standing committee. The PMNCH Board Chair holds the seat of EC Chair, unless they delegate this to one of the Board Vice-Chairs. Constituency members of the EC must also hold Board seats.

4.3. Timeline of operations and reporting
The EC is constituted as a standing Board committee, reporting to the Board on regular basis.

The reformed EC is established as of April 2021 to implement the recently approved governance structure and meet the ambitious objectives of the PMNCH 2021 – 2025 Strategy.

4.4. Membership and operations
a. Chair and Vice Chairs
The PMNCH Board Chair holds the seat of EC Chair, unless she/he delegates this to one of the Board Vice-Chairs.

The term of office for the EC Chair shall be three years, non-renewable, unless otherwise agreed by the Board.

The time commitment for the EC Leadership is expected to be in the range of estimated at 15-20% FTE, (up to one day per week). This time commitment includes both the work of the EC Leaders themselves and of the support staff EC Leaders may have within their own organisation.

b. Members
The Committee shall comprise of 17 seats: the Board Chair and the Board Vice-Chairs, the 10 Constituency Chairs, the 3 Standing Committee chairs and WHO as host agency. Constituency representatives on the EC will automatically hold Board seats.

The Chair of the constituency need not be one and the same as the constituency’s EC representative; i.e., the EC representative may instead be another person willing to take on this responsibility, such as one of the constituency’s Vice Chairs.

Committee members shall serve for three years, non-renewable, unless otherwise agreed by the EC Leadership.

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⁴ The TORs of the Committee Chair and Vice Chair will be developed in phase 2 of the Governance Implementation Process (i.e., during March-April 2021), and is therefore not included in this document.
The time commitment for the EC members is expected to be in the range of 10-15% FTE, (or half a day per week). Each member is expected to:

- come to each EC meeting with the views of and represent their Constituency;
- review EC documents and provide feedback on behalf of the Constituency;
- report to the Constituency Chair (if different from EC representative) on the outcome of EC meetings.

c. Facilitation and Support

The EC will be supported by the Partnership’s Secretariat, who will assist with scheduling and facilitating meetings, preparing and sharing documents and minutes of meetings. Meetings will be held virtually or face-to-face as required and possible.

d. Meetings, Quorum and Decision making

EC meetings will be scheduled at the discretion of the EC Chair but in consultation with EC Members and PMNCH Secretariat. The frequency of EC meetings is expected to be bimonthly at a minimum, each up to two hours in length. Two EC meetings will be scheduled in advance of twice-yearly Board meetings. The EC meeting calendar will be established four to six months in advance of meetings.

The Committee may only conduct business when a two-thirds majority of its members are present. The Committee seeks to establish agreement by consensus rather than by a formal voting process.

e. Amendments to the TORs

THE EC’s Terms of Reference and operational guidelines may be amended at any time by the Governance and Ethics Committee, approved by the Executive Committee in consultation with the Board and in accordance with the decision-making procedures set out in the Board Manual.