

## **Terms of Reference of the Executive Committee Transition Committee for the SUN Movement**

### **1. Preamble**

The Terms of Reference (TOR) of the Executive Committee Transition Committee (ETC) have been established by the Ops Group and approved by the SUN Movement Lead Group Chair for a temporary period, **limited to the 2021 Executive Committee renewal**. They build on the new Terms of the Reference of the Executive Committee and its Rules of Procedures, as approved by the Lead Group on 24 June 2021, and are used to complement these TOR as far as applicable, especially Rules 38 to 40 of the Rules of Procedures. The draft version of the TOR of the ETC have been discussed with the ExCom and are approved by the Lead Group Chair. They enter into force immediately after approval by the Lead Group Chair.

### **2. Purpose**

The ETC shall review the nominated Executive Committee candidates and ensure that members of the SUN Movement Executive Committee are selected according to an inclusive and transparent process, and that the final Executive Committee composition is made up of qualified and skilled individuals capable and committed to providing effective governance leadership to the SUN Movement, while ensuring appropriate balance between key stakeholder groups and constituencies. The ETC will share the final options for the renewed Executive Committee composition with the current ExCom for information and submit the final options for the renewed Executive Committee composition to the Lead Group for their endorsement.

### **3. Composition**

The ETC shall consist of 8-10 persons, composed of 3-4 members of the Lead Group with decision-making power, 3-4 members of the Ops Group (including the Vice-chair of the ExCom) with a supporting role, and the chair and other members of the ExCom are invited as observers to safeguard the process. Country representation from among the Ops Group members are invited to participate in the work of the ETC. In case any member of the ETC is interested in being nominated or wants to apply as Executive Committee member, he or she shall resign from the ETC and shall be replaced accordingly. Observers are welcome to follow the proceedings of the ETC to ensure a transparent process.

### **4. Responsibilities of the Executive Committee Transition Committee**

The responsibilities of the ETC are divided between Lead Group and Ops group representatives. The three Lead Group members are mandated to oversee and make decisions on a proposed Executive Committee composition, based on the preparatory work done by the Ops Group members in their supporting role. Whereas the intent is to retain 20-30% of the membership of the current ExCom either as regular ExCom members or as Alternates, the ETC is aware that continuity and handover is important to allow keeping the momentum and transferring institutional memory. The Ops Group will handle this in a separate process.

This preparatory and day-to-day work of the ETC shall be carried out by the Ops Group members serving on the ETC, in cooperation with the external governance consultants and the SUN Movement Secretariat (SMS)<sup>1</sup>. The external governance consultants will provide advice upon request of the ETC members. The SMS has a facilitating and administrative role without decision making and it will not have any influence on the selection process. Responsibilities of the Ops Group members will include:

- Drafting the criteria and procedures for Executive Committee nominations in line with the newly approved Executive Committee Terms of Reference, Rules of Procedure, and as advised by the external governance consultant
- Issuing an open call for nominations for the Executive Committee renewal to all SUN Movement stakeholders, including through the SUN Movement's website, email lists and social media, and through SUN networks' outreach and other means as appropriate.
- Reviewing the proposals of up to three candidates by each of the networks to ensure diversity of the ExCom (gender, age, professional backgrounds, organisational affiliations); liaising with network secretariats as necessary to ensure two names from the proposed list honour established criteria and network's own decision-making process
- Soliciting nominees for the 8 country-based seats, the youth seat and the specialised expert seats according to the criteria and procedures for nominations, including their Alternates<sup>2</sup>
  - Initial screening of nominations and supporting materials to ensure that the individual is eligible for election into the Executive Committee and providing a shortlist to the ETC Lead Group members for decision making
  - Provision of documentation on all proposed candidates, to be made available upon request to Movement members and to the LG
- Communicate directly with candidates to discuss the roles, responsibilities and expectations of the Executive Committee as appropriate and needed.
- Propose the options of names of potential candidates to the Lead Group members of the ETC, together with the appropriate documentation for their consideration.

The Lead Group members of the ETC will provide strategic guidance and oversight to the process by:

- Reviewing the shortlist prepared by the Ops Group members:
  - Carefully consider the composition of the renewed Executive Committee, ensuring balance between the SUN Networks and constituencies, the right competence of the members, including experience and motivation to enable a transition to a truly country-led Movement, while ensuring appropriate diversity in relation to gender, age, professional backgrounds and organizational affiliation.
  - Providing guidance in case of disagreement on the shortlisted candidates on how to proceed, potentially reviewing up to three proposed candidates per constituency and potentially flagging any disagreements within the Lead Group members
- **Selecting a final list of 18 ExCom candidates to present to the Lead Group Chair and remainder of Lead Group membership for endorsement as required by the new ExCom Rules of Procedure.** The

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<sup>1</sup> The SMS as the Secretariat of the Executive Committee will have only a facilitating and administrative role without decision-making and influence on the selection process.

<sup>22</sup> As stated above, networks will organise their own shortlist of candidates

ETC Lead Group Members will abstain from decision-making within the LG endorsement process to avoid any conflict of interest.

ETC Lead Group members engagement is envisioned to provide guidance, good quality assurance and challenge constructively the preparatory work as needed.

They will receive preparatory documents to review on 14 September 2021. They will be then asked to join a virtual meeting on 21 September 2021 to discuss and agree among themselves the final options for the proposed Executive Committee composition before submitting for endorsement/decision to the entire Lead Group.

## **5. Term**

Members of the ETC shall serve on this Committee during a limited period, for the sole purpose of transition towards a renewed Executive Committee. Therefore, the ETC shall be dissolved as soon as the renewed Executive Committee holds its first constituting meeting.

## **6. Chairperson**

The Chairperson of the ETC shall be appointed among the members of the ETC at its first meeting.

## **7. Conduct of Work**

7.1. In accordance with the Terms of the Reference of the Executive Committee, the members of the ETC shall work together as a team with global reach, in a trusting and transparent manner in a voluntary capacity. The members of the ETC safeguard the values and ethical standards of the SUN Movement and are committed to the implementation of SUN 3.0.

7.2. The Committee shall meet by telephone / web conference, as required. The Committee will conduct its business with open and respectful dialogue.

7.4. The Committee shall work with a majority quorum, i.e. a minimum of 3, and decision-making takes place by consensus among the ETC Lead Group members.

7.5. The Committee will report to the ETC Lead Group members as necessary and all proceedings, focusing on decisions, shall be kept by the SMS.

## **Timeline**

26 July 2021:	ETC Ops Group members, with support of the external governance consultants and SMS develop and translate Call for Nominations which will include nomination criteria and clear process for the 2021 Executive Committee renewal
1 Aug – 4 Aug 2021:	Consultation with interested ExCom members
5 Aug - 4 Sept 2021:	Call for Nominations Period

6-13 Sept 2021:	SMS prepare documentation for review by the ETC Ops Group members & shared with ExCom for information
14-20 Sept 2021	ETC Lead Group Members receive and review list of candidates and ExCom for information
21 Sept 2021:	ETC Lead Group Members meet virtually together with ETC Ops Group members in order for the ETC Lead Group members to agree on the final list of 18 ExCom Candidates
22-27 Sept 2021	Lead Group members review and provide virtual endorsement of the new ExCom (channel TBC but most likely with a non-objection signalled by email)
1 Oct 2021:	Lead Group Chair announces new ExCom membership
2-9 Oct 2021	Induction of new ExCom members
11 October	First meeting of the renewed Executive Committee