

## APPENDIX 6 - NC BY-LAWS

The organisation and powers of the Nomination Committee and its members are set out in Article 8 of the Statutes for the GWP Network and the GWP Organisation (referred to respectively as GWP and GWPO below).

The Nomination Committee is referred to as the “NC” below.

### 1. NC Chair

(1) The NC Chair is appointed by the SC.

(2) The NC Chair shall

- a) coordinate and lead the nomination process and the work of the NC, including making calls for candidates and presenting the nominations to the GWP Partners in accordance with article 8 (5) of the Statutes
- b) convene and chair the meetings of the NC
- c) ensure that NC resolutions are recorded and
- d) present the nominations to the Sponsoring Partners, or delegate this to a suitable alternate.

(3) The NC is expected to perform its functions without cost to GWPO and is not budgeted for. Thus, the NC Chair must seek the approval of the Executive Secretary before any costs are incurred.

(4) The SC confirmed that, while not formally required, the Committee’s intent is to bring together - half and half- members of the SC and non-members as to create a composition that would be diverse in regional background, gender and generations.

*(Clause 1 amended by SC meeting, Bratislava, December 2019)*

(5) The Chair of TEC and the Chair of the Regional Chairs are members of the NC.

*(Clause 1, amended by SC meeting, Stockholm, December 2022)*

### 2. NC Meetings

(1) According to article 8 (6) of the Statutes, decisions of the NC shall be taken by consensus and, if consensus cannot be reached, a decision shall require two-thirds majority of all the Members of the NC. The NC should operate through distant communication. A quorum at meetings of the NC requires that two thirds of all NC members are present or connected.

(2) The NC Chair may seek advice on matters of procedure from the Secretariat or request additional background information on candidates from the GWP Chair or Chair of Regional Chairs (for regional candidates), as needed. The NC Chair may also invite the GWP Chair to participate as an observer in the NC meetings. The GWP Chair will not take part in decisions nor have a right to vote.

(3) A record should be kept of all NC meetings and resolutions.

(4) The NC shall determine its operational practices in order to meet these by-laws.

### ***3. Composition of and Nomination to the Steering Committee***

#### **3.1 Composition of the Steering Committee**

(1) According to article 7 (2) and 10 (6) of the Statutes the Meeting of the Sponsoring Partners (SP) shall decide the number of SC members between eleven and twenty- one and communicate this to the NC three months before the nominations shall be presented to the Partners. Through these by-laws the SP Meeting has decided that, unless otherwise decided by the SP Meeting, the number shall be seventeen as follows:

- Five ex officio members in accordance with article 7 (2) of the Statutes.
- Six appointed members nominated from regional candidates.
- Six appointed members nominated from global candidates.

The appointed members are hereafter referred to as “SC Members”.

(2) The ex officio members in accordance with the Statutes are the Chair, the Executive Secretary, a representative of the United Nations Sub-Committee on Water Resources, the Chair of the Technical Committee, and one member representing all Regional Water Partnerships (RWP) (and Regional Technical Committees (R-TAC’s) which no longer exists). Due to reorganisation within the UN, the United Nations Sub-Committee on Water Resources has been succeeded by UN Water, whose chair now holds the ex officio position. The member representing the RWPs (Chair of regional chairs) is appointed by the regional chairs for a period which shall not exceed two years.

(3) The SC members are appointed by the annual SP Meeting (Article 7 (3) of the Statutes) after nomination by the NC in accordance with Article 8 of the Statutes and the procedure set out in these by-laws. The NC shall nominate SC members in a manner which warrants:

- geographic representation and regional spread,
- gender balance,
- variety of level of development of the person’s home State and of organisational affiliations
- range of appropriate experience and disciplines needed on the SC.

The NC shall also take into consideration the candidate's capacity to take active part in the work of the SC.

(4) Immediately after the second SC meeting of the year the GWP Chair shall inform the NC Chair of the profile and number of regional and/or global SC members that need to be appointed at the next annual meeting of the Sponsoring Partners to uphold the composition of the SC as determined in these by-laws. The GWP Chair shall, in consultation with the NC Chair and the Secretariat, determine the profile of SC members to be appointed and specify required or desirable qualifications additional to those in 3.2 (3) and 3.3 (2) below. Account shall thereby be taken of the need for expertise covering financial management, human resources, legal or IWRM technical skills and the need to have balance of water and non-water sector professionals in the SC.

(5) Persons employed by GWPO, regional water partnerships, or country water partnerships are not eligible for nomination. Elected officials such as Regional and country water partnership chairs and Council/SC members may be nominated provided that they step down from the relevant position should they be appointed to the SC.

(6) Appointed SC members are appointed for a period that shall not exceed three years. The appointment may be renewed once. (Statutes article 7 (3).) The two periods do not have to be consecutive. As renewal of an SC member's appointment is not automatic, the NC shall consider the merits and qualifications of eligible past SC members in the same manner as those of new candidates in the nomination process.

(7) Should no candidate be identified in accordance with the nomination procedure set out herein, the NC may recommend the SP to decide on a vacancy in the SC.

(8) The following *Ex-officio* members have voting rights:

- The GWP Chair
- The Chair of Regional Chairs
- The Chair of the Technical Committee

The GWP Executive Secretary and the UN Water representative remain *Ex-officio* members without voting rights.

*(Clause 11, amended at SC Meeting Stockholm, June 2023)*

### **3.2 Nomination of Regional SC Members**

(1) In order to ensure a widespread regional representation on the SC, the NC shall nominate the number of SC members as communicated by the GWP Chair in accordance with 3.1 (4) from regionally identified candidates. The NC will send a

request, including guidance on gender balance and organisational affiliation, to the Chair of Regional Chairs and the Regional Chairs for establishment of the list of regional candidates not later than seven months prior to the SP Meeting where appointment is to take place.

(2) The list of regional candidates is to be established by the Regional Chairs in the following manner: Each Regional Chair shall ensure that each RWP Council/SC proposes up to two candidates. In proposing the regional candidates the RWP Council/SC shall consider the needs as advised by the NC for gender balance and the variety of organisational affiliation within the SC.

(3) The RWP Councils/SCs shall ensure that the proposed regional candidates have the following qualifications:

- Experience of Board or senior level committee representation;
- Nationally and regionally recognized professional;
- Commitment to GWP's vision and mission as well as to GWP's values and guiding principles for water resources management and development;
- Ability to contribute towards the development of GWP's strategic directions;
- Good contact network and ability to open doors for GWP;
- Good enough working knowledge of English to allow participation
- Any additional required or desirable qualifications as specified by the GWP Chair in accordance with 3.1 (4).

(4) The Regional Chair of Chairs shall communicate a list of the proposed regional candidates and their CVs to the NC Chair at a deadline set out in the request from the NC Chair. The deadline should not be later than five months prior to the SP Meeting where elections are to be held.

(5) The NC shall nominate the regional candidates for the SC out of the list of proposed regional candidates. Nomination is done as set out in Article 8 of the Statutes.

(6) A candidate may be re-proposed for the list of regional candidates without restrictions, unless he/she has served in the SC two terms.

### **3.3 Nomination of Global SC members**

(1) The NC shall nominate the number of SC members as communicated by the Chair in accordance with 3.1 (4) from globally identified candidates. Nomination is done as set out in Article 8 of the Statutes. Globally identified candidates may be proposed by the Partners or other entities and/or self-proposed. The NC Chair shall issue a call to all GWP Partners and through other communication networks as the NC Chair sees fit, not later than seven months prior to the Sponsoring Partners Meeting where appointment is to take place.

(2) The NC shall ensure that the global candidates have the following qualifications:

- Board experience;
- Internationally recognized professional;
- Ability to contribute to helping GWP fulfil its mission, achieve its vision and promote its values and guiding principles for water resources management and development;
- Ability to help GWP reach out beyond the water sector;
- Understanding of development issues and their relationship to water.
- Good enough working knowledge of English to allow participation;
- Any additional required or desirable qualifications specified by the GWP Chair in accordance with 3.1 (4).

(3) The NC should actively promote the nomination process and encourage the Partners to identify persons meeting the criteria and requirements in the call for candidates to participate in the nomination process.

(4) A candidate may be re-proposed for the list of global candidates without restrictions, unless he/she has already served two terms in the SC.

### **3.4 Consultation of Partners in accordance with article 8 (5) of the Statutes**

All nominations shall be presented to the Partners by the NC Chair at least three months before the Annual Meeting of the Sponsoring Partners. In order to receive widest possible support from the Partners, the NC shall be prepared to modify its nominations in the light of comments by Partners. Nominations and relevant comments from Partners shall be presented by the NC Chair to the SP one month before the Annual Meeting at which the appointments shall be made.

## ***4. Nomination and renewal of GWP Chair***

### **4.1 Nomination of GWP Chair**

(1) According to Article 8 (4) a) of the Statutes, the NC shall nominate the GWP Chair for appointment by the Meeting of the Sponsoring Partners.

(2) The NC is to review the GWP Chair's Terms of Reference and required qualifications in consultation with the SC and SP and submit to the SP for approval the year before appointment of Chair is to be made.

(3) The NC is to establish an extended search committee composing the NC Chair, two NC members, the SC Vice -Chair, the Chair of Regional Chairs and one external person.

(4) The NC Chair issues a call for nominations which will be posted on the GWP website and will be advertised in a wide range of paid and non-paid media and list servs. All SC members, Partners and donors will be encouraged to disseminate the position announcement widely.

(5) The search committee will, subject to budgetary approval, work with a professional search entity. The search committee is to develop a shortlist of candidates, conduct interviews and identify a Chair for nomination to the SP.

#### **4.2 Renewal of term of GWP Chair**

(1) A GWP Chair serving his/her first term should inform the SP Chairperson and NC Chair of his/her interest serving for a second term, one year in advance of the Sponsoring Partners Meeting at which renewal or appointment of the GWP Chair is to be made.

(2) Provided the GWP Chair is interested in serving for a second term, the NC Chair will seek extensive stakeholder feedback to determine if renewal of the GWP Chair's term should be recommended. The NC Chair will, based on consultations with the NC summarise the results of the stakeholder feedback and present its recommendation to the SP whether to renew the appointment of the GWP Chair.

### ***5. Nomination of Auditors***

On instruction from the Chair of the Permanent Audit and Finance Subcommittee of the SC the NC will initiate a process to renew or change the appointment of External auditors for GWPO.

The GWPO Secretariat will manage the procurement process for External auditors and shall include the Chair of the NC on the evaluation of tenders. The Chair of the NC shall consult with the Chair of the Permanent Audit and Finance Subcommittee of the SC before nominating External Auditors according to Article 8 (4) c) of the Statutes.

The NC shall furthermore nominate representatives of the Partners as Internal auditors, if so requested by at least ten Partners from five different countries at the Network Meeting in accordance with Article 8 (4) d) of the Statutes. The Permanent Audit and Finance Subcommittee of the SC has no role in this process.

### ***6. Reporting***

The NC reports to the SP through the NC Chair.

## ***7. Conflict of Interest***

Should a NC member have a conflict of interest in relation to any matter considered by the NC, he or she shall declare it to the NC Chair, who will decide on the NC member's allowable participation in the deliberation on such matter. The NC member shall not be entitled to vote on such matter.

## ***8. Confidentiality***

All NC deliberations and supporting information for any specific candidate will remain confidential. The identity of all candidates and nominees will remain confidential until such time as a nominee is confirmed or the individuals concerned publicly disclose their candidacy. NC members will use appropriate discretion in all communications about potential candidates and their profiles.

## ***9. Administrative Support***

The Secretariat provides administrative support, such as making practical arrangements for NC meetings, storing NC records, collecting nominations and distributing information on behalf of the NC as specifically instructed by the NC chair.