



**GREEN
CLIMATE
FUND**

Meeting of the Board
8 – 10 March 2016
Songdo, Incheon, Republic of Korea
Agenda item 23

GCF/B.12/25/Rev.01

8 March 2016

Term of Board Membership

Summary

This document presents a draft decision to align the terms of office for members and alternate members of the Board to the calendar year in accordance with Decision B.10/16, paragraph (b), as well as to align the terms of office of the Co-Chairs and the active observers and the terms of membership of certain committees and groups of the Board to the calendar year.

I. Introduction

1. Paragraph 12 of the Governing Instrument for the Green Climate Fund (GI) specifies that:

Members and alternate members of the Board will serve for a term of three years and be eligible to serve additional terms as determined by their constituency.

2. At its ninth meeting, the Board noted that the first term of members and alternate members of the Board expires on 23 August 2015 (decision B.09/12, paragraph (a)). It further affirmed certain principles which would apply in the event that successors to the then current members and alternate members of the Board were not selected by 23 August 2015.

3. Amongst these principles are the principles (i) that Board members and alternate members whose term expires on 23 August 2015 shall continue their functions until their successors have been selected; and (ii) that successors are expected to be selected not later than 31 December 2015 (decision B.09/12, paragraphs (b)(i) and (b)(iv)).

4. At its tenth meeting, the Board decided, amongst other things, that:

(a) Members and alternate members of the Board whose term expires on 23 August 2015 shall continue their functions until their successors have been selected (decision B.10/16, paragraph (a)(i)); and

(b) No person shall continue his/her functions as part of the initial term after 31 December 2015 or changing the cycle of the terms (decision B.10/16, paragraph (a)(iv)).

5. Pursuant to decision B.10/16, paragraph (b), the Board requested the Secretariat to further consider the possibility of aligning the term of Board membership to the calendar year and to report back to the Board at its twelfth session.

II. Authority of the Board to align the term of Board membership to the calendar year

6. The GI does not specify when the terms of membership of members and alternate members of the Board should begin or end. In addition, there are no equivalent provisions in the Rules of Procedure of the Board (RoP), adopted pursuant to paragraph 17 of the GI.

7. Accordingly, in the absence of any such provisions in the GI and RoP, the Board has the authority, pursuant to and in accordance with paragraph 17 of the GI and Rule 49 of the RoP, to align the term of Board membership to the calendar year.

III. Aligning the term of the Co-Chairs to the calendar year

8. Rule 7 of the RoP states:

The term of the two Co-Chairs is for one year starting on the date of their election. They shall continue in their functions until their successors have been elected.

9. As a matter of practice, the Co-Chairs have been elected at the end of the last meeting of the Board in a calendar year. This means that their term usually runs from November in one year until November in the following year.

10. In light of the proposal to align the term of Board membership to the calendar year, it also follows that the term of the Co-Chairs should be aligned to the calendar year.

11. Such an alignment in respect of the term of the Co-Chairs would require an amendment to Rule 7 of the RoP. The Board has the authority to amend this rule pursuant to Rule 49 of the RoP.

IV. Term of membership for certain Board committees and groups

12. The terms of reference for the Accreditation Committee, the Investment Committee, the Risk Management Committee and the Private Sector Advisory Group currently state that the members of such committees and groups will serve for an initial term of 18 months.

13. In light of the proposal to align the three-year term of Board membership to the calendar year, the Board may also wish to align the term of membership to the committees and groups referred to in paragraph 12 above to the proposed term of membership to the Board such that:

- (a) the term of membership to the committees and groups referred to in paragraph 12 above would be three years; and
- (b) the end of the current term of membership to the committees and groups referred to in paragraph 12 above and the Budget Committee referred to in Document GCF/B.12/26 would be 31 December 2018.

V. Recommendation

14. In light of the foregoing, it is recommended that the Board adopt the draft decision presented in the Annex I to this document to align the term of Board membership to the calendar year, with the current term of members and alternate members of the Board ending on 31 December 2018.

15. It is recommended that Rule 7 of the RoP be amended to provide that the one-year term of the Co-Chairs will begin on the 1 January which follows their election.

16. For consistency, it is also recommended that the two-year terms of the active observers to the Board also be aligned to the calendar year, with the current term ending on 31 December 2017.

Annex I: Draft decision of the Board

The Board, having reviewed the document GCF/B.12/25 titled “Term of Board Membership”:

- (a) Decides that the terms for members and alternate members of the Board are to be aligned to the calendar year;
 - (b) Also decides, on an exceptional basis, without setting a precedent and for practical and pragmatic reasons only, that the current term for members and alternate members of the Board will end on 31 December 2018 and that the next term for members and alternate members of the Board will start on 1 January 2019;
 - (c) Decides that the term of membership of members and alternate members of the Board appointed to the Accreditation Committee, the Investment Committee, the Risk Management Committee and the Private Sector Advisory Group will be three years;
 - (d) Also decides, on an exceptional basis, without setting a precedent and for practical and pragmatic reasons only, that the current term of membership for the committees and groups referred to in paragraph (e) above and the Budget Committee established pursuant to decision B.12/XX will end on 31 December 2018;
 - (e) Further decides that the current two-year term for the representatives of the active observers from civil society organizations and private sector organizations formally commenced on 1 January 2016 and will end on 31 December 2017;
 - (f) Decides to delete the text contained in Rule 7 of the Rules of Procedure of the Board and replace it with the following:
“The term of the two Co-Chairs is for one year starting on 1 January of the calendar year immediately following their election by the Board. They shall continue their functions until the term of their successors has commenced or, if later, once they have been elected”; and
 - (g) Requests the Secretariat to publish the revised consolidated Rules of Procedure of the Board on the Fund’s website.
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