

**PREPARATORY COMMISSION FOR THE
INTERNATIONAL RENEWABLE ENERGY AGENCY**

Fifth Session

Abu Dhabi, 3 April 2011

Agenda item 4bis

Draft Decision on the Establishment of Committees

The Preparatory Commission of the International Renewable Energy Agency (“Commission”) at its fifth session,

Acknowledging the work of the various working groups of the Commission in establishing the core policies of the Agency;

Recognizing the need to establish subsidiary bodies of the Council to both complete the development of certain of these core policies and perform other specified tasks between Council meetings;

Referring to Rule 36 of the Provisional Rules of Procedure of the Assembly and Rule 23 – 26 of the Provisional Rules of Procedure of the Council, to be adopted at the first session of the Assembly;

Decides:

1. to submit the Draft Rules of Procedure of Committees (Annex 1) for approval to the Assembly at its first session;
2. to request that the Council review the Draft Rules of Procedure of Committees in connection with the relevant provisions of the Provisional Rules of Procedure of the Assembly and Council;
3. to recommend to the Assembly that it establish the three committees set out in Annex 2 and approve their Terms of Reference; and
4. to recommend that these committees be established for a term to last through the third meeting of the Council, unless otherwise decided by the Council.

Draft Rules of Procedure of Committees

A. Leadership

1. Notwithstanding the Provisional Rules of Procedure of the Council, the Council will select a chair and vice chair for each committee. The Council shall take the geographic representation of the Agency into account when selecting committee chairs and vice chairs.

2. Representation among committee chairs shall strive to reflect the geographic representation of the Agency. There will be one chair per committee.

3. Committee vice chairs are to be an active part of the committee leadership. Committee chairs will systematically consult with committee vice chairs and, where appropriate and efficient, delegate tasks to the vice chair.

4. Notwithstanding the Provisional Rules of Procedure of the Council, the Council may replace committee chairs and vice chairs when necessary as, for example, when a committee chair is no longer available, or is not adequately fulfilling the role.

5. Because committee chairs must chair the committee meeting without prejudice, they may bring an additional representative to participate as a member of the committee. Where considered necessary by the committee chair, the vice chair of a particular committee may be permitted to bring an additional representative of the constituency to participate as a member of the committee.

6. Committee chairs shall serve for one-year terms, renewable one time.

B. Membership

1. Membership of each committee will be approved by the Council, based on applications made by all Members of the Agency, and, for a transitional period and notwithstanding the Provisional Rules of Procedure of the Assembly and Council, signatories of the Statute. Each Member or signatory may participate as a member in a maximum of two committees.

2. Committees shall only be as large as necessary to accomplish their limited tasks, as set forth in the terms of reference for each committee, and in no event shall exceed 10 members.

3. The Council shall take the geographic representation of the Agency into account when selecting committee membership.

4. Committee membership shall be for a term to last from the meeting of appointment through the end of the second Council meeting following appointment. It is anticipated that, to consider staggered membership in order to provide for continuity of membership, these rules will be reviewed prior to the expiration of the first membership terms.

5. Due to the need to allow for broad participation during the initial period, any Member of the Agency and signatory of the Statute may participate as an observer in any committee until the fifth meeting of the Assembly.

6. The committee chair may decide on additional participation for a committee meeting, only as necessary to allow for the participation of individuals who may have specific technical expertise required by the committee to perform its work.

C. Mandate and Governance

1. The Council shall continuously review the output of committees, assess their effectiveness and make appropriate recommendations regarding their mandates as events require.

2. The Council sets the terms of reference of the committees. Committees shall act only in accordance with these terms of reference, or on matters specifically requested by the Council.

3. In exceptional circumstances, where committees cannot reach consensus, the committee shall develop recommendations by reflecting minority and majority viewpoints, or another similar method to capture the recommendations of the committee membership.

D. Secretariat

1. The Director-General or designee may participate in committee meetings as an observer, including the presentation of written and oral statements.

2. While it is anticipated that committees will operate in a self-sufficient manner and require limited support, the Secretariat will provide necessary logistical and other support to the committee chairs to ensure efficient committee functions.

Terms of Reference

The initial terms of reference for each committee follows below. These terms of reference will be considered and revised as necessary at meetings of the Council.

Finance Committee (FC)

Review and provide advice to the Council on the annual budget proposed by the Secretariat, and, as necessary, any supplemental budgets;

Monitor expenditure of the budget during the course of the year and report to the Council no less frequent than at each of its meetings on financial matters including (1) reports from the Secretariat of unforeseen and extraordinary expenditures (Financial Regulation 3.6), (2) reports from the Secretariat on voluntary contributions (Financial Regulation 7.2);

Review and provide recommendations to the Council (for its consideration for referral to the Assembly) on any investment standards and plan proposed by the Secretariat (Financial Regulation 9.9);

Review requests from the Secretariat and make recommendations to the Council action on requests for transfers between appropriation programs (Financial Regulation 4.6);

Review and consider the reports of the internal and external auditors and report to the Council;

Review IRENA's audited financial statements for each year, and make recommendations to the Council regarding the Statements;

Provide advice to the Council on IRENA's financial regulations and procedures. Issues covered will include fiscal management, financial forecasts, modalities of contributions and procurement standards and implementation.

Providing advice requested by the Council on policy and strategy issues relating to finance and audit.

Governance and Legal Committee (GLC)

Provide advice to the Council at its request on the governance policies and procedures of the Agency. In its initial phase, the Governance and Legal Committee will continue the work of the Preparatory Commission as follows:

- Consider and recommend to the Council final rules of procedure for both the Assembly and the Council based on the provisional rules of procedure for both bodies adopted by the Assembly at its first meeting;
- Consider and recommend to the Council a final policy and structure for secondments, building from the prior work of the Preparatory Commission; and
- Develop and recommend to the Council an Ethics Policy and related policies and documents appropriate for a comprehensive ethics and conflict of interest policy for the Agency, and further recommend for approval necessary adjustments to the Staff Regulations, in particular references to the Code of Conduct.

Review and, in consultation with the Policy and Strategy Committee, make recommendations to the Council on agreements referred to in Articles X(F)(6) and XIV of the IRENA Statute;

Consider arrangements to facilitate the provision of stakeholder input into the governance processes of IRENA; and

Monitor the development of relations between the Agency and its host countries under the various host country agreements, authorize the Secretariat to enter into and amend host country agreements under delegated authority that may be granted by the Assembly, and advise the Council and Assembly on any waiver of immunity that may be requested by any host country.

Policy and Strategy Committee (PSC)

Review and provide recommendations to the Council on the annual draft work programmes and the proposed five-year strategic plan of the Agency, including aligning Secretariat size and functions to the strategic plan;

Develop, in coordination with the Secretariat, detailed and measurable performance metrics for all elements of the annual work programmes and strategic plan, as well as overall operations of IRENA;

Review and provide recommendations to the Council on the draft annual report and other reports that may be prepared by the Secretariat;

Provide advice to the Council, at its request, on the evolution of core policies and overall strategic planning of IRENA, in areas not explicitly GLC and FC;

Review and, in consultation with the Governance and Legal Committee, make recommendations to the Council on agreements referred to in Articles X(F)(6) and XIV of the IRENA Statute; and

In consultation with the FC the PSC review the programmatic aspects of IRENA's budget and provide recommendations on the allocation of financial resources against IRENA's programmes and sub-programmes.