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COUNCIL

Hundred and forty-ninth Session

Rome, 16-20 June 2014

Terms of Reference of the Independent Review of Governance Reforms

Extract from document CL 148/10, "Arrangements for an Independent Review of Governance Reforms", Annex 2, of the 148th Session of Council (2-6 December 2013)

I. Background

1. Action 2.74 of the Immediate Plan of Action for FAO Renewal (IPA), approved by FAO Conference in 2008, provides that *"the Conference will assess the workings of the governance reforms, including the role and functioning of the Regional Conferences, with an independent review as an input to this process."*
2. Reforms to FAO governance brought about by the IPA were considered to be of a long-term nature: the 2009 CoC-IEE Report to the Conference foresaw an analysis that would cover the period between 2010, when the reform became operational, until the review took place in time for the 2015 Conference. Consequently, FAO Management in November 2012 classified Action 2.74 among those scheduled to start after the reform programme had been completed at the end of 2013, because it related to a post-closure assessment of reform.
3. In April 2013, in compliance with Action 2.74 itself, the FAO Council requested the Secretariat to organize the envisaged Independent Review, that would contribute in 2015 to the Conference's own assessment and decision-making on any further adjustment deemed useful. The Council also called for *'specific modalities'* for the governance mechanism of the Independent Review, to be discussed at its December 2013 session.
4. During an informal meeting of the Independent Chairperson of the Council with the Chairpersons and Vice-Chairpersons of the Regional Groups (IMRG),¹ it was proposed that the Office of Evaluation (OED) be asked to support the Independent Review, with a group of FAO members providing guidance and facilitating consultation between the review team and Membership at large. These Terms of Reference propose in detail how the Independent Review will be carried out, including OED's responsibility in the process.

¹ Meeting convened on 3 April 2013.



II. Purpose

5. The Independent Review will be an input to the Conference for its own assessment of the workings of the governance reform through evidence-based analysis of progress accomplished and of areas or aspects where further improvement is necessary.

III. Scope and criteria

6. The Independent Review will analyse the whole set of decisions made and steps taken by FAO, both Secretariat, Governing Bodies (GBs)² and Membership, to implement the IPA actions and sub-actions aimed at reforming the corporate governance mechanisms. These will also include the amendments to the Basic Texts that were adopted by the Conference in 2009, as well as the modified organizational arrangements that were introduced during the process, such as for example, initiatives taken by the Council, the Regional Conferences, the Technical Committees, relevant Statutory Bodies or by the Secretariat in response to requests from the members; as well as any other related action that will emerge through the assessment. All will be collectively referred to as 'IPA-related governance reforms'.

7. The implementation of the IPA-related governance reforms will be assessed against the following criteria:

- i) Coverage: extent to which all envisaged actions and sub-actions have been implemented, and reasons for not doing so if it is the case;
- ii) Efficiency: overall efficiency gains through improved timeliness of action, rationalization of the governance mechanisms, clarity and simplification of communication flow, etc.; attention will also be given to the analysis of actual and transaction costs linked to the governance reform process and to its new set-up;
- iii) Effectiveness: overall immediate results of the IPA actions on the substantive governance of FAO, in terms of improved functioning of the GBs; this will include aspects related to guidance by the GBs to the Secretariat and feed-back flow from the Secretariat to the GBs;
- iv) Impact: insofar as possible, actual and potential lasting changes on FAO's performance at the corporate level that can be attributed to, or to which the implementation of the IPA-related governance reforms has contributed.

8. A preliminary set of issues and questions to be assessed is listed here below by criteria. This will be finalized throughout the preparatory phase of the Independent Review and fine-tuned by the team as appropriate.

Coverage

- a) Main achievements and enabling factors in the implementation of envisaged actions and sub-actions;
- b) Main hindering factors preventing full implementation of envisaged actions, if any;

Efficiency

- c) Extent to which the new cycle of Governing Bodies sessions enables more streamlined and timely governance;
- d) Extent to which the dual reporting lines of Technical Committees and Regional Conferences enable timely communication and decision making;
- e) Changes if any, in the cost-efficiency of the new governance mechanisms for Members;
- f) Time and cost-efficiency improvements, if any, in the Secretariat's servicing of the Governing Bodies;
- g) Efficiency of a number of initiatives foreseen by, or being implemented as a result of, the IPA, including oversight mechanisms;

² This includes: Technical Committees, Regional Conferences, other Committees of the Council, Council and Conference.

Effectiveness

- h) Extent to which the new cycle of Governing Bodies sessions enables better informed and more effective decision-making by the Governing Bodies;
- i) Extent to which the new cycle of Governing Bodies sessions, and in particular the priority setting process, enables more effective planning of and reporting on FAO's work;
- j) Extent to which the intended better demarcation of roles and agendas between Conference and Council is well understood and is leading to improved effectiveness of FAO governance;
- k) Extent to which the enhanced role of the Independent Chairperson of Council (ICC) contributes to improved effectiveness of FAO governance;
- l) Added value of the Multi-Year Plan of Work of each Governing Body;
- m) Effectiveness of a number of initiatives foreseen by, or being implemented as a result of, the IPA, including oversight mechanisms;

Impact

- n) Extent to which the new pattern of Council sessions is leading to tangible benefits in the work of the Organization;
- o) Extent to which the measures have led to greater inclusiveness and transparency in the governance of FAO at large;
- p) Extent to which Member Countries' participation and ownership of the governance mechanisms of FAO has changed and how.

IV. Approach and methodology**A. Approach and tools**

9. The Independent Review will be formative: information, data and evidence gathered will be used to draw conclusions against the agreed criteria, identify gaps and/or needs for remedial action and accordingly formulate recommendations. These will have to be actionable and realistic, addressed to responsible stakeholder/s and detailed in terms of time-frame.

10. The Review will make use of the following methods and tools, as appropriate:

- Mapping of all relevant IPA actions and sub-actions related to governance reform;
- Review of documents and reports, including reviews, audits and evaluations, by: the CoC-IEE; Governing Bodies; IPA Steering Committee, Senior Management, FAO Secretariat, Office of Evaluation,³ External Auditors, etc.;
- Semi-structured interviews with key informants and stakeholders, supported by check lists and/or interview protocols;
- Questionnaires to Members, through the Permanent Representatives Web site maintained by the FAO Conference, Council and Protocol Division;⁴
- Direct interaction with Member Nations, and observation of the decision making process, through participation in a sample of meetings of Governing Bodies, including Regional Conferences; etc.

11. Triangulation of evidence and information gathered will underpin the Review's validation and analysis and support its conclusions and recommendations.

B. Stakeholders and consultation process

12. The key stakeholders for the Independent Review are the following:

³ The role of the Regional Conferences and changes to it over time as a consequence of the IPA action was, and will be assessed in the context of the OED managed evaluations of FAO's regional and sub-regional offices that will be completed in early 2014.

⁴ This will include a questionnaire survey to the Permanent Representatives and the official representatives of Member States in the Governing Bodies session.

- FAO Governing Bodies, in their role of initiators and subjects of the governance reform process;
- FAO Member Nations, in their role of shareholders of the Organization;
- FAO Senior Management, in HQ and Decentralized Offices, who interact with the GBs in their various capacities and roles;
- FAO Conference, Council and Protocol Division, which assists and services FAO GBs.

13. The Independent Review will adopt a consultative approach and interact extensively with stakeholders at different points in time; this will include sharing of key deliverables in draft version for comments and suggestions.

14. Interviews with stakeholders and participation as observers in a selected sample of Governing Body sessions will be the main occasion for direct canvassing of views and opinions. The proposed arrangements for the governance of the Independent Review will provide the opportunity to validate preliminary findings, conclusions and recommendations with FAO membership, at different stages of the process.

15. The Review Team will attend Governing Body sessions selected as per the following criteria:

- Timing: earlier sessions in the year will be preferred;
- Diversity: in so far as possible, all categories of Governing Body session will be attended once;
- Avoid duplications: the Review team will not attend the Regional Conferences that OED is planning to attend in 2014, to present the final reports of the evaluations of FAO's Regional and Sub-regional Offices;
- Logistics and costs of participation, including language skills of the team members.

16. On the basis of the above, Box 1 below indicates the proposed sessions, in chronological order, to be attended by the Review team to observe the procedures and processes and interact directly with members.

Box 1. Sessions of the Governing Bodies to be attended by the Independent Review team

Governing Body	Dates
<i>Regional Conference for the Near East</i>	23-27 February 2014
<i>Regional Conference for Europe</i>	1-4 April 2014
<i>Programme Committee, Finance Committee and Joint Meeting of the Programme and Finance Committees</i>	26-30 May 2014
<i>Council</i>	16-20 June 2014
<i>Committee on Forestry</i>	23-27 June 2014

In addition, the Independent Review team will also hold a meeting during the Informal Regional Conference for North America that will take place in April 2014, through low cost arrangements.

Roles and responsibilities

17. The FAO Office of Evaluation will support the Independent Review; it will be responsible for finalizing the ToR and the team composition, taking into account suggestions received, and for drafting individual ToRs for the team members. In addition, OED will discharge administrative and logistics functions.

18. The Office will also contribute to the work of the Review team with briefing, guidance on substantive aspects of the review, background work to identify documents and reports, etc.

19. The Independent Chair of the Council, on behalf of the Council, will be the main Focal Point for the Independent Review team; regular meetings will be organized to keep the ICC informed of progress.

20. The Independent Review team will be responsible for conducting the assessment, applying the methodology as appropriate and for producing the final report. Team members will participate in meetings and Governing Body sessions, as established through their individual ToR, and will contribute written inputs for the final draft and final report. The team is fully responsible for its report which may not reflect the views of FAO. OED will be responsible for the Quality Assurance of the report.⁵

21. At the end of its first round of interviews in February 2014, the Independent Review team will fine-tune the questions and issues listed above and develop its own analytical tools. A short inception report will be discussed and agreed at the first IMRG set for 7 February 2014.

V. Team composition

22. The names and profiles of the selected team members will be communicated by the ICC at the 148th Session of Council (2-6 December 2013).

23. The members of the Review team will have had no previous direct involvement in the implementation of IPA-related governance reforms. All will sign the Declaration of Interest form of the FAO Office of Evaluation.

24. The team will comprise the best available mix of skills that are required to assess the FAO governance reform; as a whole, it will have expertise in all the following subject matters:

- Governance of UN organizations;
- Institutional reforms;
- Conduct of evaluations.

25. The team will comprise two members and be balanced in terms of geographical and gender representation to ensure diversity and complementarity of perspectives. OED will integrate the team with an evaluation officer and/or an evaluation analyst, as required.

VI. Timing

26. The Independent Review will be carried out in 2014; it will include participation in key Governing Bodies' meetings, as well as reporting to them at different points in time. Box 2 indicates the sessions of the Governing Bodies that will include the discussion of the Independent Review in their agendas. The total number of Informal meetings of the Independent Chairperson of the Council and the Chairs and Vice-Chairs of the Regional Groups, and their dates, will be decided during the first IMRG meeting in February 2014.

⁵ Quality assurance entails verifying that the final report meets the terms of reference and the quality standards in terms of clarity, robustness of analysis and internal validity of the evidence-base, conclusions and recommendations.

Box 2. Tentative Timetable of discussion of the Independent Review at Governing Bodies

Activity	Date/deadline
<i>Meetings of ICC with Chairpersons and Vice-Chairpersons of Regional Groups</i>	September-October 2013
<i>Review by the Committee on Constitutional and Legal Matters (CCLM)</i>	October 2013, CCLM 97
<i>Joint Meeting of Programme and Finance Committees on arrangements for Independent Review</i>	November 2013, JM FC 150/PC 114
<i>Council endorsement of arrangements for Independent Review</i>	December 2013, Council 148
<i>First Informal meeting of the Independent Chair of the Council and the Chairs and Vice-Chairs of the Regional Groups</i>	7 February 2014
<i>Activities of Independent Review Team</i>	February-June 2014
<i>Second Informal meeting of the Independent Chair of the Council and the Chairs and Vice-Chairs of the Regional Groups</i>	April-May 2014 (to be decided)
<i>Joint Meeting of Programme and Finance Committees and Council: discussion of preliminary findings</i>	May 2014, Joint Meeting; June 2014, Council 149
<i>Third Informal meeting of the Independent Chair of the Council and the Chairs and Vice-Chairs of the Regional Groups: discussion of draft report</i>	Mid-September 2014 (to be decided)
<i>Submission draft Independent review report</i>	30 September
<i>Joint Meeting of Programme and Finance Committees and Council: discussion of draft report</i>	November 2014, Joint Meeting; December 2014, Council 150
<i>Submission final Independent Review report to FAO</i>	16 December
<i>Presentation final Independent Review report</i>	March 2015, June 2015
<i>Discussion of Independent Review report</i>	March 2015, Joint Meeting April 2015, Council 151
<i>Assessment of governance reforms, including consideration of Independent Review Report</i>	June 2015, Conference 38