EITI
Extractive
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Initiative

TERMS OF REFERENCE FOR A REVIEW OF THE GOVERNANCE AND OVERSIGHT OF THE EITI

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Background

The EITI Board was established in 2006 and the Association of the EITI was established at its first Members' Meeting, in Doha in 2009. A governance review was undertaken in 2011 and another brief one in 2013.

The EITI has grown considerably in recent years, with 48 implementing countries –and many more interested, some 1150 persons serving on EITI national multi-stakeholder groups, and some 400 working full time on the EITI. This raises questions about whether the EITI governance arrangements continue to meet the needs of the association.

Purpose

A governance and oversight review is proposed to ensure that the EITI is appropriately governed and that the desired oversight is provided to the EITI International Secretariat and implementation as a whole.

The review should therefore assess and make recommendations on the following elements:

- Is the Members' Meeting providing meaningful oversight and ensuring proper accountability? How can the role of the EITI Members' Meetings in the overall governance of the EITI be improved?
- Is the current operation of the Board and its committees adequate to support implementation of the Standard? Should the Board meet more often, less frequently, for longer, shorter, take less or more decisions through circulars, and focus more or less on procedural, current implementation progress or longer term strategic issues? Could more be done to ensure improved participation in committee work by a larger group of Board members, their alternates or be strengthened by other EITI stakeholders? The consultant

should outline recommendations that will result in an improved participation in Board committee work, and better interaction among committees and between committees and the Board.

- Are the various stakeholders reasonably represented on the Board? With 48 implementing countries, is the implementing country Board representation appropriate? Are the constituency guidelines adequate and are the practices within each constituency appropriate, ensuring transparency and accountability? The consultant should include options to solve the problems deriving from the fact that an increasing number of countries belong to more than one constituency and recommendations to avoid conflicts of interest. Is the funding formula for voluntary contributions adequate or would it be advantageous with alternative arrangements, including fees?
- Are the Articles of Association and the current ToR for the Chair sufficient to assure oversight of the Secretariat as well as vis-à-vis the rest of the Board?
- Is there an adequate system for setting goals and evaluating performance of the Head of the International Secretariat? Is the Board providing effective oversight of the International Secretariat?
- Is the Board adequately supported by the International Secretariat? Does it wish to have greater resources devoted to its own decision-making?
- Is it adequate from an EITI governance perspective that significant support to EITI implementation is channelled through the World Bank and other agencies, outside the EITI's management? What governance issues are raised by this parallel, and sometimes integrated working model?
- Does the Board have sufficient oversight of governance arrangements across the EITI, including in national MSGs? What can be done to ensure compliance with the Code of Conduct?
- Are the roles and responsibilities of Board members, their alternates, and others engaged in and associated with the EITI clear and appropriately monitored? Are the arrangements for 'on-boarding' those new to the EITI sufficient to support them in their roles?
- It the number of Board committees adequate? Do they have the right scope and is the division of duties between the Board committees clear and optimal?
- From a governance perspective, is the capacity of the Secretariat and Board adequate? Consultant should take into account the assessment of the Scanteam Report and governance issues arising from the strategy review. The consultant should also consider the findings of the Board survey completed in February 2015.
- Are there any other risks to the 'brand or reputation of the EITI where governance needs to be improved or better communicated?
- The review could look at the visibility of supporting countries which is important for sustained support.

Scope of the assignment and methodology

The EITI Articles of Association, the International Secretariat's workplans, EITI Board circulars, reports from previous governance reviews and the EITI website are amongst the documents that should be reviewed. The consultant should provide an overview of recommendations from the

previous governance reviews and progress with implementing the recommendations. In addition to the document review, the consultant should interview stakeholders from each <u>constituency.</u>

1. **Report, timeline, communication**

A draft report containing an analysis followed by recommendations should be submitted by 15 July with a final report completed in time for the results to be discussed at the board meeting scheduled for October 2015.

The consultant will communicate with and report to the Board.

2. **Remuneration**

A maximum of USD 45000 is available for the assignment, not including possible travel to meet with the Secretariat. Communication with other stakeholders is to be conducted electronically or by telephone.

3. **Required profile of Consultant(s)**

The review requires an understanding of working with government, industry and civil society organisations in resource-rich countries. The consultant needs to be familiar with laws and policies, systems and accountability structure appropriate to an association such as EITI operating under Norwegian and other legal frameworks. Good verbal and written communication skills in English are required, other languages a strong plus. Excellent interpersonal skills are required.