



## Education Cannot Wait – High Level Steering Group

### Terms of Reference

11 April 2018 [Revised version incorporating changes agreed February 2017]

#### The Governing, Administrative and Advisory Bodies

The governing, administrative and advisory bodies of the Education Cannot Wait Fund (“the Fund”) are:

- The Education Cannot Wait High-Level Steering Group (HLSG)
- The Executive Committee (ExCom)
- The ECW Secretariat (Administrative body)
- Ad hoc Task Teams including those comprised of HLSG and/or ExCom members

#### Composition of the High-Level Steering Group

- The High Level Steering Group (HLSG) will consist of 18 principals (incl. the Chair) and the 17 voting members will be as follows:
- Donor Constituency Representatives: 5 bilateral donor ministerial representatives or agency heads (initially EU, United Kingdom, United States, Norway, Canada);
- Beneficiary Country Constituency Representatives: 2 senior ministers or current/former heads of state from crisis-affected countries (initially Minister of Education, Lebanon; Former President of Tanzania);
- Civil Society Constituency Representatives: 2 heads of civil society organizations (initially Save the Children and an additional member to be determined);
- Private Sector Constituency Representative: One CEO or senior leader of the private sector (Deutsche Postcode Lotterie, Novamedia );
- Private Foundation Constituency Representative: One head of a foundation (initially Dubai Cares);
- Individual Members *ex officio*:
  - 3 UN Agency Heads: UNICEF, UNESCO, UNHCR;
  - Chair of the Global Partnership for Education (GPE);
  - Head of the Inter-Agency Network for Education in Emergencies (INEE);
  - 1 Unaffiliated Individual Member, currently the UN Special Envoy for Global Education. If the Secretary-General no longer has this appointed role, another unaffiliated individual member can be nominated.
- The Head of the Secretariat (hereafter referred to as the “Director”) shall be an *ex officio* non-voting HLSG member. The Chair of the HLSG will be a nonvoting member.
- Constituencies are structured to be multiple seats per constituency. Therefore there are five ECW constituencies.

## **Appointment of Constituency Representatives to the High Level Steering Group**

The first constituency representatives will be appointed by the founding members of the HLSG for a period of two (2) years. Thereafter each constituency representative will be elected by his or her relevant constituency through a process developed by that constituency and will serve for a period of two (2) years, renewable once. Constituencies must use an open, transparent and consultative process for selection. Internal processes must be submitted to the Secretariat for reference and monitoring. Constituency representatives will represent their constituency and will be accountable to them. It is therefore the responsibility of the HLSG members to ensure appropriate designation and sufficient communication and consultation within their constituencies, building on existing constituency arrangements where appropriate.

A review of the HLSG membership will take place every two years.

It is understood that constituency representatives should possess skills relevant to the Fund; be of the level of ministerial, agency or organization head; and contribute to the gender and geographical representation of the HLSG.

### **Alternates**

The HLSG shall determine whether voting members of the HLSG can appoint alternates and, if so, the arrangements with regard to alternates.

### **Appointment of the Chair of the HLSG**

The first Chair of the HLSG will be the UN Special Envoy for Global Education, who will serve as chair for a period of two (2) years. Thereafter, the voting members of the HLSG will select a Chair of the HLSG from among their own voting members. The Chair is appointed to be a nonvoting, independent member that does not represent their organization, government, or entity but the Fund as a whole. The Chair's seat will be filled by another representative from their organization or constituency. The Chair shall be selected for a two-year period or such other term that the HLSG may determine. The Chair may be reselected for a single term.

### **Working modalities of the HLSG**

The HLSG shall meet twice per year, at least once in person during the Leaders' Week of the United Nations General Assembly (September). Virtual meetings via teleconferencing and email consultations will be held as necessary.

Each HLSG member will nominate a HLSG working-level focal point to support the HLSG member, receive communications from the Secretariat, advise the HLSG member in any decision-making process, and serve on the Executive Committee to fulfill its assigned functions, as expressed in its Terms of Reference. Each HLSG member will nominate an Executive Committee member from their organization or constituency, for approval by the HLSG.

## **Functions of the High Level Steering Group**

The HLSG shall:

- Approve policies relating to governance and the operating model;
- Determine the overall strategic direction of the Fund
- Approve the Fund's four-year strategy, including the specific strategies for the Acceleration Facility, First Response and Multi Year windows. In addition, approve the creation of any new windows to ECW's design as part of the strategy;
- Approve funding for Multi Year grants exceeding US\$20 million, or grants in which the Executive Committee chooses to escalate the decision;
- Approve an overarching results framework;
- Approve annual resource mobilization strategy for ECW;
- Provide political and resource mobilization advocacy for the Fund and Education in conflict affected countries overall;
- Approve a permanent hosting arrangement for ECW, by the end of the current strategic plan period (2021);
- Monitor annually the decision making and operations of other governance bodies to ensure they operate appropriately and within approved guidelines;
- Receive annual updates on the performance of the fund to deliver on its strategic plans;
- Receive annual updates on the use and distribution of fund resources;
- Receive annual updates on the overall performance of ECW's investments portfolio against its results framework and evaluations;
- Hear and make recommendation on any major issues relating to governance, fundraising, fraud, the use and management of ECW resources and the investment portfolio's performance, raised by the Executive Committee;
- Approve measures to be taken when major cases of fraud or misuse of funds occur;
- Approve appointments of Executive Committee Members, and the Director of the Secretariat;
- Approve strategic decisions on ECW policies to guide the work of the Executive Committee;
- Approve innovative financing strategy for ECW, including types of innovative financing mechanisms that will be pursued

The HLSG Members shall not be entitled to receive compensation for their services and will be expected to meet at their own costs of participating in Fund activities. Constituency representatives from Least Developed Countries will have their reasonable expenses for attendance at HLSG Meetings and for participating in other Fund activities paid or reimbursed from the Fund.

### **HLSG Working Methods and Decision-making**

The HLSG shall determine its own working methods.

A quorum shall be a majority of all voting HLSG Members (or their alternates).

The HLSG will use all reasonable efforts to make decisions by consensus. If no consensus can be reached, any decision of the HLSG shall require a two-thirds majority of members present and voting.

The HLSG may convene in person and may also act by means of teleconference, e-mail or other method of communication, subject to procedures determined by the HLSG from time to time. Non-objection votes can be conducted by the HLSG via electronic correspondence provided a minimum of one (1) week is provided for review. Given the need to respond quickly to new emergencies and crises, requests for HLSG decisions may be made through email and/or teleconferences and/or through no-objection.

No decision taken by the HLSG is binding on any member's Government or organization or individual constituents in a constituency representative's constituency. When discharging their duties, HLSG Members are not required to take decisions that conflict with the constitution, regulations, rules and policies of their Government or organization.

**ENDS**

ANNEX A:

**The Secretariat**

The functions of the Secretariat shall be as follows, together with such other functions as may be agreed from time to time by the HLSG and UNICEF.

- Prepare an Annual Workplan and Budget for review and approval by the HLSG;
- Provide advice with regard to the overall status of programme priority areas established by the HLSG;
- Publicize the Fund's willingness to receive funding proposals within the priority areas established by the HLSG and receive such proposals;
- Determine, with regard to each funding proposal received whether it is complete, and whether it meets the criteria established by the HLSG;
- Facilitate a review, drawing on relevant expertise, of the proposals, in order to assess the programmatic merits of the proposal; and the soundness of the financial management and control environment of the entity providing the proposal;
- Develop, with regard to each complete funding proposal that meets criteria established, a recommendation to the HLSG as to whether to approve such funding and provide such recommendation, together with the proposals, to the HLSG;
- Convey to the relevant officials of the Fund Custodian and Administrator, the HLSG's decisions on disbursements from the Fund and prepare and distribute to entities which

have successfully sought financial support from the Fund for implementation of programmes (“Grantees”);

- Administer Grant Confirmation Letters and Grantee Reports including receive and marshal reports by Grantees, as set out in standard Grant Confirmation Letters or alternative confirmation document as applicable; develop, with regard to each such report, a recommendation to the HLSG as to the adequacy of such report (including as to the progress of the programme in question and the expenditure of funds made available to the Grantee from the Fund); and provide that recommendation, together with the reports, to the HLSG;
- Prepare consolidated reports on progress against the overall programme and funding priorities established by the Fund Steering Committee and provide these to the Fund Steering Committee;
- Develop and support the HLSG to implement, a fundraising strategy to mobilize contributions to the Fund, for review and approval by the HLSG; develop and, under the leadership of the HLSG implement, a communications and advocacy strategy with regard to the Fund; establish and maintain up-to-date a public-access internet site (the “Fund Website”) at which all documentation related to the Fund will be publicly available;
- Establish a “hotline” function to receive allegations of misuse of funds made available by the Fund and convey those to the Chair of the HLSG promptly, and support the HLSG

The Director shall manage the Secretariat and shall report on the activities of the Secretariat to the HLSG as and when required by the HLSG, but at a minimum twice per year.

The Director and other officers shall have the authority and responsibilities granted from time to time by the HLSG upon agreement with UNICEF.

### **Hosting organization**

The hosting organization will serve as Funds Custodian and Administrator (“FCA”). Refer to UNICEF’s hosting statement document.