Patricia

Thanks for sharing the draft of the Framework document.

We have had a chance to review it within the ISPC and our collective comments are included (against my name) in the attachment.

I realise that not all of the points we agreed can be included in the FD, but I do think that in some places the intention could be made clearer by reverting to the wording we laboured over in the Science Working Group. Shortening some of the phrases (for understandable reasons) has led to inconsistencies and less clarity in roles and responsibilities.

The comments are meant to be constructive, to help the group as a whole move on to the next stage.

Kind regards

Maggie

PRELIMINARY DRAFT

**CGIAR SYSTEM
FRAMEWORK DOCUMENT**

Contents

[**Note:** A coversheet will state that the document is amended and restated
and replaces the former CGIAR Consortium Constitution.]

Introduction

1. The Consultative Group on International Agricultural Research was established as a global partnership in 1971. In December 2009, a new framework of overarching principles was agreed between the centers and the funders to give rise to a reformed CGIAR as set forth in the CGIAR Joint Declaration. In 2011, the CGIAR Consortium was established as an international organization pursuant to the agreement establishing the Consortium of International Agricultural Centers as an international organization ("International Organization Agreement"), and operated in accordance with the rules set forth in its constitution. In 2016, the Centers and Funders agreed to establish the CGIAR System Organization and to replace that constitution with this Framework Document, and henceforth for the CGIAR System to operate in accordance with this Framework Document.

2. The purpose of the CGIAR System is to foster a conducive international environment for agricultural research for development and increase CGIAR System relevance and effectiveness within the institutional architecture for international development including the Sustainable Development Goals.

Definitions

In this Framework Document, unless the context otherwise requires:

a. "Centers" means those independent research organizations that are recognized as CGIAR Research Centers. Currently, the following 15 research organizations are recognized as CGIAR Research Centers: AfricaRice, Bioversity International, Center for International Forestry Research (CIFOR), International Center for Agricultural Research in the Dry Areas (ICARDA), International Center for Tropical Agriculture (CIAT), International Crops Research Institute for the Semi-Arid Tropics (ICRISAT), International Food Policy Research Institute (IFPRI), International Institute of Tropical Agriculture (IITA), International Livestock Research Institute (ILRI), International Maize and Wheat Improvement Center (CIMMYT), International Potato Center (CIP), International Rice Research Institute (IRRI), International Water Management Institute (IWMI), World Agroforestry Centre (ICRAF) and WorldFish. The System Organization may consider criteria and procedures for agreeing upon changes to the list of recognized CGIAR Research Centers.

b. "Centers Standing Committee" means a committee of the Centers that will serve as a forum to ensure regular and effective operational coordination and as a channel for Center input into policies and processes of the System Organization.

c. "CGIAR Trust Fund" means the trust fund(s) established for contributions from Funders to provide funding for the activities of the System Organization and for the CGIAR research programs.

d. "CGIAR research programs" means the research programs and other activities carried out by the Centers and CGIAR System Partners in support of CGIAR Strategy and Results Frameworks.

e. "CGIAR Strategy and Results Framework" means a document setting forth the common goals, strategic objectives and results to be achieved by the CGIAR System.

f. "CGIAR System" means the Centers, the Funders, the System Organization, the advisory bodies as set forth in Article 3.2 and the CGIAR research programs carried out in support of CGIAR Strategy and Results Frameworks.

> **Commented [GPM1]:** I acknowledge that I am not a lawyer so may not understand the legal nuances but does this make them an entity distinct from Centers? There is no mention of platforms? I see a potential risk in referring specifically to the CRPs although I also recognize why this could also have merit

g. "CGIAR System Partners" means all organizations external to the CGIAR System that support the delivery of CGIAR Strategy and Results Frameworks. They include national agricultural research and extension systems, leading universities and advanced research institutes, policy bodies, global and regional fora, intergovernmental organizations, non-government organizations, private-sector companies, farmers/producers and consumers.

h. "Funders" means those entities that contribute funding to Centers or the CGIAR System Organization in support of CGIAR Strategy and Results Frameworks either through the CGIAR Trust Fund or through bilateral contributions.

i. "Independent Evaluation Arrangement" or "IEA" means the unit that is functionally independent from the System Office and any organization that hosts the unit with the responsibilities set forth in Article 14 in this Framework Document.

j. "Independent Science and Partnership Council" or "ISPC" means the advisory body appointed by the System Council and supported by the ISPC secretariat that is functionally independent from the System Office and any organization that hosts the secretariat, with the responsibilities set forth in Article 13 in this Framework Document.

> **Commented [GPM2]:** I am not sure that we can be termed 'functionally independent' as we report to the SC? A preferable definition is that we are 'independent from decision-making and implementation of research programmes'

k. "Internal Audit Unit" or "IAU" means the functionally independent unit within the System Office with the responsibilities set forth in Article 15 in this Framework Document.

l. "Partnership Forum" means a forum for Centers, Funders, the IEA, the ISPC, and CGIAR System Partners to discuss and exchange views about the CGIAR System and CGIAR Strategy and Results Frameworks with the responsibilities set forth in Article 11 in this Framework Document.

m. "System Council" means the highest decision-making body in the System Organization.

> **Commented [GPM3]:** Given that the SC is one of only 2 bodies in the System Organization should this not just be in the 'System'?

n. "System Office" means the administrative office that supports the System Organization and facilitates the work of the CGIAR System in fulfilling the mission and goals of CGIAR Strategy and Results Frameworks.

o.   "System Organization" means the governance and, administrative bodies set forth in Article 3.1 that have been created to oversee and facilitate the delivery of CGIAR Strategy and Results Frameworks.

> **Commented [GPM4]:** Why is this plural? There should only be 1 SRF at any point in time.

Article 1. Guiding Principles

The Guiding Principles of the CGIAR System are set forth in the annex to this Framework Document and are intended to guide the development of the policies, procedures and guidelines of the System Organization, the operation of the CGIAR System and the interpretation of this Framework Document.

Article 2. Structure of the CGIAR System

2.1   The CGIAR System is the world's leading partnership on research for development of sustainable agri-food systems in developing countries. Its vision is a world free of poverty, hunger and environmental degradation.

2.2   The purpose of the CGIAR System is to advance agri-food science and innovation to enable poor people, especially poor women, to increase agricultural productivity and resilience, share in economic growth, feed themselves and their families better, and conserve natural resources in the face of climate change and other threats. The Centers deliver innovative research outcomes within CGIAR Strategy and Results Frameworks based on resources provided by the Funders.

2.3   The **Centers** ensure effective conduct, delivery and impact of the CGIAR System's research for development when working with CGIAR System Partners within CGIAR Strategy and Results Frameworks.

> **Commented [GPM5]:** What does this mean? Should it not be effective design?

2.4   The **Funders** provide financial resources to finance CGIAR research programs.

2.5   The **System Organization** facilitates and oversees effective and efficient development and implementation of CGIAR Strategy and Results Frameworks.

2.6   The System Organization, Centers and Funders benefit from the advice of the **Centers Standing Committee**, the **Independent Audit Unit**, the **Independent Evaluation Arrangement**, and the **Independent Science and Partnership Council**.

Article 3. Governance and Organizational Structure

3.1   The governing and administrative bodies of the System Organization are:

a.   The System Council
b.   The System Office

3.2   The advisory bodies and units to the System Organization are:

    a.   Centers Standing Committee
    b.   Independent Evaluation Arrangement (IEA)
    c.   Independent Science and Partnership Council (ISPC)

Article 4. Composition of the System Council

4.1   The System Council shall consist of:

    a.   Up to **twenty voting members** as follows:

        i.   up to fifteen representatives of Funders; and
        ii.   five developing country representatives that are either Funders, countries hosting a Center, or countries with significant national agricultural systems.

    b.   **Three ex-officio non-voting members** as follows:

        i.   the Chair of the System Council;
        ii.   the Vice-Chair of the System Council; and
        iii.   the Executive Director of the System Office.

4.2   The following shall be active (non-voting) observers to the System Council:

    a.   **Two Center representatives** to be appointed by the Centers Standing Committee.

    b.   **One representative from the host country of the System Office.**

    c.   **One representative from each of the following entities,** provided that if any such entity is a voting member or an alternate of the System Council such entity may not also participate as an active observer in the System Council:

        i.   Food and Agriculture Organization of the United Nations;
        ii.   International Fund for Agricultural Development;
        iii.   International Bank for Reconstruction and Development;
        iv.   ISPC;
        v.   IEA;
        vi.   Global Forum on Agricultural Research; and
        vii.   the trustee of the CGIAR Trust Fund.

4.2   An alternate member may also attend System Council meetings and, if necessary, serve in the stead of their respective member under procedures determined by the System Council.

Commented [GPM6]: It might be worth emphasizing that active does not mean voting. Either here or in 4.3

Commented [GPM7]: What is the rationale for the order here? Would it not be better to stick with alphabetical?

Commented [GPM8]: Second 4.2

4.3   Active observers shall have the right to participate in discussions of the System Council and to propose agenda items and presentations for System Council deliberations in accordance with the rules of procedures of the System Council.

4.4   All System Council participants shall act in good faith in the interests of the System and shall act according to a policy on ethics and conflicts of interest that shall be approved by the System Council.

Article 5. Appointment of System Council voting members and alternates

5.1   Every three years each of the two categories of voting members set forth in Article 4.1.a shall determine its process for forming constituencies (which may be comprised of one or more members) and deposit that process with the System Office for public information. Each constituency shall select a member and alternate and shall inform the System Office for public information.

5.2   System Council voting members and their alternates shall serve as representatives of their respective governments, organizations, or constituencies. They shall serve on the System Council for three years or such other term that the System Council may decide. A constituency may reappoint its member or alternate to serve a further term.

5.3   A vacancy resulting from death, resignation or any other reason shall be filled in the same manner in which the original holder of the position was appointed or selected. Individuals selected or appointed to fill a vacant position shall hold such position for the unexpired term of their predecessor.

5.4   System Council members shall not be required to take decisions or actions that conflict with the governing instruments and official rules of the entities they represent.

Article 6. System Council Chair and Vice-Chair

6.1   System Council members shall elect a Chair and Vice-Chair. The Chair shall be from a constituency represented on the System Council. The Vice-Chair shall either be from a constituency represented on the System Council or be an external, independent person. The Chair and Vice-Chair shall be impartial and shall not vote in System Council decisions.

6.2   To provide for greater continuity, the Chair will be elected for a three-year term, and the Vice-Chair shall be elected for a two-year term, and the rules for appointment, renewal and vacancies will be as set forth in the rules of procedures. In cases where the Chair or Vice-Chair is selected from among the then-current System Council voting members or their alternates, the respective governments, organizations, constituencies or other entities represented by such person shall appoint a new System Council member or alternate, as the case may be, to fulfill the functions of the System Council member or alternate.

6.3   The System Council will approve terms of reference for the Chair and Vice Chair.

Article 7. Functions of the System Council

7.1   The System Council is the highest governing body of the System Organization.

7.2   The System Council shall exercise all powers required to carry out the purposes of the System Organization, including, without limitation:

    a.   promote the mission and activities of the System Organization;
    b.   appoint the Executive Director and conduct annual performance review;
    c.   initiate foresight exercises on ongoing trends and risks in science and in the field of agricultural research for development;
    d.   approve strategic priorities, taking into account ISPC's advice on prioritization, to guide development of CGIAR Strategy and Results Frameworks;
    e.   oversee the development of, and review and approve, CGIAR Strategy and Results Frameworks;
    f.   oversee the development of, and approve, system-wide policies, procedures and guidelines for the design and execution of CGIAR research programs;
    g.   approve and oversee a system-level and system-wide resource mobilization plan;
    h.   monitor provision of funding for the system and keep under review the financial status of the CGIAR Trust Fund based on reports from the Trustee;
    i.   approve and oversee mechanisms to stabilize flow of funds, including system-level innovative financing approaches;
    j.   approve CGIAR research programs and endorse the indicative funding for each CGIAR research program;
    k.   approve clear guidelines and criteria for prioritization and annual allocation of funds across CGIAR research programs based on strategy, priorities and performance;
    l.   approve an annual allocation of funds for CGIAR research programs based on the approved guidelines and criteria for prioritization and in accordance with the terms of the CGIAR Trust Fund;
    m.   oversee the implementation of the CGIAR research programs based on annual system-level programmatic and financial reports and independent evaluations, and keep under review the overall performance of the CGIAR System and compliance with system-wide policies, procedures and guidelines;
    n.   approve proposals and funding for shared services and platforms;

Commented [GPM9]: Again the plural when the singular would make more sense

Commented [GPM10]: There could be confusion between k and d – both talk about priorities

Commented [GPM11]: There won't be annual 'evaluations' so the wording here might need to be clearer

Commented [GPM12]: To me there are inconsistencies between performance of the overall System and the reference in f simply to the design and execution of the CRPs?

o.   agree with the Centers Standing Committee on areas on which the System Organization will develop system-wide policies, procedures and guidelines and research standards and approve such policies, procedures, guidelines and standards;

p.   adopt a system-level risk management framework and escalation procedures, and oversee its implementation;

q.   approve system-level communications and knowledge management strategies;

r.   approve a system-wide evaluation policy, including evaluations of CGIAR research programs and periodic external governance and management reviews of the Centers;

s.   commission periodic independent evaluations of the CGIAR System;

t.   approve rules of procedure for the System Council;

u.   approve consolidated annual work plan and administrative budget of System Organization and advisory bodies;

v.   approve the annual work plan and budget of the Trustee;

w.   appoint the Heads of the IEA and IAU, and the Chair of ISPC, and conduct annual performance reviews;

x.   approve the annual report and financial statements produced by the System Organization; and

y.   establish committees as necessary and appoint the members of such committees.

7.3   The System Council may delegate its powers as it deems appropriate, provided that the System Council may only delegate its approval, adoption and appointment powers to committees of the System Council. Powers delegated by the System Council shall, notwithstanding such delegation, be exercised under the authority and direction of the System Council. All powers not expressly delegated to any other body are reserved to the System Council.

Article 8. System Council operations

Meetings

8.1   The System Council shall meet as often as necessary, but not less than twice per year in ordinary session. The rules of procedure shall provide for the location and arrangements for the conduct of meetings, including the convening of extraordinary meetings.

8.2   System Council meetings may be held face-to-face, by video or audio-conference or any other electronic communication medium that allows System Council members to follow and contribute to discussions as they occur in real time.

8.3   The System Council may conduct business only when the following are present:

a.   a majority of its voting members, including not less than three of the voting members representing the developing countries;

Commented [GPM13]: This also has relevance for m above

Commented [GPM14]: This is new, which is fine, but a Council can hardly conduct annual performance reviews so not sure why this is here rather than simply in the Committee?

Also, at present the FC also approves/appoints the Council members – that isn't covered here even at the Committee level

Commented [GPM15]: Should this not be the System Office? Otherwise it is a circular argument given that the SC is part of the System Organization ?

Commented [GPM16]: This seems overly complex – could the English not be simplified?

Commented [GPM17]: Does this term legally cover virtual meetings better than 'in attendance'?

b.   voting members representing a majority of the contributions from Funders calculated in the manner approved by the System Council from time to time after consultation with the Funders; and

c.   the System Council Chair or Vice-Chair.

Decision-making during a meeting

8.4   The System Council shall use best efforts to make all decisions by consensus.

8.5   If all practical efforts by the System Council have not led to consensus, any voting member of the System Council seconded by another voting member of the System Council, or whomever of the Chair or Vice Chair is acting as the chair of the particular session, may call for a vote. In circumstances where a vote is taken, decisions require a double weighted majority comprised of:

a.   a [two-thirds][three-quarters] majority of those System Council voting members present; and

b.   voting members representing a [two-thirds] [three-quarters] majority of the contributions from Funders calculated in the manner approved by the System Council from time to time after consultations with the Funders.

8.6   All decisions of the System Council shall be recorded in a summary of the System Council meetings, approved by the System Council, and retained in the permanent records of the System Organization.

Decision-Making without a meeting

8.7   In the circumstances set forth in the rules of procedure the System Council may be requested to approve a decision by electronic means using a no objection procedure in lieu of a meeting. System Council members shall be provided with sufficient background materials and a proposed decision text in such requests. System Council members shall be provided with no less than fourteen (14) calendar days to state an objection. Should an objection be received from any System Council member and not retracted before the deadline for objections, the decision shall not be considered approved. A decision that is not approved can be revised and reissued for decision, or submitted to a meeting of the System Council, at the election of the Chair.

Article 9. System Council Committees

9.1   The permanent committees of the System Council shall consist of:

Commented [GPM18]: Is there a bit missing here? In response to?

a.   an **Audit Committee**, the purpose of which shall be to assist the System Council to fulfill its corporate governance and oversight responsibilities in relation to external financial reporting, internal control systems, risk management systems, and internal and external audit functions including oversight and remuneration of the external auditor and making recommendations to the System Council on the appointment of the external auditor and the head of the IAU;

b.   a **Finance Committee**, the purpose of which shall be to assist the System Council in its review and approval of the annual budget and financial reports, oversee the administration, collection, and disbursement of the financial resources, and advise the System Council with respect to significant financial decisions; and

c.   a **Strategic Impact and Evaluation Committee**, the purpose of which shall be to assist the System Council in its oversight of the strategic direction of the System Organization and ensuring optimal efficiency, effectiveness and impact of the CGIAR research programs through robust evaluation processes and making recommendations to the System Council on the appointment of the Chair of the ISPC and the head of the IEA.

> **Commented [GPM19]:** May need to add and Council members?

9.2   The System Council may establish additional committees of the System Council, and other ad-hoc working groups and task teams, as it deems appropriate to carry out the work of the System Council.

9.3   Committees and other ad-hoc working groups and task teams shall have such authorities as is delegated to each of them by the System Council and set forth in their terms of reference. The terms of reference for all committees, working groups and task teams shall include the process for appointment of committee members, including the appointment of qualified individuals other than voting members or their alternates, and attendance at meetings.

Article 10. System Office

Functions

10.1   The System Office, headed by the Executive Director, shall be responsible for the day-to-day operations of the System Organization.

10.2   Within its responsibilities for managing the day-to-day operations of the System Organization, the System Office shall undertake the following functions:

a.   service the System Council and organize and support meetings of the System Council;
b.   oversee implementation of System Council decisions;
c.   maintain strong communication with Centers, advisory bodies and CGIAR System Partners;

d. support Centers Standing Committee;
e. coordinate multi-stakeholder process for the development of CGIAR Strategy and Results Frameworks and prepare drafts throughout the process;
f. develop guidance on CGIAR research program proposal development, in consultation with research program leaders, ISPC and Centers Standing Committee, that reflects agreed criteria and priorities;
g. coordinate the submission of a portfolio of CGIAR research program proposals for review and approval by the System Council;
h. provide the System Council with indicative financial analysis of proposed research program budgets based on agreed criteria and priorities;
i. develop, in consultation with the ISPC and Centers Standing Committee, the performance management system for CGIAR research programs, including common reporting formats and periodicity of reporting;
j. prepare, in consultation with Centers, an annual system-level programmatic and financial report on CGIAR research programs and other activities, building on information provided by lead Centers and other Centers;
k. prepare an annual portfolio analysis of the CGIAR research programs;
l. monitor implementation of recommendations, endorsed by the System Council, arising from evaluations of CGIAR research programs and other activities;
m. facilitate access to research-based information and knowledge by key countries and multi-stakeholder platforms and to inform high-level policy debates and advocacy work;
n. develop, in consultation with the Centers Standing Committee, proposals and budgets for shared services and platforms, and facilitate the development of system-wide policies, procedures and guidelines;
o. develop and implement, in consultation with the Centers and CGIAR System Partners, communication and knowledge management strategies;
p. promote and manage system-level partnerships and external relations;
q. develop and facilitate implementation of a system-level and system-wide resource mobilization plan, in consultation with the Centers Standing Committee;
r. develop and maintain system-level relationships with Funders, including actively engaging with emerging and new donors;
s. develop proposals for and implement mechanism to stabilize flow of funds, including system-level innovative finance mechanisms;
t. develop, in collaboration with system advisory bodies, a consolidated annual work plan and administrative budget of the System Organization and advisory bodies;
u. develop, in consultation with Centers Standing Committee, proposals for clear guidelines and criteria for prioritization and allocation of funds across CGIAR research programs, based on strategy, priorities and performance;
v. provide an annual financial forecast to Centers and System Council and develop, in consultation with the lead Centers, a proposal for allocating funds to CGIAR research programs;
w. maintain a repository of information provided by the Centers on the Centers' financial systems and controls that are in place to ensure proper use of funds;

Commented [GPM20]: As discussed in Washington there is potential for conflict of interest here if the SO is providing analysis on resource allocation etc

Commented [GPM21]: Should there not be reference to ISPC here? From whom are we going to receive the proposals? Direct from the Centers or through the SO?

Commented [GPM22]: 'high-level policy debates' is open to multiple interpretations. The SO could provide information to inform high level policy debates on what to fund but informing national policies on food production etc should be the preserve of the scientists in the Centers/programs

Commented [GPM23]: Why does this come after m? They should at least be one after the other

Commented [GPM24]: We agree with the revised wording proposed by the IEA here

Commented [GPM25]: We seem to have criteria for prioritization in a number of places – I thought we agreed that these would follow from the work which the ISPC is 'leading and facilitating system-wide agreement on criteria' so should that not be mentioned here? Otherwise we are back where we are right now with multiple versions of criteria

Commented [GPM26]: This seems untidy in being separated from u which is about the criteria – could all the 'allocation' bits not be combined?

x.   develop, in consultation with the Centers Standing Committee, a proposal for a system-level risk management framework and escalation policies; and

y.   provide the Trustee the information needed for the Trustee to carry out its responsibilities, including transfer of funds for CGIAR research programs in accordance with instructions from lead Centers.

Executive Director

10.3   The Executive Director shall be appointed by the System Council, selected on the basis of merit, in a non-political, open and competitive manner. The Executive Director may be appointed to serve a term of four years, which can be renewed once by the System Council.

10.4   The Executive Director shall act in his or her capacity as chief executive officer of the System Organization. The Executive Director is responsible to the System Council for the day-to-day management of the System Organization, for the fulfillment of the System Office functions, and for the specific duties and responsibilities assigned to him or her by the System Council in accordance with the Executive Director's terms of reference.

10.5   The Executive Director shall select and manage the staff of the System Office under policies approved by the System Council.

Article 11. Partnership Forum

Purpose

11.1   The Partnership Forum is a forum for Centers, Funders, the IEA, the ISPC, and CGIAR System Partners to discuss and exchange views about the CGIAR System and CGIAR Strategy and Results Frameworks, including:

a.   proposed CGIAR Strategy and Results Frameworks;

b.   feedback to the System Council on the implementation of CGIAR Strategy and Results Frameworks;

c.   regional knowledge; and

d.   ongoing trends, signals and risks in the global context in science and in the field of agricultural research for development.

11.2   The Centers and Funders will meet in conjunction with the convening of each Partnership Forum, and taking into account those deliberations, may make recommendations to the System Council with a view to enhancing the overall effectiveness and efficiency of the CGIAR System, including in regard to:

a.   evolving CGIAR's strategic direction;

b.   strategic actions emerging from evaluations of the CGIAR System;

c.   funding of the CGIAR System;

> **Commented [GPM27]:** What does this mean?

    d.   amendments to this Framework Document; and

    e.   whether the System Organization is operating in accordance with this Framework Document

Meetings

11.3   The Partnership Forum shall be convened every three years and co-chaired by a representative of the Centers and a representative of the Funders.

11.4   The System Council shall approve a concept note and establish the dates for each Partnership Forum.

Article 12. Centers Standing Committee

Functions

12.1   The Centers Standing Committee shall have the following responsibilities:

    a.   serve as a forum to ensure regular and effective operational coordination and consultation among the Centers, and keep under review the collective organizational soundness of the Centers;

    b.   coordinate Center input and serve as a channel for consultation with the System Organization in developing CGIAR Strategy and Results Frameworks, a coherent portfolio of CGIAR research programs, and system-level and system-wide resource mobilization plans;

    c.   collate Center contributions to ==foresight and prioritization activities==, drawing on Center-conducted foresight activities, program studies, knowledge of new science and regional developments, and relevant input from Centers' corporate and strategic planning exercises;

    d.   support the development and agreement on ==criteria and indicators for science quality, relevance and performance==;

    e.   agree with the System Council on the areas in which the System Organization would develop system-wide policies, procedures and guidelines and research standards and review such policies, procedures, guidelines and standards as they are developed by the System Office, prior to submission to the System Council for approval;

    f.   contribute to the development of the performance management system for CGIAR research programs, including common reporting formats and periodicity of reporting;

    g.   review annual system-level programmatic and financial report on CGIAR research programs and other activities, prior to its submission to the System Council;

    h.   review annual portfolio analysis of the CGIAR research programs, prior to its submission to the System Council;

Commented [GPM28]: It seems strange to us that there is no mention of working with the ISPC on issues such as Foresight and prioritization, development of criteria etc. This has led readers who have not been directly involved in the discussions to feel that there is overlap between the roles of the different bodies

Commented [GPM29]: It would be good to be consistent in saying that the development and agreement will be 'system-wide'

Commented [GPM30]: It would really help to clarify each time who is doing the leading/submitting etc so e.g. here and in h it might be good to say 'submission by the System Office'

i.   support the development of proposals for clear guidelines and criteria for prioritization and allocation of funds across CGIAR research programs, based on strategy, priorities and performance;

j.   contribute to the development of a proposal for annual allocation of funds to CGIAR research programs;

k.   agree on the areas in which shared services and platforms are to be developed and review proposals on such services and platforms as they are developed by the System Office, prior to submission to the System Council for approval;

l.   provide input into the proposed agenda and documents prepared by the System Office for meetings of the System Council, prior to submission to the System Council;

m.   review recommendations to be submitted by the System Office to the System Council;

n.   review proposed changes in the rules of procedure of the System Council;

o.   raise any concern to the System Council that actions of the System Council or System Office are not consistent with this Framework Document; and

p.   perform such other functions with respect to the self-management of the Centers Standing Committee as agreed by the Centers.

Composition and Meetings of the Centers Standing Committee

12.2   The Centers shall determine the membership of and rules of procedure for the Centers Standing Committee, and provide that information to the System Office for public disclosure.

Article 13. Independent Science and Partnership Council

13.1   The ISPC, appointed by the System Council and led by an ISPC Chair, shall be an impartial group of experts to serve as the independent advisor to the System Council on science matters. In its role as science and partnership strategy advisor, the ISPC shall undertake the following:

a.   Provide expertise and feedback throughout development of CGIAR Strategy and Results Frameworks:
   i.   Undertake foresight activities;
   ii.   Lead and advise on prioritization of the portfolio of CGIAR research programs, based on insights from foresight exercises and impact assessment, among other sources;
   iii.   Commission studies on topics relevant to strategy development;
   iv.   Lead and facilitate system-wide agreement on criteria on science quality, relevance and performance; and
   v.   Assess system-wide science infrastructure and skills;

b.   Advise System Council on science quality and coherence across the portfolio, analyze gaps and elaborate upon CGIAR comparative advantage;

Commented [GPM31]: Again this lacks clarity – it would be good to have 'system-wide agreement on guidelines and criteria'

Commented [GPM32]: I would have thought that the CSC could be in the lead on this but it might be good to say who actually is

Commented [GPM33]: Should all active observers not be invited to contribute here? Certainly the ISPC would like to have the opportunity tor aise science issues

Commented [GPM34]: This could be very wide-ranging and will it not slow everything up? For example, do we submit our recommendations on the CRPs direct to the SC or through the SO – if the latter then ISPC submits to SO who submits to CSC before going to SC – seems rather circular? Also if the CSC disagree with the SO who overrides who?

Commented [GPM35]: Does this mean that ISPC and IEA don't have the same opportunity?

Commented [GPM36]: As above – should ISPC and IEA not have similar rights?

Commented [GPM37]: Presumably this means Center Boards so could it not say that?

Commented [GPM38]: Might be better to be specific since it is Council members who are appointed by the SC (not secretariat) and also mention this in the SC roles

Commented [GPM39]: Why introduce a new term? Can we not stick with independent and define it as suggested above i.e. independent of decision-making and implementation?

Commented [GPM40]: We also have partnership in our title so should say something about that? Science and partnership strategy advisor'?

Commented [GPM41]: It is not entirely clear to me who is in the lead on developing the SRF? In the Science WG 2 March draft we had Lead the process for SRF under ISPC column. I think we should lead the foresight etc but the SO should lead the writing

Commented [GPM42]: This particular task goes beyond the SRF – indeed precedes the SRF. Could it be first as a and then the SRF activities be b? Ideally we would like the components of d to be part of a as well

Commented [GPM43]: This needs to be qualified – perhaps Assess key system-wide infrastructure and skills relative to SRF priorities

c. Provide independent review of each CGIAR research program and platform proposals and recommend action to the System Council;

d. Provide assurance of science quality and relevance through:
    i. Independent review of science proposals;
    ii. Lessons learned from research program evaluations;
    iii. Convening and brokering science discussions with outside experts and science groups within the system;
    iv. System-level impact assessment and enhancing impact assessment capacity within the system; and
    v. Comment to System Council on annual research program performance;

e. Provide overview of strategies for effective partnerships along the research for development continuum;

f. Enhance linkages between ex-post and ex-ante impact assessments for foresight, quality control, and the benefit of IEA evaluations; and

g. Provide advice to the System Organization and Centers on internationally-accepted research standards.

13.2 The Chair of the ISPC shall be selected by the System Council on the basis of merit, in a non-political, open and competitive manner. The Chair reports directly to the System Council through the Strategic Impact and Evaluation Committee.

13.3 The membership of the ISPC and the roles and responsibilities of the ISPC secretariat and its hosting arrangements shall be approved by the System Council.

Article 14. Internal Evaluation Arrangement

14.1 The IEA shall be responsible for providing independent, external evaluations of all of the functions and structures of the CGIAR System, in particular, the CGIAR research programs, for the benefit of the System Organization, Centers, ISPC and research managers. In its role, the IEA shall undertake the following:

a. Propose a three-year evaluation work plan, including evaluations of CGIAR research programs, cross-system themes, System Organization, advisory bodies and Centers, culminating in an independent evaluation of the CGIAR System as a whole, for approval by the System Council;

b. Plan, design and implement evaluations in accordance with the work plan;

c. Provide learning and evidence from evaluations for the development of CGIAR Strategy and Results Frameworks;

d. Support ISPC's review of CGIAR research program proposals based on lessons learned from evaluations and propose accountability and learning frameworks to be included in such proposals;

e. Report on and advise the CGIAR System on lessons learned from evaluations;

f. Facilitate evaluation quality and effectiveness across the CGIAR System;

g. Establish and regularly convene a CGIAR evaluation community of practice; and

Commented [GPM44]: Since we now have initiatives which are not programs we maybe need to expand this though we could leave it vague since platforms may not endure?

Commented [GPM45]: This duplicates c? Can we nuance it by using the wording from the Science WG: Through the operation of independent review of research proposals

Commented [GPM46]: Can we stick with what we agreed in the Science WG which was Analysis of lessons learned from research program evaluations

Commented [GPM47]: In the Science WG we agreed on: As appropriate, provide commentary to SC on annual research program performance. Can we stick with that?

Commented [GPM48]: This is not quite true since there is a separate Selection and Nomination Committee – why not be consistent and say appointed by?

Commented [GPM49]: I think it would be better to have the Chair reporting to the SC with more detailed discussions on Work plan and budget etc being held with the SIEC – that is what currently happens and I haven't heard anyone suggest it should be otherwise

Commented [GPM50]: In 13.1 it says appointed rather than approved – it could be either but consistency would be good or have it only once

h.   Review implementation of evaluation recommendations in subsequent evaluations.

14.2   The head of the IEA shall be selected by the System Council on the basis of merit, in a non-political, open and competitive manner. The head of the IEA reports directly to the System Council through the Strategic Impact and Evaluation Committee.

14.3   The hosting arrangements for IEA shall be approved by the System Council.

Article 15. Internal Audit Unit

15.1   The IAU is an independent and objective assurance and advisory function designed to add value to the CGIAR System by improving its operations, particularly with respect to governance, risk management, and internal control. In its role, the IAU shall undertake the following:

a.   Ensure that the System Organization has an effective internal audit function in place;
b.   Prepare an annual plan for the internal audit of the System Organization to be approved by the System Council and implement the approved plan;
c.   [Perform [system-wide]audits [of CGIAR research programs] as requested by the System Council;]
d.   [Manage a joint investigation function and advise the System Council on ethical matters;]
e.   Foster a common approach to internal auditing throughout the System based on standards and guidance from the Institute of Internal Auditors;
f.   Prepare, in consultation with the Centers, high-level guidelines for the CGIAR System on effective internal audit, including development of an escalation policy;
g.   Provide and facilitate knowledge sharing;
h.   Upon request by a Center, provide guidance, technical assistance, back-stop advisory support or internal audit functions to the Center, including assistance in identifying specialists or firms, to carry out independent quality assurance of Centers' internal audit functions; and
i.   [Provide, if requested by the System Council, an audit of the [system-wide] risk management process.]

15.2   The head of the IAU shall be selected by the System Council on the basis of merit, in a non-political, open and competitive manner. The head of the IAU reports directly to the System Council through the Audit Committee.

Article 16. Trustee

There shall be a trustee for funds contributed to a CGIAR Trust Fund. Such trustee shall have the responsibilities agreed between the trustee and the System Organization and the Funders who contribute through a CGIAR Trust Fund, as applicable.

Article 17. Entry into force

This Framework Document shall enter into force upon the amendment to the Constitution of the Consortium of International Agricultural Research Centers in accordance with its terms, but no earlier than 1 July 2016.

Article 18. Amendment

18.1   This Framework Document may be amended by the System Council at a meeting in accordance with the provisions of Article 8 upon the recommendation of at least three-quarters of the Centers and Funders whose contributions in the immediately prior three year period represent not less than three-quarters of all contributions from Funders during that period..

18.2   Notwithstanding Article 18.1, the System Council may amend this Framework Document at a meeting in accordance with the provisions of Article 8 if such amendment is immaterial or inconsequential.

Article 19. Dissolution and Liquidation

19.1   The System Organization may be dissolved if the System Council determines that the System Organization is unable to continue its activities or the existence of the System Organization is not necessary.

19.2   The System Council shall consult the Centers and the Funders as well as the States that are parties to the Agreement establishing the System Organization as an International Organization prior to any decision to dissolve the System Organization.

19.3   The System Organization shall remain operative for such period as is necessary for the orderly cessation of the System Organization's activities and the disposition of its property. In the case of dissolution, the unencumbered funds of the System Organization, subject to the conditions attached to those funds, shall be distributed to organizations having purposes similar to those of the System Organization, as may be determined by the System Council.

Article 20. Transitional arrangement

20.1   Until such time as the agreement establishing the Consortium of International
         Agricultural Research Centers as an international organization ("International
         Organization Agreement") is amended to reflect the nomenclature used in this
         Framework Document and for the purposes of that International Organization
         Agreement:

         a.   all references in this Framework Document to:

                 i.   System Organization shall be construed as meaning the Consortium;
                 ii.   The System Council shall be construed as meaning the Consortium Board;
                       and
                 iii. The Centers shall be construed as meaning the Member Centers.

         b.   The official legal personality of the organization shall remain the CGIAR
                 Consortium.

ANNEX

Guiding Principles for the Governance of the CGIAR System

Preamble

1.   CGIAR is a global partnership first established as the Consultative Group on International Agricultural Research in 1971. It is the world's leading partnership for research for development of sustainable agri-food systems in developing countries. Its vision is a world free of poverty, hunger, malnutrition, and environmental degradation.

2.   The CGIAR System has unparalleled capacity to mobilize people, science, resources, and infrastructure in more than 60 countries to build capacity in, conduct and integrate breakthrough research with delivery to millions of farmers and other players in the agri-food system, including consumers. CGIAR's work is undertaken with the proactive engagement of CGIAR System Partners who are interested in collaborating with the CGIAR System to deliver on its research agenda, and/or benefit from the global knowledge, products, and technologies that the system generates.

3.   CGIAR regards the results of its collaborative research for development activities as global public goods, and is committed to their widespread diffusion and use in line with the International Treaty on Plant Genetic Resources for Food and Agriculture[1] and the CGIAR Principles on the Management of Intellectual Assets[2], thus delivering maximum possible access, scale and scope of impact, and sharing of benefits to advantage the poor, especially farmers in developing countries.[3]

4.   CGIAR undertakes its research within a Strategy and Results Framework. Designed at a whole of portfolio level, the Strategy and Results Framework provides a framework for CGIAR research program development, priority setting, and resource development and allocation for successive periods.

Guiding Principles of the CGIAR System

5.   **Governance of the System should enable the Centers and CGIAR System Partners to conduct high quality research for development.** The CGIAR System should support

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[1] The maintenance of genetic resources is at the very heart of CGIAR's work, such that CGIAR is committed to holding in trust these unique genetic resources for agriculturally significant species of central importance to advance and sustain productivity for the world's smallholders in the 21st century.

[2] The Principles on the Management of Intellectual Assets set out the Center and Funders' agreed basis for the use and management of Intellectual Assets produced or acquired by CGIAR from its research and development activities, and are incorporated into these principles by reference.

[3] CGIAR aims to make available key research-based information and knowledge to inform high-level policy debates and advocacy work in global fora, from the United Nations General Assembly and specialized multilateral channels, to key countries and multi-stakeholder platforms.

national development programs and their commitments to the Sustainable Development Goals in the agri-food sector. Effective governance should focus on strengthening and promoting an effective and efficient research-oriented partnership by creating the framework, incentives, and conditions through which high quality results and impacts can be achieved.

6.   **Governance practices across the CGIAR System should engender mutual respect and trust in the value of collaboration.** The Centers are recognized as having the experience and capability to ensure effective conduct, delivery and impact of the CGIAR System's research for development when working in close partnership with external (both national, regional and global) research and development partners, including the private sector. The CGIAR System's effectiveness depends on strong, dynamic, well managed and well-resourced Centers that can attract and retain the best global talent, conduct impactful research, convene and direct collaborative programs with leading institutions around the world, and build upon accumulated "local" knowledge to design programs of research that work in the globally decentralized CGIAR System. Centers and Funders should have adequate voice and influence in the governance of the System Organization.

7.   **Effectiveness, efficiency, transparency, and impact should be key performance criteria for the CGIAR System.** All CGIAR System entities should meet high standards of efficiency, effectiveness, transparency, and value for money. Impacts on the ground should be demonstrable and measureable. With a view to greater local coherence and alignment with national systems, the CGIAR System should strive for greater integration of its activities through joint planning and partnerships. Policies and procedures to plan, implement, and oversee the CGIAR System should be clear, unambiguous, functional, cost effective, and flexible in order to respond to changing circumstances. Policies and administrative structures should strive for simplicity in promoting the effective and efficient delivery of critical functions while avoiding overlaps and redundancies.

8.   **A foundational principle of the CGIAR System is collective responsibility and mutual commitment.** Centers and Funders have a collective responsibility for the performance and results of the CGIAR System. Sustained mutual commitment of both Centers and Funders is essential for fulfilling the mission and goals of the CGIAR System. Centers and Funders should live up to commitments they respectively make.

9.   **The CGIAR System requires effective leadership to support the achievement of its objectives and to mobilize financial support for the CGIAR System.** Effective leadership should promote a common vision and coordination of functions to avoid duplication or conflict, ensure clarity, internal complementarity and coherence, and communicate consistent messages with CGIAR System and external partners.

10.   **The CGIAR System entities should have clearly defined roles, responsibilities, accountabilities and oversight functions.** The new structure will manage potential conflicts of interest and be most effective if roles**,** responsibilities, accountabilities and oversight functions

are defined with sufficient precision to be unambiguously interpreted and fulfilled by actors across the CGIAR System. Responsibilities should be assigned to those entities that can most efficiently and effectively fulfill them. The CGIAR System entities should demonstrate accountability to its ultimate beneficiaries.

11.   **A fundamental principle of the CGIAR System is that the whole should be greater than the sum of the parts.** CGIAR-wide programs, such as CGIAR research programs and platforms, are especially important mechanisms to achieve this principle, as is the multi-stakeholder nature of system governance. Centers should continue to identify opportunities to collaborate in complementary ways that maximize impact.

12.   **The principle of subsidiarity should guide policies and implementation, and overreach must be avoided.** The Centers should be responsible for system functions that can be more efficiently and effectively executed by them and by CGIAR research programs and for the use of funds provided to them. Center Boards have legal, governance and fiduciary responsibilities of their own, and these must be fully recognized and respected. While it is expected that cross-cutting and system-wide policies, procedures and guidelines can facilitate collaboration and an effective and efficient CGIAR System, the System Council decisions should allow Centers and their Boards flexibility to adapt policies, procedures and guidelines appropriate to the needs and conditions of individual Centers while achieving the goals and expected results of such cross-cutting and system-wide guidance. The principle of subsidiarity should also be respected by Centers as they cooperate with CGIAR System Partners.

13.   **The CGIAR System should have a strong, visible system profile based on streamlined, system-level monitoring, and impact assessment, and evaluation of programs and performance in relation to the SRF and CRPs.** A robust performance monitoring system needs to be in place, which includes consolidated reporting at the system-level. There should be no redundancy in program and financial reviews and reports. Maximum use should be made of reviews conducted by CGIAR research programs and the Centers so that maximum staff time and resources can be focused on the core business of research for development. The CGIAR System will make use of independent evaluation of its programs and institutions to assess the relevance, quality, development efficiency, effectiveness, impact and sustainability.

14.   **Corrective action, when required, should be targeted.** All entities funded by the CGIAR System should be accountable for the proper use of funds provided to them and for compliance with CGIAR System policies, procedures and guidelines applicable to them. Reporting back on compliance monitoring to the System Organization should be through regular reporting and independent system reviews and in accordance with other agreements between the System Organization and the Centers. When deficiencies or malfeasance are identified, corrective/disciplinary action should be directed at the concerned entity. Lessons learned should, however, be employed by appropriate entities to strengthen controls and other mechanisms across the system.

15. **Legitimacy of action requires input from a broad range of stakeholders.** System Organization governance and management structures, including at CGIAR research program level, should facilitate adequate and meaningful participation and voice of CGIAR System Partners, especially with national agri-food knowledge and innovation systems.

16. **Stable and predictable funding contributes to maximizing impact and results. Recognizing that it has not always been possible to ensure predictable funding, the CGIAR System will need to be sufficiently flexible and adaptable to respond to changing circumstances.** Research for development is by nature a long-term process, and the CGIAR System requires sufficient and predictable resources to sustain research and to cover essential Center costs over time, delivered through, to the extent possible, multi-year donor commitments and innovative finance mechanisms. Centers need to have reasonable assurance of a predictable pipeline of cash inflows to optimally plan, form reliable partnerships, and implement strategic long-term research. Discontinuities caused by abrupt funding cuts force costly adjustments, undermine research, devalue the CGIAR brand, and create uncertainties that make it increasingly difficult to attract and retain the world's best scientists. Funding mechanisms and policies that can enhance adaptability or flexibility of the CGIAR System to changing resource streams and volumes should be established to provide greater certainty of support over the short- and medium-term. Centers should have at a minimum accurate and reliable information on annual funding at the beginning of the annual cycle. The System Council must develop and execute a robust Resource Mobilization Plan that fully takes into account the significant resource mobilization capability, infrastructure and incentives distributed across the CGIAR System and seeks to promote synergies, not competition, in fund raising throughout the CGIAR System. To the extent possible, funding mechanisms should be simplified and perverse incentives eliminated.