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For approval <u>Issued</u>: 19 September 2019

Consent Agenda: SMB Rules of Procedure amendment

<u>Purpose</u>: This document presents, for System Management Board approval, a proposed amendment to the System Management Board Rules of Procedure to remove a discrepancy between these and both the Charter of the CGIAR System Organization and the General Assembly Rules of Procedure.

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Amendment to Rules proposed and Rationale

Discrepancy in provisions on compensation/honorarium of SMB members.

Article. 5.1 (f) of the Charter of the CGIAR System Organization provides that <u>Centers:</u>

"approve the compensation of the members of the System Management Board".

The Rules of Procedure of the General Assembly of the Centers (para. D8) further provide that:

"(i) Review [i.e. of SMB members' compensation] to be done no more often than every 3 years at the annual meeting (next review due 2019); (ii) Changes to be made only if current compensation amounts are deemed to be materially over/under comparator norm and budget is available; (iii) Optimally, comparator information to be gathered regarding compensation structures in place for any other System governing body as well as any other comparator deemed relevant to allow proper analysis."

However, at the same time, Article 14.2 of the Rules of Procedure of the SMB provides that the <u>SMB</u>:

"shall adopt and periodically review regulations governing ... any honorarium arrangement for members of the Board or of its subsidiary bodies."

Overriding authority

The Rules of Procedure of the SMB provide, in Article 14.5, that:

"in the event of any conflict between any provision of these rules of procedure and any provisions of the Charter, the provisions of the Charter shall prevail."

To remove the discrepancy and to ensure clarity, on the recommendation of the General Assembly, the SMB is requested to approve the following amendment to its Rules of Procedure:

The System Management Board amends its Rules of Procedure as set out in the line-marked paragraph below:

14.2. Travel<mark>, and</mark> expenses <mark>and honoraria</mark>

The Board shall adopt and periodically review regulations governing the mode of travel, and the reimbursement of costs incurred in connection with <mark>Board members' attendance at meetings of the Board and its subsidiary bodies, as well as any honorarium arrangement for members of the Board or of its subsidiary bodies. Such regulations and arrangements shall be circulated to Centers and shall be annexed to these rules of procedure.</mark>