|  |
| --- |
| GEF/C.62/09/Rev.01  June 20, 2022 |

62nd GEF Council Meeting

June 21 –23, 2022

Washington D.C.

**Report of the Ad-Hoc Working Group on Governance**

**\*This document is provided in a word format so that the track changes and comments can be easily seen.**

**Recommended Council Decision**

The Council, having considered Document GEF/C.62/09/Rev.01, *Report of the Group on Governance*, decides:

1) To extend the co-chairing arrangement pilot until the 65th Council meeting and to elect a new Co-Chairperson for the duration of one year from among the non-recipient country representatives in the Council at the 63rd Council meeting;

2) To consider the proposed amendments to the Rules of Procedures for the GEF Council and to the Instrument for the Establishment of the restructured GEF contained in the Annex of GEF/C.62/09 and to request the Secretariat to commence consultations with the Implementing Agencies and the Trustee with a view to the GEF Council at its 63rd meeting:

a) taking a decision on the amendments of its Rules of Procedure;

b) taking a decision on recommending the amendments to the Instrument to the Assembly in accordance with paragraph 34 of the Instrument;

3) To request the GEF Secretariat to prepare, in consultation with the current and the previous elected co-Chairperson, a manual containing critical information for the elected co-Chairperson on the expectations and responsibilities attached with the role of the elected co-Chairperson to facilitate the handover from one co-Chairperson to the next.

# Background and introduction

1. At its 54th meeting, the Council established an ad-hoc Working Group to follow up on the findings of the Sixth Comprehensive Evaluation of the GEF (OPS6) with regard to the governance of the GEF Partnership and to make recommendations for consideration by Council to further improve efficiency, accountability and transparency.
2. The Working Group was tasked with reviewing the governance aspects of the following main matters and make recommendations:
   1. Efficiency of decision making
   2. Accountability
   3. Transparency in programming decisions, review criteria and selection of agencies and of projects.
   4. Respective roles and functions of and interaction between the GEF Assembly, GEF Council, GEF Secretariat, GEF Agencies.
3. The Working Group held meetings including consultations with a range of GEF stakeholders and reported orally to the Council at its 55th meeting. The Council extended the mandate of the Working Group until the end of 2020.
4. The Working Group reported back to the Council at its 59th meeting in December 2020 and presented its findings and recommendations. The Council considered the report and endorsed the recommendations of the Working Group.
5. As part of its recommendations the Group proposed to the Council to pilot the revised co-chairing arrangement for one year and to assess the pilot experience and consider options for the future at its 61st meeting. At the time the Group listed a number of options including amending paragraph 18 of the GEF Governing Instrument to allow for longer terms for the elected co-Chairperson. Options could also include amending paragraph 24 of the GEF Rules of Procedure to acknowledge the elected co-Chairperson having stronger involvement in the preparation of the Council Meeting agenda.
6. The co-chairing arrangement was piloted starting at the 60th meeting of the Council and ending at the 61st meeting. At the 60th meeting Ms. Mette Møglestue, Council Member for Denmark, Norway, Latvia and Lithuania was appointed as elected co-Chair for the year 2021 in a decision by mail adopted by Decision 3/2021. The Council decided to continue the pilot and appointed Ambassador Aliioiga Feturi of Samoa for the Calendar Year 2022 in Decision 37/2021.

# Assessment of the pilot and recommendations

1. The work of the Ad-Hoc Working Group was delayed due to the COVID-19 pandemic and the fact that multiple members of the Working Group have left the Council due to rotations within their Constituencies.
2. In the last week of May 2022, the Group held two separate interviews: an interview with the CEO of the GEF and a joint interview with Ms. Mette Møglestue, co-Chair of the Council for the period of the pilot and her adviser Ms Lauren Céline Naville Gisnås.
3. According to the interviews, both considered the pilot co-chairing arrangement a success. They considered the arrangement beneficial for the meetings of the Council. According to both it allowed for more informed and enriched chairing and as a consequence deliberations of the Council. They also considered that it allowed for a better distribution of the workload among the CEO and the elected co-Chair.
4. They noted that to discharge the elected co-Chair role, substantive engagement and regular exchanges between the two Chairs and the Secretairat were essential throughout the year. However, they concurred that the workload was highest at the Council meetings themselves and the days leading up to them.
5. In two virtual meetings, the Group discussed the experience of its members with the pilot, evaluated the interviews and, based on this, concluded that the pilot of the co-Chair arrangement has proven to be useful and could serve to mitigate possible governance challenges related to the double role of the GEF CEO.
6. Based on the positive assessment of the pilot, the Group recommends to make the co-chairing arrangement a permanent feature of the governance of the GEF. Accordingly, the Group advises that the Council recommends to the 7th Assembly of the GEF to update paragraph 18 of the Instrument for the Establishment of the Restructured GEF (see Annex II) and further recommends to update the corresponding paragraphs of the Rules of Procedures (see Annex I).

# Other proposed updates

1. As part of its work the Group also screened the current version of the Rules of Procedures of the GEF Council and the Instrument for the Establishment of the Restructured GEF and suggests **some additional technical updates to the Instrument** in line with international developments and Council decisions in the past years:
   1. The UN Commission on Sustainable Development no longer exists. Therefore, the Group suggests to remove the references to it across the Instrument.
   2. Instead of the Agenda 21, the Group suggests to anchor the 2030 Agenda on Sustainable Development in paragraph 3 of the Instrument.
   3. The Group further suggests to shorten paragraph 29 to make it less prescriptive and reflect past Council Decisions on the GEF Agencies.
   4. The group proposes to create a new self-standing paragraph 22 in the Instrument on the Independent Evaluation Office in line with past decisions of the Council underlining the independence of the Independent Evaluation Office.
   5. The Group also suggests to align the frequency of Assemblies mentioned in paragraph 13 of the Instrument with the frequency of the replenishment cycle, in accordance with current practice.
2. The Group also recommends to **revise some additional terms and practices described in the Rules of Procedures** to bring them in line with current Council decisions and practice. In this spirit, the Group recommends to:
   1. align the timing of the GEF Council Meetings in the Rules of Procedure with current practices;
   2. update the definition of the Instrument and of the Independent Evaluation Office;
   3. align the section on the appointment / reappointment of the Member / Alternate by a constituency with the current practice;
   4. align the section on the record of the meeting with current practices;
   5. update paragraph 17 reflecting the current practice on presence of the Executive Secretaries of the Conventions, for which the GEF serves as a Financial Mechanism, during GEF Council Meetings; and
   6. add a paragraph ensuring the circulation of policy documents for written comments prior to tabling them to Council for a decision in accordance with past recommendations of the Ad-Hoc Working Group on Governance, which were endorsed by the GEF Council by Decision 22/2020.
3. The draft amended Rules of Procedures of the GEF Council and the draft amended Instrument for the Establishment of the Restructured GEF are contained in Annex I and Annex II of this document. The Members of the GEF Council are asked to consider Annex I and Annex II and to request the Secretariat to commence consultations with the Implementing Agencies and the Trustee with a view to the GEF Council at the 63rd meeting:
   1. Taking a decision on the amendments of its Rules of Procedures;
   2. taking a decision on recommending the amendments to the Instrument to the Assembly in accordance with paragraph 34 of the Instrument.

**ANNEX I: UPDATED RULES OF PROCEDURES FOR THE GEF COUNCIL**



Rules of Procedure

for the GEF Council

reprinted in July 2009.

CONTENTS

INTRODUCTION 5

1. SCOPE 6
2. DEFINITIONS 6
3. COUNCIL 7

[Members and Alternates 7](#_TOC_250013)

[Appointment/reappointment of Member/Alternate by a constituency 8](#_TOC_250012)

[Constituencies 9](#_TOC_250011)

[Change in constituency grouping 10](#_TOC_250010)

1. MEETINGS 10

[Frequency 10](#_TOC_250009)

[Attendance 11](#_TOC_250008)

[Executive sessions 11](#_TOC_250007)

[Quorum 11](#_TOC_250006)

1. AGENDA FOR MEETINGS 12
2. TRANSMITTAL OF DOCUMENTS 12
3. ELECTED CHAIRPERSON 12
4. CHIEF EXECUTIVE OFFICER/CHAIRPERSON OF THE FACILITY (CEO) 13
5. SECRETARY OF THE COUNCIL MEETINGS 13
6. LANGUAGES 13
7. CONDUCT OF BUSINESS 14

[Chair of deliberations 14](#_TOC_250005)

[Interventions 15](#_TOC_250004)

[Closure of list of speakers 15](#_TOC_250003)

1. DECISIONS OF THE COUNCIL 16

[Method of voting 16](#_TOC_250002)

[Conduct of voting 17](#_TOC_250001)

[Decisions without meeting 17](#_TOC_250000)

1. RECORD OF THE MEETING 18
2. AMENDMENTS TO THE RULES 18
3. OVERRIDING AUTHORITY OF THE INSTRUMENT 18

INTRODUCTION

These rules provide the procedures that will be applied by the Council of the Restructured Global Environment Facility (GEF) in the conduct of its business. The rules were adopted by the Council at its meeting on November 3, 1994. Amendments to the rules were adopted by the Council at its meeting on May 5, 1999,1 November 2000,2 and by mail in November 2006.3 These rules comple- ment the ones contained in the Instrument for the Establishment of the Restructured Global Environment Facility, accepted by representatives of the States participating in the GEF at their meeting in Geneva, Switzerland, from March 14 to 16, 1994, and subsequently adopted by the Implementing Agencies. The rules that are drawn from the Instrument are presented in this text in boxes with a reference to the appropriate paragraph of the Instrument. It should be noted that the text cited in the boxes is not necessarily the complete text of the referenced paragraph.

1. The amendments encompass newly added paragraphs 5 to 11 and 13 and 14.
2. The amendment revised paragraph 45.
3. The amendment revised paragraphs 2 (r) and 19.
   1. SCOPE
4. These rules of procedure shall apply to the conduct of business of the Council of the restructured Global Environment Facility.
   1. DEFINITIONS
5. For the purposes of these rules:
   1. “Instrument” means the Instrument for the Establishment of the Restructured Global Environment Facility, accepted by representatives of the States participating in the GEF at their meeting in Geneva, Switzerland, from March 14 to 16, 1994, and as subsequently amended and adopted by the Implementing Agencies..
   2. “GEF” means the restructured Global Environment Facility established in accordance with, and for the purposes set forth in, the Instrument.
   3. “Council” means the Council of the GEF established in accordance with paragraphs 11 and 15 to 20 of the Instrument.
   4. Co-Chairperson” means the Co-Chairperson elected by the Council from within its Members in accordance with paragraph 18 of the Instrument.
   5. “CEO” means the Chief Executive Officer/Chairperson of the Facility appointed by the Council in accordance with paragraph 21 of the Instrument.
   6. “Chair” means the Co-Chairperson and/or the CEO, as the case may be, who is responsible for conducting the deliberations of the Council meeting in accordance with paragraph 18 of the Instrument.
   7. “Trustee” means the International Bank for Reconstruction and Development (IBRD or World Bank) acting as Trustee of the GEF Trust Fund in accordance with paragraph 8 of the Instrument.
   8. “Implementing Agencies” means the United Nations Development Programme (UNDP), the United Nations Environment Programme (UNEP), and the World Bank in accordance with paragraph 23 of the Instrument.
   9. “Secretariat” means the Secretariat of the GEF established in accordance with paragraph 21 of the Instrument.
   10. “Participants” means States that have become Participants in the GEF in accordance with paragraph 7 of the Instrument.
   11. “GEF Trust Fund” means the trust fund established in accordance with paragraph 8 of the Instrument.
   12. “GET” means the Global Environment Trust Fund established for the GEF pilot program by Resolution No. 91-5 of the Executive Directors of the World Bank.
   13. “STAP” means the Scientific and Technical Advisory Panel established by UNEP in accordance with paragraph 25 of the Instrument.
   14. “Attend” means that a representative shall be permitted to be present in the Council meeting room and, at the invitation of the Chair, may address the Council.
   15. “Observe” means that a representative shall be permitted to observe the Council pro- ceedings from a viewing room. At the invitation of the Chair, an observer may address the Council.
   16. “Meeting” means any regular or special meeting of the Council.
   17. “Session” means a period of a meeting.
   18. “Independent Evaluation Office” means the Independent Evaluation Office of the GEF.
   19. COUNCIL

# Members and Alternates

*Paragraph 16 of the Instrument provides:*

The Council shall consist of 32 Members, representing constituency groupings formulated and distributed taking into account the need for balanced and equitable representation of all Participants and giving due weight to the funding efforts of all donors. There shall be 16 Members from developing countries, 14 Members from developed countries, and 2 Members from the coun- tries of central and eastern Europe and the former Soviet Union, in accordance with Annex E. There shall be an equal number of Alternate Members. The Member and Alternate representing a constituency shall be appointed by the Participants in each constituency. Unless the constituency decides otherwise, each Member of the Council and each Alternate shall serve for three years or until a new Member is appointed by the constituency, whichever comes first. A Member or Alternate may be reappointed by the constituency. Members and Alternates shall serve without compensation. The Alternate Member shall have full power to act for the absent Member.

1. In the event that both a Member and his/her Alternate are unable to attend a Council meeting, the Member may designate a temporary Alternate to act for him/her.
2. Except as may be expressly provided otherwise in these rules, any reference in these rules to a Member shall be deemed to include his/her Alternate or temporary Alternate when such Alternate acts for such Member.

# Appointment/reappointment of Member/Alternate by a constituency

1. The focal point of any Participant in the Constituency may communicate in writing to the Secretary of the Council the name and relevant contact details of a newly appointed/reappointed Member/Alternate for the Constituency. The Secretary to the Council shall acknowledge this communication. Such acknowledgment shall be copied to all Participants in the Constituency as well as to the Council Members and Alternates.
2. When informing the Secretary of the Council of the appointment/reappointment of a Member/Alternate, the informing Focal Point shall explicitly confirm that such appointment is being made with the agreement of the constituency after consultation with all Participants in the constituency..
3. If a consensus agreement cannot be reached in a timely manner, Council Members/Alternates shall continue in office until their successors are appointed. The Conflict Resolution Commissioner shall assist the Constituency to reach an agreed solution through good offices.
4. Unless otherwise decided by the Participants in a constituency, the principles of decision- making by the Council provided for in paragraph 25 of the Instrument for the Restructured Global Environment Facility shall apply *mutatis mutandis* to the constituency’s appointment of the Member/Alternate.

.

# Constituencies

*Annex E, paragraph 1, of the Instrument provides:*

GEF Participants shall be grouped in 32 constituencies, with 18 constituencies composed of recipient countries (referred to as “recipient constituencies”) and 14 constituencies composed principally of non-recipient countries (referred to as “non-recipient constituencies”).

*Annex E, paragraph 6, of the Instrument provides:*

The grouping of constituencies as communicated to the Secretariat, including any adjustments pursuant to paragraph 8 of this Annex, shall be subject to confirmation by the Council after the effective date of the establishment of the GEF Trust Fund, taking into account the instruments deposited in accordance with Annex A to the Instrument.

*Annex E, paragraph 8, of the Instrument provides:*

Any State that becomes a Participant in accordance with paragraph 7 of the Instrument after the formation of constituencies pursuant to paragraphs 3 to 6 above shall, after consultation with the Participants in the constituency concerned, notify the Secretariat as regards the constituency in which it wishes to be grouped and shall be grouped in that constituency subject to agreement by the Participants in that constituency and subsequent confirmation by the Council at its next meeting.

1. At its first meeting after the effective date of the establishment of the GEF Trust Fund, the grouping of constituencies shall be subject to confirmation by the Council. At any meeting subsequent to notification to the Secretariat by a Member that a Participant has joined the Member’s constituency, that notification shall be subject to confirmation by the Council.

# Change in constituency grouping

1. If, in accordance with the provisions of Annex E of the Instrument, a Participant cannot identify a constituency within which to be grouped, it may request the CEO to assist it in identifying an appropriate constituency grouping. The CEO shall undertake consultations with the Council Member concerned, who shall in turn consult with the Participants in his/her constituency. The CEO shall inform the Council if he/she is unable to identify a constituency grouping for the Participant.
2. If a Participant wishes to change the constituency in which it is grouped, the procedures provided for in paragraph 8 of Annex E of the Instrument shall apply. That is, after consul- tation with the Participants in the constituency in which it wishes to be grouped, the Participant shall notify the Secretariat of its interest in changing its constituency grouping. The Participant shall be grouped in the new constituency subject to agreement by the Participants in that constituency and subsequent confirmation by the Council at its next meeting. The Council Member for the constituency shall confirm the constituency’s agreement, and the Council shall confirm the new constituency grouping at its next meeting.
   1. MEETINGS

# Frequency

*Paragraph 17 of the Instrument provides:*

The Council shall meet semi-annually or as frequently as necessary to enable it to discharge its responsibilities. The Council shall meet at the seat of the Secretariat unless the Council decides otherwise.

1. The CEO shall convene two regular meetings of the Council in each calendar year. Such meetings shall normally be convened in June and December. Special meetings of the Council may be called by the CEO and the Co-Chairperson, after consultation with Members, when necessary decisions have to be made that cannot await adoption in a regular meeting or that are not taken pursuant to paragraphs 40 through 42.
2. The CEO shall give notice of the date of each regular meeting of the Council not less than eight weeks prior to the date of such meeting. The CEO shall give such notice for any special meet- ing of the Council not less than four weeks prior to the date of such meeting. Notice shall be conveyed to all those invited to the meeting in accordance with paragraphs 14 to 18 below.

# Attendance

1. Council meetings shall be open to Members, Alternates, and the CEO or his/her representative. Two advisors may accompany each Member.
2. Representatives of each of the Participants shall be invited to observe the Council meetings.
3. Representatives of the GEF Agencies, the Trustee, STAP, and the Independent Evaluation Office shall be invited to attend the Council meetings.
4. Consistent with paragraph 28 of the Instrument, the Executive Secretaries of the Conventions for which the GEF serves as financial mechanism pursuant to paragraph 6 of the Instrument shall, on a reciprocal basis, be invited to attend the Council meetings and, as appropriate, to make a general introductory statement at each regular Council meeting and shall be provided with an opportunity after their statements to respond to questions from Members. In addition, the Executive Secretaries of the Conventions, subject to paragraphs 32 and 33 may intervene in the discussions of relevant agenda items during the Council Meeting..
5. The CEO may, in consultation with the Council, invite representatives of other organizations and entities, including nongovernmental organizations, to attend or observe the Council meetings.

# Executive sessions

1. Executive sessions of Council meetings may be held by decision of the Council. Executive sessions shall be open to Members, Alternates, advisors, and the CEO or his/her represen- tative. The Council may invite representatives of bodies referred to in paragraphs 16 to 18 to attend an executive session. The CEO may designate an official of the Secretariat to serve as the Secretary of an executive session.

# Quorum

*Paragraph 17 of the Instrument provides:*

Two-thirds of the Members of the Council shall constitute a quorum.

* 1. AGENDA FOR MEETINGS

1. A provisional agenda for each regular meeting of the Council shall be prepared by the CEO and the Co-Chairperson, and a copy of such provisional agenda, together with the notice of the meeting, shall be transmitted to all those invited to the meeting in accordance with paragraphs 14 to 18 of these rules.
2. Additions to the provisional agenda of a regular meeting may be proposed to the CEO by any Member and incorporated in the final agenda provided that the Member shall give notice thereof to the CEO not less than 14 days prior to the date fixed for the opening of the meeting. The final agenda for the meeting shall be transmitted by the CEO to all those invited to the meeting in accordance with paragraphs 14 to 18 of these rules seven days prior to the date fixed for the opening of the meeting.
3. An agenda for each special meeting of the Council shall be prepared by the CEO and the Co-Chairperson, and a copy of such agenda, together with the notice of the meeting, shall be transmitted to all those invited to the meeting in accordance with paragraphs 14 to 18 of these rules.
4. The Council shall, at the beginning of each meeting, adopt the agenda for the meeting.
5. Any item included on the agenda for a meeting of the Council, consideration of which has not been completed at that meeting, shall, unless the Council decides otherwise, be auto- matically included on the provisional agenda for the next meeting.
   1. TRANSMITTAL OF DOCUMENTS
6. The CEO shall transmit the documentation relating to items on the provisional agenda to all those invited to the meeting in accordance with paragraphs 14 to 18 of these rules at least four weeks before the start of a regular meeting and as soon as possible before a special meeting. The CEO shall transmit documentation relating to new items on a final agenda at the time of transmitting that agenda.
7. The CEO shall circulate all policy documents to Council Members, Alternates, GEF Focal Points and Implementing Agencies and GEF agencies under paragraph 29 of the instrument for comments for a two week period. The Secretariat will, as appropriate, incorporate the comments received before the policy documents are transmitted ahead of a Council Meeting.
   1. ELECTED CHAIRPERSON

*Paragraph 18 of the Instrument provides:*

At every other meeting, the Council shall elect a Co-Chairperson from among its Members for a period of one year following the conclusion of that meeting. The elected Co-Chairperson shall act in a neutral manner. The position of Co-Chairperson shall alternate from one year to the next between recipient and non-recipient Council Members.

1. For purposes of this paragraph and paragraph 18 of the Instrument, the non-recipient Members shall include the Members from developed countries and the Members from countries of central and eastern Europe and the former Soviet Union. The Members from the group that is entitled to the position of elected Co-Chairperson shall nominate a Member to be elected by the Council at that meeting.
2. The Co-Chairperson shall serve during the period of one year in that capacity, without the right to vote to ensure its neutrality. The Alternate to the Member elected Co-Chairperson shall act for the Member in the Council meetings during the year of service. If during the service period the elected Co-Chairperson should no longer be able to serve in that capacity, the group that is entitled to the position for such period shall nominate another Member to serve as Co-Chairperson.
   1. CHIEF EXECUTIVE OFFICER/ CHAIRPERSON OF THE FACILIT Y ( CEO)

*Paragraph 21 of the Instrument provides:*

The CEO shall be appointed to serve for three years on a full-time basis by the Council on the joint recommendation of the Implementing Agencies. Such recommendation shall be made after consultation with the Council. The CEO may be reappointed by the Council. The CEO may be removed by the Council only for cause.

* 1. SECRETARY OF THE COUNCIL MEETINGS

1. An official of the Secretariat designated by the Chief Executive Officer shall serve as Secretary of the Council meetings.
   1. L ANGUAGE S
2. Interventions shall be made at the Council meetings in either English, French, or Spanish and shall be interpreted into the other two languages.
   1. CONDUCT OF BUSINE SS

# Chair of deliberations

*Paragraph 18 of the Instrument provides:*

The elected Co-Chairperson shall conduct deliberations of the Council at that meeting on issues related to Council responsibilities listed in paragraphs 20(b), (i), (j) and (k). . The Chief Executive Officer of the Facility (CEO) shall conduct deliberations of the Council on issues related to Council responsibilities listed in paragraphs 20(c). The elected Co-Chairperson and the CEO shall jointly conduct deliberations of the Council related to all other issues in paragraph 20, ensuring an equal distribution of labor between elected Co-Chairperson and the CEO

*Paragraph 20 of the Instrument provides:*

The Council shall:

1. keep under review the operation of the Facility with respect to its purposes, scope, and objectives;
2. ensure that GEF policies, programs, operational strategies, and projects are monitored and evaluated on a regular basis;
3. review and approve the work program referred to in paragraph 29, monitor and evaluate progress in the implementation of the work program, and provide related guidance to the Secretariat, the Implementing Agencies, and the other bodies referred to in paragraph 28, recognizing that the Implementing Agencies will retain responsibility for the further prepa- ration of individual projects approved in the work program;
4. arrange for Council Members to receive final project documents and within four weeks transmit to the CEO any concerns they may have prior to the CEO endorsing a project docu- ment for final approval by the Implementing Agency;
5. direct the utilization of GEF funds, review the availability of resources from the GEF Trust Fund, and cooperate with the Trustee to mobilize financial resources;
6. approve and periodically review operational modalities for the Facility, including operational strategies and directives for project selection; means to facilitate arrangements for project preparation and execution by organizations and entities referred to in paragraph 29;

additional eligibility and other financing criteria in accordance with paragraphs 9(b) and 9(c), respectively; procedural steps to be included in the project cycle; and the mandate, com- position, and role of STAP;

1. act as the focal point for the purpose of relations with the Conferences of the Parties to the conventions referred to in paragraph 6, including consideration, approval, and review of the arrangements or agreements with such Conferences, receipt of guidance and recom- mendations from them, and compliance with requirements under these arrangements or agreements for reporting to them;
2. in accordance with paragraphs 27 and 28, ensure that GEF-financed activities relating to the con- ventions referred to in paragraph 6 conform with the policies, program priorities, and eligibility criteria decided by the Conference of the Parties for the purposes of the convention concerned;
3. appoint the CEO in accordance with paragraph 21, oversee the work of the Secretariat, and assign specific tasks and responsibilities to the Secretariat;
4. appoint the director of the independent evaluation office in accordance with paragraph 22, oversee the work of the independent evaluation office, and assign specific tasks and responsibilities to the independent evaluation office;
5. review and approve the administrative budget of the GEF and arrange for periodic financial and performance audits of the Secretariat and the Implementing Agencies with regard to activities undertaken for the Facility;
6. in accordance with paragraph 32, approve an annual; and
7. exercise such other operational functions as may be appropriate to fulfill the purposes of the Facility.

# 

# Interventions

1. Debate shall be confined to the question before the Council, and the Chair may call a speaker to order if his/her remarks are not relevant to the subject under discussion.
2. With the consent of the Council, the Chair may limit the time allowed to speakers and the number of times a speaker may speak on any question.

# Closure of list of speakers

1. During the course of a debate, the Chair may announce the list of speakers and, with the consent of the Council, declare the list closed. When there are no more speakers on the list, the Chair shall declare the debate closed.
   1. DECISIONS OF THE COUNCIL

*Paragraph 26(b) of the Instrument provides:*

Decisions of the Assembly and the Council shall be taken by consensus. In the case of the Council if, in the consideration of any matter of substance, all practicable efforts by the Council and its Chairperson have been made and no consensus appears attainable, any Member of the Council may require a formal vote.

*Paragraph 26(c) of the Instrument provides:*

Unless otherwise provided in the Instrument, decisions requiring a formal vote by the Council shall be taken by a double weighted majority, that is, an affirmative vote representing both a 60 percent majority of the total number of Participants and a 60 percent majority of the total contributions.

Each Member of the Council shall cast the votes of the Participant or Participants he/she represents. A Member of the Council appointed by a group of Participants may cast separately the votes of each Participant in the constituency he/she represents.

For the purpose of voting power, total contributions shall consist of the actual cumulative contri- butions made to the GEF Trust Fund as specified in Annex C to the Instrument and in subsequent replenishments of the GEF Trust Fund, contributions made to the GET, and the grant equivalent of co-financing and parallel financing made under the GEF pilot program, or agreed with the Trustee, until the effective date of the GEF Trust Fund. Until the effective date of the GEF Trust Fund, advance contributions made under paragraph 7(c) of Annex C of the Instrument shall be deemed to be contributions to the GET.

1. The Chair shall ascertain a consensus. Whenever decisions require a formal vote, the written text of the motion shall be distributed to all Members. Except in the case of a proposed decision transmitted in accordance with paragraphs 40 to 42 a formal vote shall only be taken at the Council meeting succeeding the meeting at which the written motion is distributed.
2. If an amendment to a proposal before the Council is presented by a Member or Members, voting shall take place first on this amendment. In case of more than one amendment, voting shall take place first on the amendment farthest removed from the original proposal.

# Method of voting

1. Voting shall be by roll-call, which shall be taken in alphabetical order of the names of the Members, beginning with the Member whose name is drawn by lot by the Chair. The name

of each Member shall be called in all roll-calls, and he/she shall indicate the votes (“yes” or “no”), abstention, or non-participation of the Participants in the constituency.

1. Votes cast by each Member on behalf of each Participant participating in a roll-call shall be recorded in the Chairs’ joint summary of the meeting.

# Conduct of voting

1. The Chair shall announce the start of voting, after which no one shall be permitted to inter- vene until the results of the vote have been announced, unless an issue is raised in connection with the process of voting.
2. Members may, before the announcement of the start of voting or after the results of the vote have been announced, make brief statements consisting solely of explanation of their votes.

# Decisions without meeting

1. Whenever, in the judgment of the CEO, a decision must be taken by the Council that should not be postponed until the next regular meeting of the Council but does not warrant the calling of a special meeting of the Council, the CEO shall transmit to each Member by any rapid means of communication a proposed decision with an invitation to approve the decision on a no-objection basis. Such communication shall also be transmitted to all those who would be invited to a meeting in accordance with paragraphs 14 to 18.
2. Each Member’s comments on the proposed decision on behalf of his/her constituency shall be sent to the CEO during such period as the CEO may prescribe, provided such period is not less than two weeks.
3. At the expiration of the period prescribed for comments, the decision shall be approved unless there is an objection. If a proposed decision has financial implications, approval of the decision will require replies from at least two-thirds of the Members. If there is an objection raised by any Member to any proposed decision, the CEO shall include consider- ation of the proposed decision as an item in the agenda for the next meeting of the Council. The CEO shall notify all those that received the communication referred to in para- graph 40 of the action he/she takes pursuant to this paragraph.
   1. RECORD OF THE MEETING
4. Before the end of each meeting, the Chairs shall present a joint summary containing the text of each of the decisions as agreed during the meeting. The “Joint Summary of the Co-Chairs” shall be approved paragraph by paragraph, as appropriate, at the end of each meeting. Following each meeting, the Secretariat will prepare, and post on the GEF website, a document containing the highlights of the discussions of each item on the agenda, as may be relevant. These shall be a public documents.
5. The Secretariat will arrange for sound and video recordings of the proceedings of each meeting. The recordings of the meetings of the Council shall be kept by the Secretariat and be made public.
   1. AMENDMENTS TO THE RULE S
6. These rules may be amended by consensus of the Council.
   1. OVERRIDING AUTHORIT Y OF THE INSTRUMENT
7. In the event of any conflict between any provision of these rules and any provision of the Instrument, the provisions of the Instrument shall prevail.



**ANNEX II: UPDATED INSTRUMENT FOR THE ESTABLISHMENT OF THE RESTRUCTURED GEF**



# Instrument for the

Establishment of the Restructured Global Environment Facility

Instrument for the Establishment of the Restructured Global Environment Facility

## PREAMBLE

**INSTRUMENT**

Whereas:

1. The Global Environment Facility (GEF or the Facility) was established in the International Bank for Reconstruction and Development (IBRD or World Bank) as a pilot program in order to assist in the protection of the global environment and promote thereby environ- mentally sound and sustainable economic development, by resolution of the Executive Directors of the World Bank and related interagency arrangements between the United Nations Development Programme (UNDP), the United Nations Environment Programme (UNEP), and the World Bank;
2. In April 1992, Participants in the GEF agreed that its structure and modalities should be modified. Agenda 21 (the action plan of the 1992 United Nations Conference on Environment and Development), the United Nations Framework Convention on Climate Change and the Convention on Biological Diversity subsequently called for the restructur- ing of the Facility;
3. Representatives of the States participating at present in the Facility and of other States wishing to participate in it have requested that the Facility be restructured in order to take account of these developments, to establish the GEF as one of the principal mechanisms for global environment funding, to ensure a governance that is transparent and democratic in nature, to promote universality in its participation and to provide for full cooperation in its implementation among UNDP, UNEP and the World Bank (together referred to here- inafter as the Implementing Agencies), and to benefit from the evaluation of experience with the operation of the Facility since its establishment;
4. It is necessary to replenish the resources for these purposes under a restructured Facility which includes a new GEF Trust Fund on the basis of this Instrument;
5. It is desirable to terminate the existing Global Environment Trust Fund (GET) and to trans- fer any funds, receipts, assets and liabilities held in it upon termination to the new GEF Trust Fund;
6. The Implementing Agencies have reached a common understanding of principles for coop- eration as set forth in the present Instrument, subject to approval of their participation by their respective governing bodies;

It is resolved as follows:

Instrument for the Establishment of the Restructured Global Environment Facility

Instrument for the Establishment of the Restructured Global Environment Facility

## BASIC PROVISIONS

## Restructuring and Purpose of GEF

1. The restructured GEF shall be established in accordance with the present Instrument. This Instrument, having been accepted by representatives of the States participating in the GEF at their meeting in Geneva, Switzerland, from March 14 to 16, 1994, shall be adopted by the Implementing Agencies in accordance with their respective rules and procedural requirements.
2. The GEF shall operate, on the basis of collaboration and partnership among the Implementing Agencies, as a mechanism for international cooperation for the purpose of providing new and additional grant and concessional funding to meet the agreed incremental costs of measures to achieve agreed global environmental benefits in the following focal areas:
   1. biological diversity;
   2. climate change;
   3. international waters;
   4. land degradation, primarily desertification and deforestation; and
   5. chemicals and waste.
3. The agreed incremental costs of activities to achieve global environmental benefits con- cerning chemicals management as they relate to the above focal areas shall be eligible for funding. The agreed incremental costs of other relevant activities under the 2030 Agenda for Sustainable Development that may be agreed by the Council shall also be eligible for funding insofar as they achieve global environmental benefits by protecting the global environment in the focal areas.
4. The GEF shall ensure the cost-effectiveness of its activities in addressing the targeted global environmental issues, shall fund programs and projects which are country-driven and based on national priorities designed to support sustainable development and shall maintain sufficient flexibility to respond to changing circumstances in order to achieve its purposes.
5. The GEF operational policies shall be determined by the Council in accordance with para- graph 20(f) and with respect to GEF-financed projects shall provide for full disclosure of all non-confidential information, and consultation with, and participation as appropriate of, major groups and local communities throughout the project cycle.

Instrument for the Establishment of the Restructured Global Environment Facility

1. In partial fulfillment of its purposes, the GEF shall:

**INSTRUMENT**

* 1. Operate the financial mechanism for the implementation of the United Nations Framework Convention on Climate Change (UNFCCC), on an interim basis, in accordance with such cooperative arrangements or agreements as may be made pursuant to paragraphs 28 and 32 of this Instrument. The GEF shall also be available to meet the agreed full costs of activities described in Article 12, paragraph 1, of the UNFCCC. The GEF shall be available to continue to serve for the purposes of the financial mechanism for the implementation of the UNFCCC if it is requested to do so by the Conference of the Parties pursuant to its Article 11, paragraph 4. In such respects, the GEF shall function under the guidance of, and be accountable to, the Conference of the Parties which shall decide on policies, program priorities and eligibility criteria related to the UNFCCC pursuant to its Article 11, paragraph 1;
  2. Be, on an interim basis, the institutional structure which carries out the operation of the financial mechanism for the implementation of the Convention on Biological Diversity (CBD), in accordance with such cooperative arrangements or agreements as may be made pursuant to paragraphs 28 and 32 of this Instrument. The GEF shall be available to continue to serve for the purposes of the financial mechanism for the implementation of the CBD if it is requested to do so by the Conference of the Parties pursuant to its Article 21, paragraph 3. In such respects the GEF shall function under the guidance of, and be accountable to, the Conference of the Parties which shall decide on policies, program priorities and eligibility criteria for the purposes of the CBD pursuant to its Article 21, paragraph 1;
  3. Be available to serve as an entity entrusted with the operation of the financial mechanism of the Stockholm Convention on Persistent Organic Pollutants. In such respects the GEF shall function under the guidance of, and be accountable to, the Conference of the Parties which shall decide on policies, strategy, program priorities and eligibility criteria for the purposes of this Convention pursuant to its Article 13, paragraph 7(a);
  4. Be available to serve as a financial mechanism of the United Nations Convention to Combat Desertification in Countries Experiencing Serious Drought and/or Desertification, particularly in Africa (UNCCD), pursuant to Article 20, paragraph 2 (b), and Article 21 of the UNCCD. The Council shall consider and approve arrangements to facilitate collaboration between the GEF and the UNCCD and among countries with respect to affected countries, particularly Africa; and

Instrument for the Establishment of the Restructured Global Environment Facility

Instrument for the Establishment of the Restructured Global Environment Facility

* 1. Operate as one of the entities comprising the financial mechanism of the Minamata Convention on Mercury, pursuant to its Article 13, paragraphs 5, 6 and 8. In such respects, the GEF shall operate under the guidance of, and be accountable to the Conference of the Parties, which shall provide guidance on overall strategies, policies, program priorities and eligibility for access to and utilization of financial resources. In addition, the GEF shall receive guidance from the Conference of the Parties on an indicative list of categories of activities that could receive support; and shall provide resources to meet the agreed incremental costs of global environmen- tal benefits and the agreed full costs of some enabling activities, pursuant to Article 13, paragraph 7, of the Minamata Convention on Mercury.

## Participation

1. Any State member of the United Nations or of any of its specialized agencies may become a Participant in the GEF by depositing with the Secretariat an instrument of participation sub- stantially in the form set out in Annex A. In the case of a State contributing to the GEF Trust Fund, an instrument of commitment shall be deemed to serve as an instrument of participa- tion. Any Participant may withdraw from the GEF by depositing with the Secretariat an instrument of termination of participation substantially in the form set out in Annex A.

## Establishment of GEF Trust Fund

1. The new GEF Trust Fund shall be established, and the World Bank shall be invited to serve as the Trustee of the Fund. The GEF Trust Fund shall consist of the contributions received in accordance with the present Instrument, the balance of funds transferred from the GET pursuant to paragraph 33, and any other assets and receipts of the Fund. In serving as the Trustee of the Fund, the World Bank shall serve in a fiduciary and administrative capacity, and shall be bound by its Articles of Agreement, by-laws, rules and decisions, as specified in Annex B.

## Eligibility

1. GEF funding shall be made available for activities within the focal areas defined in paragraphs 2 and 3 of this Instrument in accordance with the following eligibility criteria:
   1. GEF grants that are made available within the framework of the financial mechanisms of the conventions referred to in paragraph 6 shall be in conformity with the eligibility criteria decided by the Conference of the Parties of each convention, as provided under the arrangements or agreements referred to in paragraph 28.

Instrument for the Establishment of the Restructured Global Environment Facility

* 1. All other GEF grants shall be made available to eligible recipient countries and, where appropriate, for other activities promoting the purposes of the Facility in accordance with this paragraph and any additional eligibility criteria determined by the Council. A country shall be an eligible recipient of GEF grants if it is eligible to receive World Bank (IBRD and/or IDA) financing or if it is an eligible recipient of UNDP technical assistance through its target for resource assignments from the core (specifically TRAC-1 and/or TRAC-2). GEF grants for activities within a focal area addressed by a convention referred to in paragraph 6 but outside the framework of the financial mechanism of the convention, shall only be made available to eligible recipient coun- tries that are party to the convention concerned.

**INSTRUMENT**

* 1. GEF concessional financing in a form other than grants that is made available within the framework of the financial mechanism of the conventions referred to in paragraph 6 shall be in conformity with eligibility criteria decided by the Conference of the Parties of each convention, as provided under the arrangements or agreements referred to in paragraph 28. GEF concessional financing in a form other than grants may also be made available outside those frameworks on terms to be determined by the Council.

## CONTRIBUTIONS AND OTHER FINANCIAL PROVISIONS FOR REPLENISHMENT

1. Contributions to the GEF Trust Fund for the first replenishment period shall be made to the Trustee by Contributing Participants in accordance with the financial provisions for replen- ishment as specified in Annex C. The Trustee’s responsibility for mobilization of resources pursuant to paragraph 20(e) of this Instrument and paragraph 4(a) of Annex B shall be ini- tiated for subsequent replenishments at the request of the Council.

## GOVERNANCE AND STRUCTURE

1. The GEF shall have an Assembly, a Council, and a Secretariat including an independent evaluation office. In accordance with paragraph 25, a Scientific and Technical Advisory Panel (STAP) shall provide appropriate advice.
2. The Implementing Agencies shall establish a process for their collaboration in accordance with an interagency agreement to be concluded on the basis of the principles set forth in Annex D.

Instrument for the Establishment of the Restructured Global Environment Facility

Instrument for the Establishment of the Restructured Global Environment Facility

## Assembly

1. The Assembly shall consist of Representatives of all Participants. The Assembly shall meet once every four years. Each Participant may appoint one Representative and one Alternate to the Assembly in such manner as it may determine. Each Representative and each Alternate shall serve until replaced. The Assembly shall elect its Chairperson from among the Representatives.
2. The Assembly shall:
   1. review the general policies of the Facility;
   2. review and evaluate the operation of the Facility on the basis of reports submitted by the Council;
   3. keep under review the membership of the Facility; and
   4. consider, for approval by consensus, amendments to the present Instrument on the basis of recommendations by the Council.

## Council

1. The Council shall be responsible for developing, adopting and evaluating the operational policies and programs for GEF-financed activities, in conformity with the present Instrument and fully taking into account reviews carried out by the Assembly. Where the GEF serves for the purposes of the financial mechanisms of the conventions referred to in paragraph 6, the Council shall act in conformity with the policies, program priorities and eligibility criteria decided by the Conference of the Parties for the purposes of the convention concerned.
2. The Council shall consist of 32 Members, representing constituency groupings formulated and distributed taking into account the need for balanced and equitable representation of all Participants and giving due weight to the funding efforts of all donors. There shall be 16 Members from developing countries, 14 Members from developed countries and 2 Members from the countries of central and eastern Europe and the former Soviet Union, in accordance with Annex E. There shall be an equal number of Alternate Members. The Member and Alternate representing a constituency shall be appointed by the Participants in each constituency. Unless the constituency decides otherwise, each Member of the Council and each Alternate shall serve for three years or until a new Member is appointed by the constituency, whichever comes first. A Member or Alternate may be reappointed by the constituency. Members and Alternates shall serve without compensation. The Alternate Member shall have full power to act for the absent Member.

Instrument for the Establishment of the Restructured Global Environment Facility

1. The Council shall meet semi-annually or as frequently as necessary to enable it to discharge its responsibilities. The Council shall meet at the seat of the Secretariat unless the Council decides otherwise. Two-thirds of the Members of the Council shall constitute a quorum.

**INSTRUMENT**

1. Council meetings shall be co-chaired by an elected Council Member (“Co-Chairperson”) and the Chief Executive Officer of the Facility (CEO) in accordance with the following: At every other meeting, the Council shall elect a Co-Chairperson from among its Members for a period of one year following the conclusion of that meeting. The elected Co-Chairperson shall act in a neutral manner. The position of Co-Chairperson shall alternate from one year to the next between recipient and non-recipient Council Members. The Co-Chairperson shall conduct deliberations of the Council at that meeting on issues related to Council responsibilities listed in paragraphs 20(b), (i), (j) and (k). The CEO shall conduct deliberations of the Council on issues related to Council responsibilities listed in paragraphs 20(c). The Co-Chairperson and the CEO shall jointly conduct deliberations of the Council related to all other issues in paragraph 20, ensuring an equal distribution of labor between the elected Co-Chairperson and the CEO.
2. Costs of Council meetings, including travel and subsistence of Council Members from developing countries, in particular the Least Developed Countries, shall be disbursed from the administrative budget of the Secretariat as necessary.
3. The Council shall:
   1. keep under review the operation of the Facility with respect to its purposes, scope and objectives;
   2. ensure that GEF policies, programs, operational strategies and projects are monitored and evaluated on a regular basis;
   3. review and approve the work program referred to in paragraph 30, monitor and evaluate progress in the implementation of the work program and provide related guidance to the Secretariat, the Implementing Agencies and the other bodies referred to in paragraph 29, recognizing that the Implementing Agencies will retain responsibility for the further preparation of individual projects approved in the work program;
   4. arrange for Council Members to receive final project documents and within four weeks transmit to the CEO any concerns they may have prior to the CEO endorsing a project document for final approval by the Implementing Agency;
   5. direct the utilization of GEF funds, review the availability of resources from the GEF Trust Fund and cooperate with the Trustee to mobilize financial resources;
   6. approve and periodically review operational modalities for the Facility, including oper- ational strategies and directives for project selection, means to facilitate arrangements for project preparation and execution by organizations and entities referred to in paragraph 29, additional eligibility and other financing criteria in accordance with paragraphs 9(b) and 9(c) respectively, procedural steps to be included in the project cycle, and the mandate, composition and role of STAP;
   7. act as the focal point for the purpose of relations with the Conferences of the Parties to the conventions referred to in paragraph 6, including consideration, approval and review of the arrangements or agreements with such Conferences, receipt of guidance and recommendations from them and compliance with requirements under these arrangements or agreements for reporting to them;
   8. in accordance with paragraphs 27 and 28, ensure that GEF-financed activities relating to the conventions referred to in paragraph 6 conform with the policies, program priori- ties and eligibility criteria decided by the Conference of the Parties for the purposes of the convention concerned;
   9. appoint the CEO in accordance with paragraph 21, oversee the work of the Secretariat, and assign specific tasks and responsibilities to the Secretariat;
   10. in accordance with paragraph 22, appoint the director of the independent evaluation office, oversee the work of the independent evaluation office, and assign specific tasks and responsibilities to the independent evaluation office;
   11. review and approve the administrative budget of the GEF and arrange for periodic financial and performance audits of the Secretariat and the Implementing Agencies with regard to activities undertaken for the Facility;
   12. in accordance with paragraph 32, approve an annual report; and
   13. exercise such other operational functions as may be appropriate to fulfill the purposes of the Facility.

## Secretariat

1. The GEF Secretariat shall service and report to the Assembly and the Council. The Secretariat, which shall be headed by the CEO/Chairperson of the Facility, shall be support- ed administratively by the World Bank and shall operate in a functionally independent and effective manner. The CEO shall be appointed to serve for four years on a full time basis by the Council. The CEO may be reappointed by the Council for one additional four year term. The CEO may be removed by the Council only for cause. The staff of the Secretariat shall include staff members seconded from the Implementing Agencies as well as individuals hired competitively on an as needed basis by one of the Implementing Agencies. The CEO shall be responsible for the organization, appointment and dismissal of Secretariat staff. The CEO shall be accountable for the performance of the Secretariat functions to the Council. The Secretariat shall, on behalf of the Council, exercise the following functions:
   1. implement effectively the decisions of the Assembly and the Council;

**INSTRUMENT**

* 1. coordinate the formulation and oversee the implementation of program activities pur- suant to the joint work program, ensuring liaison with other bodies as required, par- ticularly in the context of the cooperative arrangements or agreements referred to in paragraph 28;
  2. in consultation with the Implementing Agencies, ensure the implementation of the operational policies adopted by the Council through the preparation of common guidelines on the project cycle. Such guidelines shall address project identification and development, including the proper and adequate review of project and work program proposals, consultation with and participation of local communities and other interested parties, monitoring of project implementation and evaluation of project results;
  3. review and report to the Council on the adequacy of arrangements made by the Implementing Agencies in accordance with the guidelines referred to in paragraph (c) above, and if warranted, recommend to the Council and the Implementing Agencies addi- tional arrangements for project preparation and execution under paragraphs 20(f) and 29;
  4. chair interagency group meetings to ensure the effective execution of the Council’s decisions and to facilitate coordination and collaboration among the Implementing Agencies;
  5. coordinate with the Secretariats of other international bodies, in particular, the Secretariats of the conventions referred to in paragraph 6 and the Secretariats of the Montreal Protocol on Substances that Deplete the Ozone Layer and its Multilateral Fund;
  6. report to the Assembly, the Council and other institutions as directed by the Council;
  7. provide the Trustee with all relevant information to enable it to carry out its responsi- bilities;
  8. perform any other functions assigned to the Secretariat by the Council.

## Independent Evaluation Office

1. There shall be an independent evaluation office within the Secretariat, headed by a director, appointed by and reporting to the Council, whose responsibility it is to carry out independent evalu ations consistent with decisions of the Council

## Implementing Agencies

1. The Implementing Agencies of the GEF shall be UNDP, UNEP, and the World Bank. The Implementing Agencies shall be accountable to the Council for their GEF-financed activities, including the preparation and cost-effectiveness of GEF projects, and for the implementation of the operational policies, strategies and decisions of the Council within their respective areas of competence and in accordance with an interagency agreement to be concluded on the basis of the principles of cooperation set forth in Annex D to the present Instrument. The Implementing Agencies shall cooperate with the Participants, the Secretariat, parties receiving assistance under the GEF, and other interested parties, including local communities and non-governmental organizations, to promote the purposes of the Facility.
2. The CEO shall periodically convene meetings with the heads of the Implementing Agencies to promote interagency collaboration and communication, and to review operational policy issues regarding the implementation of GEF-financed activities. The CEO shall transmit their conclusions and recommendations to the Council for its consideration.

## Scientific and Technical Advisory Panel (STAP)

1. UNEP shall establish, in consultation with UNDP and the World Bank and on the basis of guidelines and criteria established by the Council, the Scientific and Technical Advisory Panel (STAP) as an advisory body to the Facility. UNEP shall provide the STAP’s Secretariat and shall operate as the liaison between the Facility and the STAP.

## PRINCIPLES OF DECISION-MAKING

1. (a) **Procedure**

The Assembly and the Council shall each adopt by consensus regulations as may be nec- essary or appropriate to perform their respective functions transparently; in particular, they shall determine any aspect of their respective procedures, including the admission of observers and, in the case of the Council, provision for executive sessions.

## Consensus

Decisions of the Assembly and the Council shall be taken by consensus. In the case of the Council if, in the consideration of any matter of substance, all practicable efforts by the Council and its Chairperson have been made and no consensus appears attainable, any Member of the Council may require a formal vote.

## Formal Vote

**INSTRUMENT**

* 1. Unless otherwise provided in this Instrument, decisions requiring a formal vote by the Council shall be taken by a double weighted majority; that is, an affirmative vote representing both a 60 percent majority of the total number of Participants and a 60 percent majority of the total contributions.
  2. Each Member of the Council shall cast the votes of the Participant or Participants he/she represents. A Member of the Council appointed by a group of Participants may cast separately the votes of each Participant in the constituency he/she represents.
  3. For the purpose of voting power, total contributions shall consist of the actual cumulative contributions made to the GEF Trust Fund as specified in Annex C (Attachment 1) and in subsequent replenishments of the GEF Trust Fund, contribu- tions made to the GET, and the grant equivalent of co-financing and parallel financing made under the GEF pilot program, or agreed with the Trustee, until the effective date of the GEF Trust Fund. Until the effective date of the GEF Trust Fund, advance contributions made under paragraph 7(c) of Annex C shall be deemed to be contributions to the GET.

## RELATIONSHIP AND COOPERATION WITH CONVENTIONS

1. The Council shall ensure the effective operation of the GEF as a source of funding activities under the conventions referred to in paragraph 6. The use of the GEF resources for pur- poses of such conventions shall be in conformity with the policies, program priorities and eligibility criteria decided by the Conference of the Parties of each of those conventions.
2. The Council shall consider and approve cooperative arrangements or agreements with the Conferences of the Parties to the conventions referred to in paragraph 6, including recipro- cal arrangements for representation in meetings. Such arrangements or agreements shall be in conformity with the relevant provisions of the convention concerned regarding its financial mechanism and shall include procedures for determining jointly the aggregate GEF funding requirements for the purpose of the convention. With regard to each conven- tion referred to in paragraph 6, until the first meeting of its Conference of the Parties, the Council shall consult the convention’s interim body.

Instrument for the Establishment of the Restructured Global Environment Facility

Instrument for the Establishment of the Restructured Global Environment Facility

## COOPERATION WITH OTHER BODIES

1. The Secretariat and the Implementing Agencies under the guidance of the Council shall cooperate with other international organizations to promote achievement of the purposes of the GEF. The Implementing Agencies may make arrangements for GEF project preparation and execution by another institution or organization, taking into account their comparative advantages in efficient and cost-effective project execution. Such arrangements shall be made in accordance with national priorities. Pursuant to paragraph 20(f), the Council may request the Secretariat to make similar arrangements in accordance with national priorities. In the event of disagreements among the Implementing Agencies or between an Implementing Agency and any entity concerning project preparation or execution, an Implementing Agency or any entity referred to in this paragraph may request the Secretariat to seek to resolve such disagreements.

## OPERATIONAL MODALITIES

1. The Secretariat shall coordinate the preparation of and determine the content of a joint work program for the GEF among the Implementing Agencies, including an indication of the financial resources required for the program, for approval by the Council. The work pro- gram shall be prepared in accordance with paragraph 4 and in cooperation with eligible recipients and any executing agency referred to in paragraph 29.
2. GEF projects shall be subject to endorsement by the CEO before final project approval. If at least four Council Members request that a project be reviewed at a Council meeting because in their view the project is not consistent with the Instrument or GEF policies and procedures, the CEO shall submit the project document to the next Council meeting, and shall only endorse the project for final approval by the Implementing Agency if the Council finds that the project is consistent with the Instrument and GEF policies and procedures.

## REPORTING

1. The Council shall approve an annual report on the activities of the GEF. The report shall be prepared by the Secretariat and circulated to all Participants. It shall contain information on the activities carried out under the GEF, including a list of project ideas submitted for consideration and a review of the project activities funded by the Facility and their outcomes. The report shall contain all the information necessary to meet the principles of accountability and transparency that shall characterize the Facility as well as the requirements arising from the reporting arrangements agreed with each Conference of the Parties to the con- ventions referred to in paragraph 6. The report shall be conveyed to each of these Conferences of the Parties, the United Nations Commission on Sustainable Development and any other international organization deemed appropriate by the Council.

## TRANSITIONAL AND FINAL PROVISIONS

## Termination of the GET

1. The World Bank shall be invited to terminate the existing Global Environment Trust Fund (GET) on the effective date of the establishment of the new GEF Trust Fund, and any funds, receipts, assets and liabilities held in the GET upon termination, including the administra- tion of any cofinancing by the Trustee in accordance with the provisions of Resolution No. 91-5 of the Executive Directors of the World Bank, shall be transferred to the new GEF Trust Fund. Pending the termination of the GET under this provision, projects financed from the GET resources shall continue to be processed and approved subject to the rules and proce- dures applicable to the GET.

## Interim Period

1. The Council may, pursuant to the provisions of this Instrument, be convened during the peri- od from the adoption of this Instrument and its annexes by the Implementing Agencies until the effective date of the establishment of the new GEF Trust Fund: (a) to appoint, by consen- sus, the CEO in order to enable him/her to assume the work of the Secretariat; and (b) to prepare the Council’s rules of procedure and the operational modalities for the Facility. The first meeting of the Council shall be organized by the secretariat of the GEF pilot program. Administrative expenses during this interim period shall be covered by the existing GET.

## Amendment and Termination

1. Amendment or termination of the present Instrument may be approved by consensus by the Assembly upon the recommendation of the Council, after taking into account the views of the Implementing Agencies and the Trustee, and shall become effective after adoption by the Implementing Agencies and the Trustee in accordance with their respective rules and procedural requirements. This paragraph shall apply to the amendment of any annex to this Instrument unless the annex concerned provides otherwise.
2. The Trustee may at any time terminate its role as trustee in accordance with paragraph 14 of Annex B, and an Implementing Agency may at any time terminate its role as implement- ing agency, after consultation with the other Implementing Agencies and after giving the Council six months’ notice in writing.