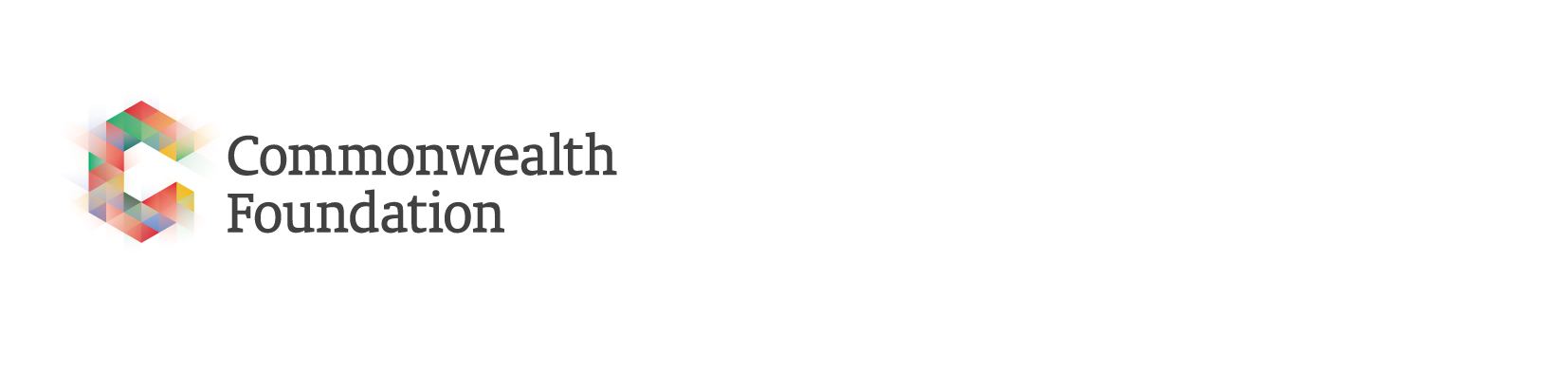
**COMMONWEALTH FOUNDATION CIVIL SOCIETY ADVISORY GOVERNORS**

**TERMS OF REFERENCE**

**May 2019**

The Commonwealth Foundation along with the Commonwealth Secretariat was brought into being at the 1964 Conference of Commonwealth Prime Ministers. It was conceived as a people’s organisation, to stand alongside the other organisation serving the interests of governments, but in a way that it would also be funded by governments and have the character of an intergovernmental organisation in its own right.

A phrase which occurred in many early documents was that “the Foundation was brought into being in the hope that it would give substance to the belief that the Commonwealth is as much an association of peoples as of governments.” In the course of time this idea has been furthered by the appointment of an external Commonwealth citizen as its Chairperson and the strengthening of civil society becoming the focus of its operations.

The Foundation looks to civil society in the round to provide information and advice, and to identify advocates and implementing partners. Since 2012, it has also shifted its approach to working with civil society organisations by partnering with them to implement projects. There is the continued but separate need for civil society involvement in the governance of the Foundation, with provision having been made in the organisation’s founding document to enable this.

These terms of reference have been brought into being by the Foundation and have been agreed to by its Board. They set out the specific responsibilities related to civil society delegates as Governors which are reflected in the Foundation’s Memorandum of Understanding.

The terms of reference define the roles, processes and comportment of five Civil Society Advisory Governors. The roles of Civil Society Advisory Governors are to:

* As members of the Executive Committee and Board of Governors and participate in and contribute to discussions at both Board and the Executive Committee meetings;
* Provide input into the Foundation’s long-range plans and strategic directions;
* Drawing from their experience provide inputs based on their understanding of the issues facing civil society organisations in their regions or on specific sectors and thematic areas;
* Represent the Foundation at meetings and conferences as requested;
* Act as advocates for both civil society and the Commonwealth Foundation within the Commonwealth and beyond.

The five Civil Society Advisory Governors will be recruited by invitation with consideration given to geographical representation and the Foundation’s broad programme priorities as contained in the Strategic Plan. Recruitment will also seek to maintain a balanced gender profile. Only nationals of Commonwealth Foundation member countries affiliated with an established civil society organisation will be eligible to be a civil society governor.

Drawing on a rigorous process of consultation, the Foundation’s Director-General, Deputy Director-General and the Chair of the Executive Committee supported by the Human Resources Manager will jointly invite expressions of interest from Commonwealth civil society leaders on the basis of criteria that will include:

* Familiarity with the Foundation and its work;
* Activity in civil society within their countries, regions, constituencies or sectors;
* Extent of experience in participatory governance and networking and operating at national, regional and international levels;
* Knowledge of one or more of the Foundation’s Strategic Outcome Areas;
* Experience of relationships and dialogue with their governments or other institutions in governance such as donors or the private sector;
* Willingness to give their time and advice and participate in meetings on a voluntary basis, with agreed costs covered and defined expenses reimbursed.

The expressions of interest (which will include two references) received will be reviewed by senior staff at the Foundation and the Chair of the Executive Committee having regard to the views of development partners to provide assurance of credibility and experience.

The names of proposed Civil Society Advisory Governors will be forwarded to the Board for consideration and approval on a no objection basis before they are appointed. Following approval in this fashion any such appointments will be effected in a communication from the Director-General.

If a Civil Society Advisory Governor’s status changes during the course of their term of office (for example they move out of their region or out of the civil society sector) they would be expected to resign, triggering a new selection process (in which they may be eligible to participate). Whilst a member of CSAG any organisation associated with any Advisory Governor is not eligible to apply to the Foundation’s Grant programme.

The five Civil Society Advisory Governors will be invited to serve for a period of two years (as defined by the Foundation’s financial year). A Civil Society Advisory Governor’s term may be reviewed and extended or foreshortened at the Board’s discretion.

Civil Society Advisory Governors are expected to respect confidences in the same way that other governors do. This means that they are expected not to disclose any personal information or views expressed by individuals during meetings. Civil Society Advisory Governors will also be asked to declare any conflicts of interest.