



GNDR Governance Manual

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Annexes

The following annexes mentioned in this governance manual are available as separate documents

- Annex 1: GNDR Strategic Plan 2012 – 2015
- Annex 2: Guiding Checklist of CSO categories
- Annex 3: Global Board Members – Jan 2015
- Annex 4: Global Board Structure Jan 2015
- Annex 5: Global Board Governance Functions – Jan 2015
- Annex 6: GNDR Secretariat Organisational Structure – Jan 2015
- Annex 7: GNDR Geographical Regions

1. Introduction

The Global Network of Civil Society Organisations for Disaster Reduction is the largest international network of organisations committed to working together to improve the lives of people affected by disasters world-wide. GNDR was officially launched at the second session of the Global Platform for Disaster Reduction in Geneva June 2007. This paper sets out the structure, management and governance arrangements of GNDR as a whole - from its core membership, the Global Board, through to the GNDR Secretariat which serves as a support entity to the GNDR membership and is incorporated as a charity (GNDR) under the United Kingdom's England & Wales Charity Commission and provides GNDR with a legal identity.

The relationships and interaction between the GNDR membership, the Global Board, the Secretariat and GNDR's Charity Trustees are key to the effective management and governance of GNDR. This is particularly with respect to how the decision-making and accountability functions work to ensure the necessary "checks and balances" are in place to make GNDR an effective, responsive and transparent network.

In January 2015 GNDR has a steadily growing membership of approximately 1185 members from 855 organisations working across 120 countries in virtually every geographical region of the world. GNDR's vision, purpose, strategic objectives and main activities are detailed in the **Strategic Plan 2012 - 2015** (*Annex 1*) developed in January 2012 by the former *Steering Group* with inputs from the GNDR membership.

GNDR's Full Members include individuals and institutions from a broad range of civil society organisations including: international and national NGOs; civil society networks and alliances, grassroots and community-level organisations and associations, faith-based organisations; academic and research institutions; women's organisations; student and youth organisations. **See Annex 2. Guiding Checklist of CSO Categories.** The network's strength lies in the commitment to work collaboratively, together with the diversity of skills, knowledge and extensive outreach of its members across all administrative levels (particularly local) across virtually every region of the world.

GNDR is founded in the belief that civil society organisations can achieve more by working together to address common challenges and issues related to disaster risk reduction that cut across local, national, regional and international levels. It does this by giving voice, connecting and amplifying the concerns and priorities of marginalised and vulnerable people amongst key decision makers; linking local with global; connecting policy with practice; building capacities and knowledge through sharing learning and experiences; building consensus; developing common positions and supporting collaborative approaches and joint actions.

GNDR is committed to ensuring its governance and management arrangements are representative, responsive and accountable to its diverse membership. This requires its main executive decision-making body (the Global Board) to have a "balance" of both elected and non-elected members with an optimal mix of technical, geographical and constituency expertise. It is important that whilst Global Board members are able to represent their specific regional and

constituency base they are also able to work and think collaboratively with a global perspective in the interests of supporting and developing the global dimensions of GNDR's work and outreach.

2. Core Values

GNDR members believe in the “added value” of working collaboratively to achieve shared objectives and common goals by undertaking joint actions and mutual support.

The communications and interaction between members, staff and trustees is guided by shared values of trust; mutual accountability; gender equity; a respect for diverse identities, needs and perspectives; a commitment to work together in a caring, inclusive and participatory manner; and an openness to listen, share and learn from one another to build consensus and mutual understanding. Upon registering with GNDR all members are expected to be in agreement with these core values which serve to inform the GNDR members work together.

3. Legal Status and Hosting Arrangements

3.1. Status, current hosting, staff

- 3.1.1 GNDR's legal status is a charity registered under the United Kingdom's *Charity Commission* (Charity Number 1141471). GNDR is also registered at UK's *Companies House* as a not-for-profit private limited company (Number 7374358) incorporated on the 13th Sept 2010 at the Registrar of Companies for England and Wales.
- 3.1.2 GNDR's UK-based **Trustee** are legally responsible for “GNDR UK” as a registered UK Charity. The trustees have the responsibility for ensuring GNDR's strategic objectives, work plans, income and expenditure as developed and overseen by the Global Board (as the executive decision-making body of the GNDR network) are in accordance with the terms and conditions of GNDR UK Charter and Charities Law. All governance matters are overseen by the Global Board **Governance Sub-Committee** which includes a representative of the UK-based trustees.
- 3.1.3 **GNDR Secretariat** reports to the Global Board and serves as a “support entity” to the charity GNDR UK and the broader GNDR membership. The UK-based Secretariat (referred to as the “**Global Hub**”) is currently located in rented serviced office accommodation at 8 Waldegrave Road, Teddington, London, TW 11 8HT on a five year lease (with a three year break clause) commencing December 2013. GNDR's regionally-based secretariat staff are hosted by individual agencies who provide GNDR employees with a suitably “neutral” office location (referred to as “**Regional Hubs**”) from which to serve its regional membership. Context-specific hosting arrangements have been formally agreed for each of the five regional offices,

covering access to communications infrastructure, office facilities and institutional support as appropriate.

- 3.1.4 GNDR Secretariat staff are employed on either an open or fixed term basis, as laid out in the individual terms and conditions of contract, in accordance with GNDR staff policies and procedures. See GNDR Staff Policies and Procedures for further details.
- 3.1.5 GNDR financial resources are managed under GNDR internal financial systems and procedures in accordance with relevant donor requirements and GNDR UK Charities Law. The task of securing adequate funding for the effective functioning of GNDR is a delegated responsibility of the GNDR Secretariat with support from the broader membership. All financial matters are overseen by the **Global Board Finance Subcommittee**.

4. Global Board

4.1. Purpose and Mandate

- 4.1.1 The Global Board functions as GNDR's executive decision-making body and is mandated to act on behalf of the GNDR membership
- 4.1.2 The purpose of the Global Board is to determine the strategic development and overall management of GNDR in accordance with the needs and priorities of its membership (as detailed in the current strategic plan 2012-2015), whilst serving to govern the network in accordance with its charitable mandate, core values and operating principles.
- 4.1.3 Where possible the Global Board decision-making will be made through consensus-building amongst the Board members with "majority voting" in exceptional circumstances. A quorum of at least 50% of the Board is required for decision-making purposes. Where appropriate key strategic decisions are informed by discussions and consultations with the broader GNDR membership.
- 4.1.4 The working language of the Global Board is English with relevant documents and reports translated into French and Spanish. Minutes of all Board meetings, conference calls and committee meetings will be taken and made available to the GNDR membership.
- 4.1.5 Full details of the Global Board members' selection criteria, responsibilities and decision-making processes are as set out below.

4.2. Composition of the Global Board

- 4.2.1 The Global Board is currently comprised of sixteen members, including three UK-Based Charity Trustees, two Secretariat Directors and eleven Regional Representatives. It is possible in the future that additional Global Board members could be appointed to represent additional geographical regions or specific constituency groups (e.g. youth, elderly, women, indigenous groups) and/or technical

expertise deemed important for the effective functioning of the Board – see **Annex 3 Global Board Members; Annex 4 Global Board Structure**

- 4.2.2 Efforts will be made to ensure the composition of the Global Board provides a balanced range of technical, organisational, geographical, gender and demographic representation reflecting the diverse experiences, constituencies and geographical regions within the broader network.
- 4.2.3 **External Advisors:** The experience and expertise within the Global Board will be complemented by *External Advisors* who provide the Board members with access to particular technical and constituency knowledge – for example: Science & Technology; Climate Change; Academia; Legal Affairs; Children & Youth; Grassroots Women. Due to their historical knowledge and understanding of the critical issues and challenges of GNDR's development, former Global Board / Steering Group members may be invited by the Global Board to serve as External Advisors
- 4.2.4 Where appropriate, representatives on the Global Board should be members of constituency, national and/or regional civil society associations, alliances and networks
- 4.2.5 Global Board members are self-funding voluntary positions, although limited institutional support together with travel, accommodation costs and associated expenses incurred in the fulfilment of Board duties will be reimbursed by GNDR.

4.3. Term of Office for Global Board Members

- 4.3.1 Global Board members are expected to serve for a minimum three year term of office from their date of appointment and will be eligible to apply for re-nomination for a second three-year term of office (*maximum of six years*)

4.4. Appointment and replacement of Global Board members

- 4.4.1 In the event of a new appointment, resignation or replacement of Board members (for example due to change of circumstances or ill-health) formal applications to join the Global Board can be made through the relevant regional selection process (involving consultation with the broader membership). Appointment of non-regional Board members is the decision of the Global Board members in consultation, where appropriate, with the broader GNDR membership.
- 4.4.2 The Board selection process is designed to be as transparent and accessible as practical, with clear selection criteria to ensure potential candidates have the relevant experience and knowledge of disaster risk reduction and strengthening resilience. Selection criteria for Global Board members are detailed in section 4.9 below.
- 4.4.3 Where deemed appropriate, GNDR has the option to appoint “independent” Board members who may also serve as patrons or goodwill ambassadors for GNDR. Independent Board members can be nominated by existing Board members and should contribute additional skills, technical and constituency expertise to the Global Board. A maximum of two independent members can serve on the Board at any given time.

- 4.4.4 Where possible the changing of Board members will be staggered over a period of time to maintain continuity of experience and a culture of cooperation whilst allowing sufficient time for induction of new Board members.
- 4.4.5 In exceptional circumstances it may be necessary to “deselect” a Global Board member. Examples of possible reasons for undertaking this action include: evidence of a clear conflict of interest; gross misconduct in contradiction to GNDR objectives and values; consistent failure to contribute, participate and/or attend GNDR Board events, committees and conference calls.
- 4.4.6 The decision to deselect Global Board members for disciplinary reasons and/or an inability to fulfil Board commitments must be with the approval of two thirds of the Board members.
- 4.4.7 The ongoing development of GNDR’s internal governance procedures (including the appointment, deselection and replacement of Global Board members) is the responsibility of the Governance sub-committee.

4.5. Frequency of Board Meetings and Quorum

- 4.5.1 The Global Board will attend regular teleconference calls on a quarterly basis. Board members are also expected to participate in relevant sub-committee meetings and additional ad-hoc teleconferences called by the Board members as and when required
- 4.5.2 Board members are expected to attend an annual face-to-face meeting held at different international locations.
- 4.5.3 For decision-making purposes all face-to-face Board meetings and conference calls require a quorum of at least 50% of members to be present.
- 4.5.4 Minutes of all Board meetings and conference calls are to be taken and distributed to the Full Members for information and feedback.
- 4.5.5 Where possible Global Board members should be informed a minimum of 72 hours in advance of being expected to join regional / global conference calls and/or Board meetings

4.6. Specific Responsibilities of the Global Board members

The main duties and responsibilities of the Global Board Members are as follows:

Governance

- 4.6.1 To ensure GNDR is operating in accordance with its mandate, strategic objectives, core values and charities legislation
- 4.6.2 To make an active contribution to the setting of overall policy, defining strategic direction, objectives, work plans and budgets
- 4.6.3 To oversee and support the development of GNDR’s internal governance, management and membership arrangements.

- 4.6.4 To use their specific skills, knowledge and experience to help the Board reach sound decisions and support the effective outworking of objectives and work plans.
- 4.6.5 To keep the Board informed of membership needs, priorities, concerns, ideas and suggested future actions - mindful of the need to maintain a broader systems-wide perspectives in the interests of GNDR's global membership.
- 4.6.6 To assist in the development and approval of policy papers and positions - this may involve attending conference calls, leading technical sub-committees and providing information and feedback on GNDR papers and internal developments.
- 4.6.7 To monitor and evaluate performance against agreed objectives, work plans and budgets in conjunction with the GNDR Secretariat
- 4.6.8 To ensure the effective administration and financial stability of the organisation and proper investment / utilisation of organisational resources
- 4.6.9 Identify potential regional financial resource and funding opportunities, where appropriate supporting the mobilisation of resources for GNDR work plan.
- 4.6.10 Volunteer, participate and facilitate technical sub-committees and/or working groups providing guidance and advise to specific areas of GNDR's work e.g. Governance, Finance, Strategy
- 4.6.11 Support the Board selection process, including the selection of the *Chair* of the Global Board from amongst Board members
- 4.6.12 To inform the Board of potential *conflicts-of-interests* related to GNDR Board duties and other duties / responsibilities
- 4.6.13 To commit the necessary time and level of engagement in fulfilment of GNDR duties. NOTE: In order to ensure the effective functioning of the Global Board it is expected Board members will participate in the quarterly conference calls and annual face-to-face meetings unless there are exceptional circumstances.

Secretariat

- 4.6.14 To offer advice, critical support, ideas and guidance to the Secretariat staff on substantive issues relating to the effective implementation of GNDR objectives and work plans
- 4.6.15 To guide and oversee the overall work of the GNDR Secretariat, including maintaining close collaboration and communications with GNDR's Global and Regional Hubs staff
- 4.6.16 To oversee the appointment the Global Network's Executive Director and the monitoring of his/her performance
- 4.6.17 Where appropriate, liaise and conduct regular meetings (face-to-face or on-line), for example with GNDR's regionally based staff (e.g. Regional Development Coordinators), *Views from the Frontline* (VFL) Regional and National Coordinators within their respective region, or others.

Representation

- 4.6.18 To attend relevant national, regional and global meetings and provide feedback to the Global Board on issues relevant to GNDR mandate and work plans

- 4.6.19 To advocate for GNDR and the wider civil society in the context of reducing disaster risk and strengthening resilience.
- 4.6.20 Communicate regularly with GNDR national and regional membership to identify concerns, issues and represent relevant constituency viewpoints and regional interests (particularly voices of grassroots activists) and reaffirm their mandate to act on behalf of the membership.
- 4.6.21 Communicate regularly with regional members and constituencies to provide regular updates, reports and feedback information on GNDR developments and activities.
- 4.6.22 Encourage the recruitment of new civil society members into GNDR.
- 4.6.23 Maintain a watching brief, represent and safeguard the name, corporate image and interests of GNDR in national, regional and global meetings, including within respective organisations, constituency groups, networks, associations, peers and spheres of influence.
- 4.6.24 Be an advocate for GNDR and its members in the context of strengthening resilience and reducing disaster risk.

NOTE: In consultation with GNDR's regional members, the development and strengthening of GNDR regional and national governance arrangements (including relationships with GNDR regionally-based secretariat staff) will be a key task of the newly appointed Governance Sub-committee. Terms of Reference for the technical sub-committees will be reviewed and updated once induction and handover of responsibilities from the former Steering Group to the new Global Board members has been completed (expected April 2015)

4.7. Global Board Chairperson

- 4.7.1 The Chairperson serves as the team leader for the Global Board with specific duties in guiding, supporting and facilitating the functioning of the Board, ensuring that the Board as a whole works effectively with the GNDR Secretariat, Trustees and broader GNDR membership.
- 4.7.2 The Chair receives his/her authority upon appointment by the Global Board and is authorised by the Global Board to provide leadership, guidance and facilitation to the Board members in order to carry out their roles and responsibilities (as detailed above) in the proper management and governance of GNDR.
- 4.7.3 Accountability is mutual. The Chairperson serves the Board members and is accountable to and reports to the Board members for the discharge of his/her responsibilities as detailed below.
- 4.7.4 The Chairperson serves for a minimum **one year** term up to a maximum of **three** years at which point the position is rotated to a new incumbent.
- 4.7.5 In consultation with the Chair, a deputy-Chair (Vice-Chair) may be chosen by the Global Board who may stand in for the Chair in his/her absence.

4.8. Specific responsibilities for the Chair

- 4.8.1 To ensure a relevant flow of information to the Global Board members and broader membership
- 4.8.2 With the support of the GNDR Secretariat ensure there is an annual programme of Board and sub-committee meetings with structured agendas and high-quality briefing papers providing relevant and timely information to allow Board members to discharge their responsibilities
- 4.8.3 To chair Global Board meetings and conference calls, providing overall leadership and guidance to the Board members
- 4.8.4 Ensuring that Board decisions are made in the best long-term interest of the GNDR membership and that the Board takes collective ownership of these decisions.
- 4.8.5 To chair meetings and support consultations with GNDR members and relevant sub-committees and working group as required
- 4.8.6 To lead on the development of the GNDR's vision, strategic direction and work streams with the support of the Executive Director and Secretariat staff.
- 4.8.7 Ensure objectives and work plans are achieved within approved funding constraints
- 4.8.8 Provide encouragement, guidance and direction to the Global Board and working groups to ensure a clear sense of direction, commitment and belonging to the network
- 4.8.9 Provide external representation and maintain good working relationships with external stakeholders and actors
- 4.8.10 To participate in "external" meetings and be an advocate for the GNDR and wider civil society in the context of disaster risk reduction
- 4.8.11 Developing and maintaining a healthy relationship with the Global Board members (including Trustees, sub-committees and advisory groups), Secretariat staff, GNDR membership, consultants, technical advisors and external stakeholders (e.g. institutional donors, UN agencies, national governments, academic / research institutions, media, etc.)
- 4.8.12 Encouraging all Board members to actively participate and to feel free to challenge constructively both the Chair and the Secretariat Executive Director
- 4.8.13 To oversee and support the effective functioning of the GNDR Secretariat in support of achieving agreed objectives and work plans
- 4.8.14 To develop good working relationships with the GNDR Executive Director and Trustees in order to support and where appropriate to challenge the Executive Director, to ensure that the Secretariat serves the GNDR Board and the interests of the GNDR membership.
- 4.8.15 Undertake the annual performance appraisal of the GNDR Executive Director with inputs from other Board and staff members as appropriate.
- 4.8.16 In exception circumstances, for example; due to ill health; changes in personal circumstances; conflict of interest, inappropriate behaviour and/or inability to fulfil

requirements the chair can be deselected from the role based upon a two thirds majority decision of the Global Board

- 4.8.17 NOTE: In order to fulfil responsibilities outlined above it is expected the GNDR chair is able to commit the necessary time and energy into this critical role – estimated to be two working days per month.

4.9. Board Members Selection Criteria

To be eligible for selection the potential nominees should meet the following criteria:

- 4.9.1 A registered member of GNDR, who is part of a civil society organisation and/or network and is based and active within the relevant geographical region / sub-region
- 4.9.2 A commitment to the mandate, strategic objectives and values of GNDR.
- 4.9.3 A willingness to devote the necessary time and effort – where appropriate supported by written confirmation from employing organisation.
- 4.9.4 An active member of relevant national civil society organisations and relevant national and regional networks
- 4.9.5 Strategic vision and understanding of the role of civil society within national and regional arenas
- 4.9.6 Good independent judgement and an ability to take global perspectives in the interests of the broader network
- 4.9.7 A sound understanding of advocacy and policy development
- 4.9.8 An ability to think creatively and willingness to speak their mind
- 4.9.9 Knowledge, understanding and working experience of disasters, disaster risk reduction, resilience and sustainable development issues
- 4.9.10 An appreciation and acceptance of the legal duties and responsibilities of a Board member
- 4.9.11 An ability to communicate in English. Fluency in French and/or Spanish is also desirable.
- 4.9.12 Access to communications infrastructure together with ability to communicate effectively with the International Board members and the regional GNDR membership
- 4.9.13 A commitment to working in an open, inclusive and participatory way as a member of a multi-disciplinary team.
- 4.9.14 A commitment to working in accordance with GNDR core values

4.10. GNDR Charity Trustees

- 4.10.1 GNDR has a minimum of three UK-based Charity Trustees on the Global Board. The trustees are legally responsible for GNDR UK as a registered UK charity and are responsible for final approval of GNDR strategic objectives and work plans in

accordance with GNDR charities mandate and in close consultation with the Global Board.

- 4.10.2 From time to time the replacement and appointment of new and/or additional Trustees will need to be undertaken. The selection and appointment of new trustees will be undertaken by the existing trustees in close consultation with Global Board including the GNDR Secretariat directors.
- 4.10.3 To maintain the independence of the charitable trustees and the necessary separation between management and governance arrangements, trustees serve on the Global Board in an *ex-officio* capacity. Accordingly, although trustee have the same rights as other Board members including debate and making formal motions they will abstain from voting on matters related to GNDR operational decision-making processes.
- 4.10.4 The key roles of the Trustees include:
- 4.10.4.1 Ensuring GNDR's strategic objectives and operational plans developed by the Global Board are in accordance with its charitable mandate.
 - 4.10.4.2 Ensure all income and expenditure are raised and utilised in compliance with GNDR's charitable mandate and UK's charities laws.
 - 4.10.4.3 Final approval of actions and funding allocations determined by the Global Board.
 - 4.10.4.4 Approval and signing off of statutory financial reports and accounts in compliance with Companies Act and GNDR's Charitable Objectives, including annual Trustees Reports.
 - 4.10.4.5 Advice and guidance to the Global Board on GNDR's legal requirements and governance arrangements in the UK.
 - 4.10.4.6 Support the Global Board in the recruitment and appointment of the GNDR Executive Director as an employee of the UK registered charity GNDR, including inputting in regular performance appraisal.
 - 4.10.4.7 Oversee and support the development of an appropriate salary structure for the GNDR Secretariat employees, including determining the appropriate salary level for the remuneration of the GNDR Executive Director.
 - 4.10.4.8 Ensure adequate risk management process are in place and are reviewed and updated regularly.
 - 4.10.4.9 Appointment and oversight of audit reports to UK governance bodies (Charity Commission, Companies House).
 - 4.10.4.10 Ambassadors to GNDR within public and external audiences
 - 4.10.4.11 Participate and input into relevant technical sub-committees e.g. Finance; Governance; Strategy.
- 4.10.5 The Global Board with the support of the Secretariat will be responsible for ensuring the induction and training of new trustees and Global Board members
- 4.10.6 Additional duties and responsibilities of the trustees may develop as the GNDR governance arrangements evolve over time.

5. The GNDR Secretariat

5.1. Purpose

- 5.1.1 The Secretariat serves as a “*support entity*” to the GNDR membership and the UK registered charity GNDR, reporting to the Global Board, and is subject to the legal authority of the trustees of the charity registered as GNDR.
- 5.1.2 The Secretariat is responsible for facilitating the development and supporting the overall coordination and execution of GNDR strategies, work plans and budgets as defined by the Global Board (in consultation with wider membership and with inputs from technical advisors) subject to the overriding approval of GNDR’s charity trustees.
- 5.1.3 The Secretariat is responsible (with the support, guidance and oversight of the Global Board) for developing and administrating GNDR institutional management and governance arrangements, including establishing effective human resource, financial, operational and communications systems and procedures, together with the mobilisation of adequate human and financial resources.
- 5.1.2 The Secretariat has overall communications responsibilities for ensuring the GNDR membership and the Global Board are kept informed of plans and actions through the regular updating of the GNDR website and the production and dissemination of relevant, timely and accurate information to key stakeholders groups. This includes recording and dissemination of records of Global Board meetings and procedures.
- 5.1.3 All strategic actions executed by the Secretariat must be approved by the Global Board in consultation with the relevant sub- committees, advisory groups and where appropriate the broader membership.

5.2. Secretariat Directors

- 5.2.1 The GNDR Secretariat has two directors - the Executive Director and the Operations Director. The head of the Secretariat is the Executive Director who is appointed and reports through the Chair to the Global Board. The Operations Director is appointed by and reports to the Executive Director.

NOTE: Key governance and management relationships and functions of the Global Board are outlined in **Annex 5: GNDR Governance Functions**.

5.3. Secretariat Staff

- 5.3.1 All UK-based Secretariat staff are contractually employed by the registered charity GNDR UK. Terms and conditions of UK-based staff must be in line with UK employment law.
- 5.3.2 Regionally-based Secretariat Staff are employed by GNDR UK although under different contractual arrangements to suit in-country employment legislation, hosting arrangements and personal circumstances.

- 5.3.3 All GNDR Secretariat staff (regional and UK-based) are employed to serve the GNDR membership under the overall direction, oversight and authority of GNDR executive decision-making body - the Global Board
- 5.3.4 The GNDR Secretariat organisational structure and staffing levels (including the Global and Regional Hubs) are detailed in **Annex 6: GNDR Secretariat Organisation Structure**.
- 5.3.5 In addition to Secretariat staff, external consultants are employed by GNDR to undertake specific work requirements. Consultants are employed on fixed-term UK or regional-based consultancy contracts.
- 5.3.6 The Executive Director has overall responsibilities for the management, safety and wellbeing of the Secretariat staff, consultants, advisors, interns and volunteers whilst deployed on GNDR business.

5.4. Secretariat Staff Remuneration

- 5.4.1 The overall salary structure of the GNDR Secretariat is to be developed by the GNDR Executive Director in consultation with the Global Board Trustees and Finance sub-committee.
- 5.4.2 The remuneration for Secretariat staff should be commensurate with the skills set and level of experience required to undertake the required tasks, together with the complexity, seniority and responsibilities of the position.
- 5.4.3 Terms & Conditions of Employment including salaries should be competitive with comparable positions within peer organisations, for example non-government organisations and networks within the relevant region. Generally speaking GNDR will aim for staff salaries to be set at the middle range in relation to peer groups and should be relevant to the host country / regional context
- 5.4.4 The remuneration of regionally recruited staff (i.e. employed through GNDR regional hubs) will be based on “local” salaries appropriate to the national pay-scales within the hosting country / region. They are not designed to reflect “expatriate” salary scales based on European terms and conditions. In this respect it is expected salaries for similar positions across different regions will vary.
- 5.4.5 Salary levels for all Secretariat staff will be periodically (every four to five years) reviewed (market-matched) within the relevant sector and region, where necessary using an external HR Consultancy.
- 5.4.6 Regional staff salaries will be fixed in US dollars although staff will be paid in local currency.
- 5.4.7 Salaries for all GNDR staff who have completed 12 months continuous service over the course of the year will be reviewed annually at the end of the calendar year (31 December). During a staff member’s first calendar year of employment, a pro-rata increase will be calculated based on the number of months employed, up to December 31, taking into consideration two elements:

- 5.4.7.1 An annual cost-of-living increase based on relevant official in-country inflation indices and accepted benchmarks within the charitable not-for-profit sector
- 5.4.7.2 A discretionary performance-related increase along the relevant salary bandwidth subject to satisfactory annual performance appraisal. Depending on performance this increment will typically range from 1 % Satisfactory - 2% Very Good - 3% Exceptional.

NOTE: Once the top of the salary band is reached there will be no further incremental increases other than annual cost of living adjustments.

- 5.4.8 The setting of the Executive Director's salary scales and annual increase in line with the above procedures will be the responsibility of the Global Board trustees in consultation with the Finance Committee.
- 5.4.9 The setting and approval of Secretariat (UK and regional) staff salary scales, including annual performance and cost-of-living increases, will be the responsibility of the GNDR Executive Director, in consultation with the Secretariat Management, the Global Board's Finance Committee and Trustees.
- 5.4.10 All salary increases are conditional on there being sufficient financial resources and personnel budget to cover costs.
- 5.4.11 Individual job evaluations will be undertaken for staff members who have significant changes to their roles and responsibilities as laid out in the employee's job descriptions / person specifications under which they were initially employed.

5.5. Performance Appraisal:

- 5.5.1 Secretariat staff will be subject to an annual performance appraisal by the relevant line-manager in accordance with GNDR appraisal procedures.
- 5.5.2 The annual performance appraisal of the Executive Director will be undertaken by the Chair of the Global Board with inputs from relevant Board and staff members as appropriate.

6. Membership

6.1. Full Members

- 6.1.1 The GNDR network is an association of civil society organisations with more than 800 member organisations (including international, national and local NGOs; community-based organisations; civil society alliances and networks; academic institutions and individuals) active in over 120 countries around the world.
- 6.1.2 All civil society organisations and their affiliated individuals whom have an interest and play an active role in strengthening resilience and reducing disaster risk are

welcome to register as Full Members, subject to GNDR membership criteria and agreement to comply with GNDR core values as articulated in GNDR's governance manual and in accordance with UK Charities Law. **See Annex 2: Check list of civil society organisation eligible for GNDR membership.**

- 6.1.3 Organisations and individuals can register for Full Membership upon successfully completing a membership application form either submitted online via the GNDR website or through email or postal application to the GNDR Secretariat.
- 6.1.4 Upon completion of registration, GNDR member organisations and individuals commit to respect and support the achievement of GNDR's mission and strategic objectives in accordance with the agreed core values.
- 6.1.5 Registered Full Member organisations can influence GNDR development and work programme through regional and constituency representation on the Global Board and will be able to input into GNDR decision-making processes as appropriate.
- 6.1.6 Member organisations or individuals may be expelled from GNDR if they are deemed by the Global Board to have acted against the best interests of the GNDR membership and/or have violated the core values as articulated in this governance manual.
- 6.1.7 There is currently no limits to the numbers of Full Members and no charge or membership fee for joining the GNDR, although this may be reviewed from time to time.
- 6.1.8 Over time it is envisaged the GNDR membership will be organised into geographical regions and other relevant thematic and constituency categories to help tailor GNDR's governance arrangements and activities to the specific needs of its members.

6.2. Responsibilities of Full Members

- 6.2.1 To contribute towards the achievements of GNDR objectives and undertake GNDR activities in accordance with GNDR's core values.
- 6.2.2 To bring common concerns and issues (particularly those related to the needs of vulnerable people and local actors) to the attention of the Global Board and / or Secretariat.
- 6.2.3 To participate and provide inputs, in-kind support and voluntary financial contributions to GNDR activities and work plans as appropriate to members capabilities.
- 6.2.4 To promote GNDR and its activities as opportunities arise.
- 6.2.5 Attend relevant GNDR meetings and events at national, regional and international levels as appropriate.

6.3. Entitlements of Full Member organisations

- 6.3.1 Access to GNDR progress updates, policy papers, good practice and lessons learnt documentation, and associated on-line resources.

- 6.3.2 Full access to on-line discussion boards, e-discussion forums, thematic working groups.
- 6.3.3 An opportunity to provide feedback on GNDR development and consultation processes to identify and prioritise strategic direction and activities.
- 6.3.4 An opportunity to participate in joint strategic activities including joint advocacy actions and the innovative “Frontline” programme.
- 6.3.5 An invitation to participate at the GNDR Biennial Global Summit.
- 6.3.6 An opportunity to participate and nominate regional representatives to the Global Board.
- 6.3.7 An opportunity to vote on strategic issues when the full engagement of GNDR membership is required (for example: the charging of a subscription fee for GNDR membership).
- 6.3.8 Opportunity to meet, share experiences and engage with like-minded organisations and individuals committed to strengthening resilience and disaster prevention across all regions.
- 6.3.9 Support in registering for participation in intergovernmental DRR conferences at global and regional levels.
- 6.3.10 Support, encouragement and profile raising through association with a major global civil society alliance.

6.4. Associate Member

- 6.4.1 Associate membership is open to non-civil society organisations and individuals whom have an interest in issues of disaster risk management and whom would like to observe proceedings and be associated with GNDR.
- 6.4.2 Associate members have “observer status with respect to GNDR management and governance arrangements and have no voting rights with respect to internal decision-making processes.
- 6.4.3 A key role of associate members is to add to the debate and extend the dissemination and influence of GNDR in respect to the achievement of its mission and objectives.

6.5. Entitlements of Associate members

- 6.5.1 Inclusion on the GNDR electronic mailing list
- 6.5.2 Access to GNDR website
- 6.5.3 Invitation to “observer status” at the GNDR Global Summit as and when these are organised – limits to numbers of observers may be applied
- 6.5.4 Support in registering to participation in relevant DRR conferences and events at regional and global levels.

6.6. Honorary members

- 6.6.1 *Honorary membership* may be awarded to individuals who are prepared to serve as “patrons” and goodwill ambassadors for GNDR. These will be individuals who have demonstrated an exceptional contribution to the work of GNDR and/or assisting vulnerable communities and championing disaster risk reduction issues.
- 6.6.2 Honorary members can be nominated at any time by full members of GNDR. A final decision will be made by the Global Board.
- 6.6.3 Honorary members can serve as advisers to the Global Board and/or may be appointed as “independent” Global Board members as appropriate.

7. Partnerships and Alliances

- 7.1.1 GNDR may from time to time form strategic alliances, coalitions and partnerships with regional networks (e.g. ADRRN), constituency networks (e.g. Huairou Commission) and thematic networks (e.g. Climate Action Network), and other civil society organisations and institutions to engage in joint actions that contribute towards shared goals and objectives
- 7.1.2 The terms and conditions of partnerships and alliances should be agreed in formal letters of agreement to help define the length, nature and terms of reference and differentiated responsibilities between the respective partners prior to entering into collaborative actions.
- 7.1.3 GNDR partners should undertake joint actions in accordance with GNDR core values.

Annexes

The following annexes mentioned in this governance manual are available as separate documents:

- Annex 1: GNDR Strategic Plan 2016 – 2020
- Annex 2: Guiding Checklist of CSO categories
- Annex 3: Global Board Members – Jan 2015
- Annex 4: Global Board Structure Jan 2015
- Annex 5: Global Board Governance Functions – Jan 2015
- Annex 6: GNDR Secretariat Organogram – March 2016
- Annex 7: GNDR Geographical Regions