

# **AFRICAN WATER FACILITY**

## **RULES OF PROCEDURES FOR THE GOVERNING COUNCIL**

The AWF Governing Council Rules of Procedures contained herein were adopted at the inaugural meeting of the Governing Council in Tunis on July 8, 2005.

July, 2005

# **AFRICAN WATER FACILITY SPECIAL FUND GOVERNING COUNCIL RULES OF PROCEDURE**

## **SECTION 1 PURPOSE**

1. The purpose of the Governing Council of the African Water Facility Special Fund (the "Governing Council") is to provide the general policy direction of the African Water Facility Special Fund (the "Water Fund"). In this regard, the Governing Council shall:
  - i. Approve the operational focus of the Water Fund and the proposed areas of intervention;
  - ii. Review the annual report of activities financed from the resources of the Water Fund; and
  - iii. Initiate discussions for a general replenishment of the resources of the Water Fund.
2. To this end, the African Development Bank (the "Bank"), which serves as Trustee for the Water Fund, shall consult regularly with the Governing Council, for purposes of formulating the indicative budget and work program prior to consideration by the Board of Directors of the Bank, and on other matters relevant to the Water Fund.

## **SECTION 2 COMPOSITION**

1. The Governing Council shall have thirteen (13) members comprising five (5) persons appointed by AMCOW on a sub-regional basis, one (1) member appointed by the Bank, one (1) member appointed by the African Union under the New Partnership for Africa's Development (NEPAD), one (1) member appointed by U.N.–Water Africa, five (5) members appointed by Donors to the Water Fund who are not otherwise represented in the membership of the Governing Council, and the Director of the Water Fund who shall be an *ex-officio* member.
2. Membership of the Governing Council shall reflect regional and geographical groupings, and due weight to funding efforts of all Donors.
3. Members of the Governing Council shall at all times be senior officials with the authority to take decisions on any matter before the Governing Council. Each member shall have an alternate who shall participate in meetings in the absence of the substantive member. Only members or their alternates shall participate in decision-making during meetings of the Governing Council.
4. The five (5) seats allocated to Donors on the Governing Council shall represent five (5) Donor constituencies, except otherwise agreed. The rules of membership and representation of the Donor constituencies will be determined by the Donors, subject to the provisions of sub-sections 2 and 4 of this Section.

5. The Governing Council shall appoint a Chairperson who shall serve for a term of one (1) year, and a maximum term of two (2) years. The Chairperson shall be a person of international repute and of the highest competence, as well as a national of a member country of the Bank. The Chairperson shall not exercise any voting rights. The Governing Council shall appoint the first Chairperson at its inaugural meeting.
6. The African Ministerial Council on Water (AMCOW), in collaboration with the Bank, shall identify eligible person(s) for the office of Chairperson for consideration by the Governing Council. Relevant professional and background information of the person(s) should also be submitted to the Governing Council to facilitate the decision-making process.
7. The Bank shall appoint a Secretary for the Governing Council.

### **SECTION 3 MEETINGS**

1. The Chairperson of the Governing Council, in consultation with the Secretary and members of the Governing Council, shall convene meetings of the Governing Council at such places and at such times as may be required. The Governing Council shall, however, meet at least once a year.
2. Notice of each meeting shall be sent by the Secretary to each member of the Governing Council at least thirty (30) days before the scheduled date of the meeting.
3. A quorum for a meeting of the Governing Council shall be formed by any ten (10) members.
4. Decisions of the Governing Council shall be by consensus; provided, however, that a formal vote may be taken at the request of two (2) members. In the event of a vote, decisions shall be taken by the vote of two-thirds majority of those present at the meeting. Each member shall have (1) one vote.
5. Decisions of the Governing Council may be taken by correspondence, subject to the above-mentioned quorum and voting requirements.
6. Proceedings at any meeting of the Governing Council shall be conducted in English and French.
7. The Secretary of the Governing Council shall record the deliberations of each meeting, and distribute a report thereof to the members.
8. The Chairperson of the Governing Council may invite an observer or expert to address a meeting of the Governing Council.

#### **SECTION 4 ADMINISTRATIVE COSTS**

The administrative costs of the Governing Council shall be kept at a minimum, and financed out of the budget of the Water Fund. The travel and subsistence allowance costs of members representing AMCOW and the African Union under NEPAD, for purposes of attending Governing Council meetings, shall be paid out of the budget of the Water Fund, based on the applicable Bank travel policy.

#### **SECTION 5 AMENDMENTS**

The rules and procedures contained herein may be amended by the Governing Council.

#### **SECTION 6 MISCELLANEOUS PROVISIONS**

The rules and procedure contained herein shall be known as the **"Rules of Procedure of the Governing Council of the African Water Facility Special Fund."**

Adopted in Tunis, Tunisia,  
on 8 July 2005, at the inaugural  
meeting of the Governing Council