



SUSTAINABLE ENERGY FOR ALL

TERMS OF REFERENCE – FUNDERS’ COUNCIL

1.	PURPOSE:
	<p>The SEforALL Funders’ Council is established by the Administrative Board for the purpose of ensuring active dialogue and collaboration among SEforALL Funding Partners and between Funding Partners and the SEforALL Administrative Board. The Funders’ Council is consultative and as such provides advice and recommendations to the Administrative Board and the CEO.</p> <p>The Funders’ Council exists for the purpose set out in these Terms of Reference.</p>
2.	OBJECTIVES AND RESPONSIBILITIES:
	<p>The Funders’ Council facilitates dialogue and exchange among Funding Partners and between the Funding Partners and the Administrative Board, in particular with regard to:</p> <ul style="list-style-type: none">• The strategic directions and positioning of SEforALL• Resource mobilization strategy for SEforALL• Reviewing the annual audited accounts of SEforALL, as well as annual work plans, and recommending action to the Administrative Board• Building a shared understanding of the political environment and priorities of the Funding Partners.



3.	MEMBERSHIP:
	<p>The membership of the council shall include:</p> <ul style="list-style-type: none">• One seat for a representative of each Funding Partner<ul style="list-style-type: none">— Funding Partners determine their own process for selecting a representative. Each representative holds the allocated seat until the Funding Partner designates a successor. If a Funding Partner fails to designate a representative, the seat shall remain vacant until a representative is designated.— Funding Partners shall be entitled to designate alternate representatives. Alternate representatives shall have the same rights and responsibilities as representatives when acting in that capacity.— Funding Partners shall be entitled to hold their allocated seats for the duration of their funding support, up to the Funders' Council annual meeting for the calendar year that follows the end of their support. <p>The Chair of the Administrative Board, will designate a member of the Administrative Board to attend Funding Partners meetings and to act as a liaison.</p>
4.	CHAIR AND RESPONSIBILITIES OF THE CHAIR:
	<ul style="list-style-type: none">• Funding Partners shall from among themselves nominate a Chair. The Chair shall be appointed with two-thirds majority and shall serve for two years.<ul style="list-style-type: none">— The Chair shall preside at all meetings of the Funders' Council and will be responsible for providing leadership to the Funders' Council (e.g., convening meetings; developing agendas) with support from the executive office of SEforALL.• The Chair appointed by the Funders' Council shall automatically be appointed by the Administrative Board as a member of the Administrative Board and shall serve on the Administrative Board in accordance with the SEforALL Statutes and Rules of Procedure of the Administrative Board.



- In serving on the Administrative Board, the Chair of the Funders’ Council acts in the capacity of an agent of the Funders’ Council and therefore represents the interests of the Funders’ Council. In such capacity, the Chair of the Funders’ Council shall not be held accountable or liable for Administrative Board deliberations. When he/she has a conflict of interest with respect to a proposed Administrative Board decision, he/she should immediately report this to the Chair of the Administrative Board.
- In the event that a Funding Partner that holds the Chair of the Funders’ Council designates a successor, the new representative shall succeed his/her predecessor on the Administrative Board for the remaining term.

5. SCHEDULE OF MEETINGS:

- The Funders’ Council will meet at least quarterly by video (with audio as a back-up). The schedule of meetings shall be determined a year in advance. The Annual Meeting will be conducted in person in the second quarter of each year.
- The Funders’ Council will meet once a year with the Administrative Board in person.

6. REPORTING:

- Members of the Funders’ Council will receive summaries of Administrative Board meetings as well as all key documents of management and administration for activities of SEforALL.
- The Chair of the Funders’ Council, with support from the SEforALL executive office, shall make a summary of their meetings and recommendations available to the Administrative Board.