

Proposed Changes to the GEO Rules of Procedure

This document is submitted to the Programme Board for decision.

1 INTRODUCTION

The Programme Board, at its 13th meeting, approved in principle a change to the timing of the distribution of documents for Programme Board meetings. Action 13-11 directed that the Secretariat include the necessary changes to the GEO Rules of Procedure in the Report from the Programme Board that will be submitted to the 48th Executive Committee meeting.

At its 10th meeting (September 2018), the Programme Board had also requested a change to the Rules of Procedure to enable it to monitor progress of Community Activities. This change was not made at the time as the request came too late to be included in the documents for the GEO-XV Plenary.

In the course of preparing the changes identified above, the Secretariat recommends that the Programme Board consider other revisions to the Rules of Procedure related to its mandate and functioning. These changes are intended to clarify requirements and procedures, and to bring the Rules of Procedure into greater alignment with existing practices.

Proposed changes to the GEO Rules of Procedure must be approved by the Executive Committee at its July meeting, that is, the 48th Executive Committee meeting, in order to be included in the Plenary documents. To do this, Programme Board must therefore agree on the changes that will be proposed at its 14th meeting.

The purpose of this document is to describe the proposed changes and their rationale. The proposed final text of the relevant sections of the GEO Rules of Procedure are included as Annex A. The same sections with the proposed revision marked are included as Annex B. The current version of the same sections is included as Annex C.

2 SUMMARY OF THE PROPOSED CHANGES

The proposed changes will be discussed in the order they appear in the GEO Rules of Procedure. Related sub-sections will be treated as a single item.

2.1 Sub-Section 6.1 Function

Correction of two minor typographical errors.

2.2 Sub-Section 6.2 Duties

The major substantive changes are:

- Broadening item (b) to include review of progress of all Work Programme activities (this change implements the decision of the 10th Programme Board meeting discussed above);
- The addition of item (e) regarding improvement of the Work Programme; and
- The addition of item (f) regarding the role of the Programme Board to collaborate with the Secretariat in the organization of the GEO Symposium and similar events.

The Secretariat proposes to replace item (g) regarding subgroups, with a new sub-section (6.8), as it relates to a power of the Programme Board, not a duty.

2.3 Sub-section 6.3 Membership

The purpose of this new sub-section is to clarify the distinction between membership in Programme Board, which has always been at the level of the GEO Member or Participating Organization, and the individual representatives of those Programme Board members. This distinction is important because the Programme Board member may change their representatives at their discretion without seeking reappointment. Termination of a Programme Board member for non-attendance is also not based on the attendance of individual representatives, but on whether any of its nominated representatives attend the meetings or participate in subgroups and review teams.

The proposed wording does not make any substantive changes to existing practice, but is only intended to clarify the above distinction.

2.4 Sub-section 6.4 Appointment of Programme Board Members

The purpose of this sub-section is to separate articles relating to the Programme Board member appointment process from the membership itself in sub-section 6.3. It is also intended to clarify some aspects of the process and ensure the language is consistent with current practice.

Article 6.4.1 is new, but is based on established practice. Existing wording referred to appointment by Plenary in passing in the middle of article 6.2.1. The change highlights this as the basic principle underlying the process.

Article 6.4.2 provides greater clarity regarding the Call for Nominations. Previously, only three months lead time was provided, which is insufficient in practice, and no period of time was specified between the call and the deadline for nominations.

Article 6.4.3 clarifies the rights of principal and alternate representatives to participate in Programme Board meeting, subgroups and review teams. This is consistent with current practice.

Article 6.4.4 specifies that the slate of candidates proposed by the Secretariat only relate to the positions that are vacant or which will become vacant at the end of their terms (and not for the entire Programme Board). This is consistent with existing practice.

Article 6.4.5 clarifies that Programme Board members may change their representatives and specifies how this is to be done. Current language is silent on this, although it does say that the nominations are at the discretion of the GEO Member or Participating Organization. Actual practice has permitted changes to the representatives on many occasions. The proposed changes provide greater assurance on this right and the process to be followed.

Article 6.4.6 retains existing language in the Rules of Procedure.

Article 6.4.7 retains most of the existing text but clarifies the possibility that the Secretariat may provide support for the participation in Programme Board activities by members from developing countries under certain conditions. This change reflects current practice.

2.5 Sub-section 6.5 Programme Board Co-chairs

This sub-section has been added to group together articles related to the co-chairs and to provide greater clarity regarding their duties and terms.

Article 6.5.1 is similar to existing language but specifies that co-chairs must be the principal representatives of the Programme Board member.

Article 6.5.2 clarifies the length of the term of co-chairs, which is currently stated as “up to three years”. The term is specified as coinciding with that of the Programme Board member they represent. This may apply to situations where a co-chair resigns their position before the end of the term, thus

triggering a new election of a co-chair whose term would be less than three years. The article also proposes a limit of two terms for co-chairs to allow for reasonable turn-over. This element is new.

Article 6.5.3 references Annex F for the election as in the current rules. Annex F itself will be addressed separately below.

Article 6.5.4 is new and sets out the main duties of the Programme Board co-chairs. Item (b) reflects the decision at the 13th Programme Board meeting to adopt the practice from Executive Committee.

2.6 Sub-section 6.6 Programme Board Meetings

This sub-section is intended to bring together various existing articles related to Programme Board meetings. The substance and much of the language of the first four articles is taken from the existing Rules of Procedure.

Article 6.6.5 is intended to implement the decision of the 13th Programme Board meeting regarding the distribution of documents.

2.7 Sub-section 6.7 Participating Organization Observers to Executive Committee

This sub-section is new and has been added to provide greater clarity to the process for selection of the Participating Organization observers, which continues to be a duty of the Programme Board. The proposed approach is to follow the voting procedure used for the Programme Board co-chairs and which is described in detail in Annex F to the GEO Rules of Procedure. Eligibility to vote is limited to Programme Board members from Participating Organizations, consistent with previous practice.

A proposed change to existing practice is to make the term of the Participating Organization representatives to one year renewable. This is to allow for more Participating Organizations to engage in this way with the Executive Committee.

2.8 Sub-section 6.8 Programme Board Subgroups

This sub-section is new and is intended to document, and to provide greater consistency in, existing practice. A key part of this sub-section is the requirement that all subgroups have approved terms of reference. While this has generally been the practice in the Programme Board, there have been instances where this has not been followed, with consequences for the time and resources of Programme Board members and the Secretariat. There is also a proposal that the Programme Board review the status and terms of reference of each subgroup at the beginning of each year.

2.9 Sub-section 6.9 Support

This section retains existing language in the Rules of Procedure.

2.10 Annex F Programme Board Voting Procedure

The proposed changes are intended to: (i) broaden the language so that the same process may be applied to the selection of Participating Organization representatives to the Executive Committee, as well as to Programme Board co-chairs, and (ii) acknowledge that recent practice has been to use electronic voting procedures which, while allowed under previous rules, were not explicitly specified. The new language makes the default process electronic, though retaining the possibility of in-person voting should there be an objection by a Programme Board member to electronic voting.

3 RECOMMENDATION

The Secretariat recommends that the Programme Board approve the proposed changes to the GEO Rules of Procedure. Following Programme Board approval, a document will be prepared by the Secretariat, including any revisions requested by the Programme Board, for presentation to the Executive Committee at its 48th meeting in July 2019.

Annex A – Proposed Revisions to the GEO Rules of Procedure (Proposed Final Text)

6 GEO PROGRAMME BOARD

6.1 *Function:* The GEO Programme Board supports the ongoing development and implementation of the *GEO Strategic Plan 2016 – 2025: Implementing GEOSS* through multi-year GEO Work Programmes.

Specifically, the GEO Programme Board:

- Works to ensure the overall coherence and alignment of the GEO Work Programmes with GEO's Strategic Objectives and Core Functions;
- Works to align the scope and substance of tasks, GEO Initiatives and Flagships in the GEO Work Programme with the resources committed by Members and Participating Organizations;
- Supports and enables cross-cutting coordination and knowledge exchange, especially best practices; and
- Promotes GEO Work Programmes and engagement of stakeholders in their implementation.

6.2 *Duties:* The GEO Programme Board will:

- a. Review the scope and substance of GEO Work Programme activities (that is, GEO Initiatives, Flagships, Regional GEOs, and Foundational Tasks) proposed for the multi-year GEO Work Programme;
- b. Review the progress of all GEO Work Programme activities;
- c. Recommend GEO Work Programmes for Plenary acceptance; including assessing whether resources committed are commensurate to the activities scoped for inclusion in the Work Programme;
- d. Examine proposed Implementation Plans for GEO Initiatives and Flagships and take decisions to accept new ones;
- e. Collaborate with and assist GEO Work Programme activities and candidate activities to maximize the quality and sustainability of the GEO Work Programme;
- f. Collaborate with the Secretariat to convene symposia or other events in support of the development and implementation of the GEO Work Programme;
- g. Provide high-level recommendations to the Executive Committee; Nominate Participating Organization observers to the Executive Committee; and
- h. Undertake such other tasks as may be delegated to the Programme Board by the Executive Committee or the Plenary.

6.3 *Membership*

6.3.1 Membership on the GEO Programme Board is open only to GEO Members and Participating Organizations.

- 6.3.2 The GEO Programme Board will be composed of no fewer than 16 and no more than 32 members. At least 40% of Programme Board members must be from GEO Members and at least 40% of Programme Board members must be from Participating Organizations.
- 6.3.3 Programme Board member terms are for a period of three calendar years, beginning January 1, unless the member resigns or their membership is terminated early (see article 6.3.5). Programme Board members whose term has ended may reapply for another term.
- 6.3.4 To assure continuity of processes and retention of knowledge, Programme Board member terms will be set so that approximately one-third of member terms end each year.
- 6.3.5 If neither the principal nor the alternate representatives of a Programme Board member have participated, either in-person or by teleconference, in two consecutive Programme Board meetings, and if the principal and alternate representatives of that Programme Board member have not been active in Programme Board subgroups or review teams, the term of that Programme Board member may be terminated early by the Executive Committee on advice from Programme Board Co-chairs.

6.4 *Appointment of Programme Board Members*

- 6.4.1 Appointment of Programme Board members is by decision of Plenary.
- 6.4.2 A Call for Nominations to the Programme Board will be issued by the Secretariat at least four months prior to the end of the calendar year. At least three weeks will be provided from the Call for Nominations to the deadline for submission of nominations.
- 6.4.3 Nominations must identify one principal representative and may identify up to two alternate representatives to the Programme Board. Nominations of representatives must be approved by the GEO Principal of the nominating GEO Member or Participating Organization. Both principal and alternate representatives may attend Programme Board meetings and participate in Programme Board subgroups and review teams.
- 6.4.4 The Secretariat will review the nominations received and propose to the Executive Committee a slate of candidates for Programme Board seats that are or will be vacated. The Executive Committee will review all nominations and recommend a slate of Programme Board members for appointment by the Plenary.
- 6.4.5 Principal and alternate representatives may be changed during the Programme Board member term at the request of the GEO Principal of the Programme Board member.
- 6.4.6 Programme Board member representatives are expected to take a broad, comprehensive perspective of GEO, working constructively toward common objectives.
- 6.4.7 Each Programme Board member will be responsible for their own costs connected with participation in Programme Board activities. Subject to the availability of funds and the approval of the Executive Committee, participation in Programme Board activities may be supported from the GEO Trust Fund for members from developing countries.

6.5 *Programme Board Co-chairs*

- 6.5.1 Programme Board members will elect three co-chairs from among the principal representatives. At least one Programme Board co-chair will be from a GEO Member and at least one Programme Board co-chair will be from a Participating Organization.
- 6.5.2 The term of each Programme Board co-chair will end at the conclusion of the term of the Programme Board member of which they are the principal representative. If that Programme Board member term is renewed, the principal representative may be re-elected to a second term as co-chair.

- 6.5.3 The Programme Board co-chair election process will follow the procedure described in Annex F.
- 6.5.4 Programme Board co-chairs, with the support and collaboration of the GEO Secretariat, are jointly responsible for:
- a. Setting Programme Board meeting agendas;
 - b. Reviewing Programme Board documents prior to distribution to Programme Board members;
 - c. Chairing meetings of the Programme Board;
 - d. Identifying strategic and tactical issues relevant to successful implementation of the GEO Work Programme and formulate them for discussion within the Programme Board and/or the Executive Committee;
 - e. Representing the Programme Board at Executive Committee and Plenary meetings; and
 - f. Preparing reports from the Programme Board to the Executive Committee and the Plenary.

6.6 *Programme Board Meetings*

- 6.6.1 Programme Board will convene an in-person meeting at least two times per year. Means for Programme Board representatives to participate by teleconference will be provided for each meeting. Additional meetings, including meetings solely by teleconference, may be convened at the discretion of the Programme Board co-chairs.
- 6.6.2 Quorum for Programme Board meetings will be 50% of Programme Board members.
- 6.6.3 Decisions by the Programme Board will be by consensus, taking account of decisions taken previously by the Programme Board and in other GEO governance structures. In the spirit of GEO being open, inclusive and transparent, consensus is reached when there is no strong objection from a Programme Board member to the proposed decision before the Programme Board. In cases where consensus cannot be achieved, the Programme Board co-chairs may decide to bring the matter to the Executive Committee for resolution.
- 6.6.4 If more than one representative of a Programme Board member attends a Programme Board meeting, the attending representatives will coordinate their positions.
- 6.6.5 Documents for decision at a Programme Board meeting will be sent to the Programme Board co-chairs at least three weeks prior to the meeting for their review and comment. Once approved by the Programme Board co-chairs, documents for decision will be distributed to all Programme Board members at least two weeks prior to the meeting. Documents that are for information or discussion will be distributed at least one week prior to the meeting.
- 6.6.6 The Secretariat will distribute to all Programme Board members, within two weeks of each meeting, a report which will include a list of all meeting participants and the key outcomes and actions from the meeting.

- 6.7** *Participating Organization Observers to Executive Committee:* The Programme Board members from Participating Organizations will nominate three of their members to serve as Participating Organization Observers to the Executive Committee. The term of each Observer will be one year, which may be renewed. The nomination process will follow that described in Annex F.

6.8 *Programme Board Subgroups*

- 6.8.1 The Programme Board may create, modify and disband subgroups to further its work on any matter related to its duties.
 - 6.8.2 Any principal or alternate Programme Board member representative may participate in any subgroup. Programme Board subgroups may also include participants who are not Programme Board member representatives, at the discretion of the Programme Board. At least one co-chair of every subgroup must be a Programme Board representative.
 - 6.8.3 Each subgroup will have a terms of reference which is approved by the Programme Board when the subgroup is established. The terms of reference will include, among other things:
 - a. The purpose for which the subgroup was created;
 - b. The scope and mandate of the subgroup;
 - c. The expected outputs or deliverables of the subgroup; and
 - d. Whether participation in the subgroup is open to those who are not Programme Board member representatives.
 - 6.8.4 The status and terms of reference of all subgroups will be reviewed at the first meeting of the Programme Board in each calendar year.
- 6.9** *Support:* The Secretariat will provide administrative and analytical support to the Programme Board. The activities of the Programme Board will be closely coordinated with the Secretariat and other GEO entities to maintain consistency with the approved GEO Strategic Plan, and to maximize the effectiveness of GEO and the implementation of GEOSS.

Annex F: Programme Board Voting Procedure

The following voting procedure will apply to elections of:

- Programme Board co-chairs; and
 - Participating Organization nominees to Executive Committee.
- A. The Secretariat will inform Programme Board member representatives of the number and type of vacancies for which elections are required. In most instances, these vacancies will be anticipated due to completion of some member terms.
 - B. Vacancies will be filled prior to the next Programme Board meeting using electronic voting, unless an objection is raised by a Programme Board member. If an objection is raised, vacancies will be filled at the next in-person Programme Board meeting as the first order of business.
 - C. The Secretariat will invite nominations from Programme Board members for vacant positions. Nominations must be by individual Programme Board principal representatives on their own behalf. The period of time allowed for nominations will be no less than one week, in the case of anticipated vacancies, and no less than two weeks in the case of unanticipated vacancies. Nominations will be submitted via email to the Programme Board distribution list. The nomination email should include a short (less than 200 words) statement describing why they wish to serve and what they bring (e.g. experience, qualifications, perspectives) to the position.
 - D. Following the close of the nomination period, the Secretariat will confirm the eligibility of the nominees and announce the candidates for the vacant positions. If only one valid nomination has been received by the end of the nomination period, the Secretariat will announce that the candidate has been elected by acclamation.
 - E. If more than one valid nomination has been received, the Secretariat will circulate the list of candidates and their statements to all Programme Board members eligible to vote. Each Programme Board member will then be asked to submit one vote for each position for which an election is being held to the Secretariat only (as a secret ballot) via email. Where there are multiple representatives for a Programme Board member, the representatives must coordinate among themselves which representative will submit the votes on behalf of that member.
 - F. If the election is being held at an in-person meeting, each candidate will be provided the opportunity to give their candidate statement verbally at the meeting, following which there will be opportunity for other Programme Board members to ask questions. Voting at in-person meetings will occur by secret ballot administered by the Secretariat.
 - G. Before voting begins, the Secretariat will announce the number of eligible voters and the list of candidates. For Programme Board co-chair positions, all Programme Board members will be eligible to cast one vote per vacant position. For positions as Participating Organization Observers on Executive Committee, each Participating Organization Programme Board member will be eligible to cast one vote per vacant position. A nominating member may vote for themselves.
 - H. In the event there is more than one co-chair vacancy, voting will be conducted for each vacancy in sequential rounds.
 - I. If the number of votes is tied for a particular vacant position, a tie-breaker round of voting will be undertaken. If the tie remains after three rounds of tie-breaker voting, a member of the GEO Secretariat will flip a coin to determine the result of the vote.

Annex B – Proposed Revisions to the GEO Rules of Procedure (Proposed Revisions Marked)

6 GEO PROGRAMME BOARD

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Specifically, the GEO Programme Board:

- Works to ensure the overall coherence and alignment of the GEO Work Programmes with GEO's Strategic Objectives and Core Functions;
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- Supports and enables cross-cutting coordination and knowledge exchange, especially best practices; and
- Promotes GEO Work Programmes and engagement of stakeholders in their implementation.

6.2 *Duties:* The GEO Programme Board will:

- a. Review the scope and substance of GEO Work Programme activities (that is, GEO Initiatives, Flagships, Regional GEOs, and Foundational Tasks) proposed for the multi-year GEO Work Programme;
- b. Review the progress of ~~GEO Foundational Tasks, Initiatives and Flagships~~ all GEO Work Programme activities;
- c. Recommend GEO Work Programmes (~~GEO Initiatives, Flagships, and Foundational Tasks~~) for Plenary acceptance; including assessing whether resources committed are commensurate to the activities scoped for inclusion in the Work Programme;
- d. Examine proposed Implementation Plans for GEO Initiatives and Flagships and take decisions to accept new ones;
- e. Collaborate with and assist GEO Work Programme activities and candidate activities to maximize the quality and sustainability of the GEO Work Programme;
- ~~d~~.f. Collaborate with the Secretariat to convene symposia or other events in support of the development and implementation of the GEO Work Programme;
- ~~e~~. Provide high-level recommendations to the Executive Committee;
- ~~f~~.g. Nominate Participating Organization observers to the Executive Committee; and
- ~~g~~. Establish sub-groups to address specific topics as needed; and
- h. Undertake such other tasks as may be delegated to the Programme Board by the Executive Committee or the Plenary.

6.3 *Membership*

- 6.3.1 Membership on the GEO Programme Board is open only to GEO Members and Participating Organizations.
- 6.3.2 The GEO Programme Board will be composed of no fewer than 16 and no more than 32 members. At least 40% of Programme Board members must be from GEO Members and at least 40% of Programme Board members must be from Participating Organizations.
- 6.3.3 Programme Board member terms are for a period of three calendar years, beginning January 1, unless the member resigns or their membership is terminated early (see article 6.3.5). Programme Board members whose term has ended may reapply for another term.
- 6.3.4 To assure continuity of processes and retention of knowledge, Programme Board member terms will be set so that approximately one-third of member terms end each year.
- 6.3.5 If neither the principal nor the alternate representatives of a Programme Board member have participated, either in-person or by teleconference, in two consecutive Programme Board meetings, and if the principal and alternate representatives of that Programme Board member have not been active in Programme Board subgroups or review teams, the term of that Programme Board member may be terminated early by the Executive Committee on advice from Programme Board Co-chairs.

6.4 *Appointment of Programme Board Members*

- 6.4.1 Appointment of Programme Board members is by decision of Plenary.
- 6.4.2 A Call for Nominations to the Programme Board will be issued by the Secretariat at least four months prior to the end of the calendar year. At least three weeks will be provided from the Call for Nominations to the deadline for submission of nominations.
- 6.4.3 Nominations must identify one principal representative and may identify up to two alternate representatives to the Programme Board. Nominations of representatives must be approved by the GEO Principal of the nominating GEO Member or Participating Organization. Both principal and alternate representatives may attend Programme Board meetings and participate in Programme Board subgroups and review teams.
- 6.4.4 The Secretariat will review the nominations received and propose to the Executive Committee a slate of candidates for Programme Board seats that are or will be vacated. The Executive Committee will review all nominations and recommend a slate of Programme Board members for appointment by the Plenary.
- 6.4.5 Principal and alternate representatives may be changed during the Programme Board member term at the request of the GEO Principal of the Programme Board member.
- 6.4.6 Programme Board member representatives are expected to take a broad, comprehensive perspective of GEO, working constructively toward common objectives.
- 6.4.7 Each Programme Board member and alternates will be responsible for their own costs connected with participation in Programme Board activities. In specific, exceptional circumstances Subject to the availability of funds and the approval of the Executive Committee, participation in Programme Board activities may be supported from the GEO Trust Fund, subject to the availability of funds, personnel, and other resources, and agreement of the Executive Committee for members from developing countries.

6.5 *Programme Board Co-chairs*

- 6.5.1 Programme Board members will elect three co-chairs from among the principal representatives. At least one Programme Board co-chair will be from a GEO Member and at

least one Programme Board co-chair will be from a Participating Organization.

- 6.5.2 The term of each Programme Board co-chair will end at the conclusion of the term of the Programme Board member of which they are the principal representative. If that Programme Board member term is renewed, the principal representative may be re-elected to a second term as co-chair.
- 6.5.3 The Programme Board co-chair election process will follow the procedure described in Annex F.
- 6.5.4 Programme Board co-chairs, with the support and collaboration of the GEO Secretariat, are jointly responsible for:
- a. Setting Programme Board meeting agendas;
 - b. Reviewing Programme Board documents prior to distribution to Programme Board members;
 - c. Chairing meetings of the Programme Board;
 - d. Identifying strategic and tactical issues relevant to successful implementation of the GEO Work Programme and formulate them for discussion within the Programme Board and/or the Executive Committee;
 - e. Representing the Programme Board at Executive Committee and Plenary meetings; and
 - f. Preparing reports from the Programme Board to the Executive Committee and the Plenary.

6.6 *Programme Board Meetings*

- 6.6.1 Programme Board will convene an in-person meeting at least two times per year. Means for Programme Board representatives to participate by teleconference will be provided for each meeting. Additional meetings, including meetings solely by teleconference, may be convened at the discretion of the Programme Board co-chairs.
- 6.6.2 Quorum for Programme Board meetings will be 50% of Programme Board members.
- 6.6.3 Decisions by the Programme Board will be by consensus, taking account of decisions taken previously by the Programme Board and in other GEO governance structures. In the spirit of GEO being open, inclusive and transparent, consensus is reached when there is no strong objection from a Programme Board member to the proposed decision before the Programme Board. In cases where consensus cannot be achieved, the Programme Board co-chairs may decide to bring the matter to the Executive Committee for resolution.
- 6.6.4 If more than one representative of a Programme Board member attends a Programme Board meeting, the attending representatives will coordinate their positions.
- 6.6.5 Documents for decision at a Programme Board meeting will be sent to the Programme Board co-chairs at least three weeks prior to the meeting for their review and comment. Once approved by the Programme Board co-chairs, documents for decision will be distributed to all Programme Board members at least two weeks prior to the meeting. Documents that are for information or discussion will be distributed at least one week prior to the meeting.

~~6.2.1 The GEO Programme Board comprises persons serving as members¹ from GEO Members~~

~~⁺ Each person on the Programme Board is a representative of a GEO Member or a GEO Participating Organization and a member of the Programme Board. The Programme Board co chairs, working with Programme Board members, are Programme Board representatives.~~

- ~~and from Participating Organisations who are appointed by the Plenary. The Secretariat will propose a slate of between 16 and 32 candidates to the Executive Committee, which will review all nominations and recommend a slate of Programme Board members for appointment by the Plenary. The Executive Committee will ensure that there is a balance in the membership of the Programme Board. Programme Board members and their alternates are expected to take a broad, comprehensive perspective of GEO, working constructively towards common objectives. A Call for Nominations will be issued by the GEO Secretariat at least 3 months prior to the end of the Programme Board members' term as defined in 6.4, and may be issued on an as needed basis when one or more vacancies occur during a term.~~
- ~~6.2.2 The GEO Programme Board will number no fewer than 16 and no more than 32 members. At least 40% of Programme Board members will be from GEO Members and at least 40% will be from Participating Organizations.~~
- ~~6.2.3 Term: The Programme Board will be active for the full duration of the GEO Strategic Plan 2016–2025: Implementing GEOS.~~
- ~~6.2.4 Nominations—GEO Member and Participating Organization Principals nominate representatives to the Programme Board; therefore, nominations are made at the discretion of the Member or Participating Organization;~~
- ~~6.2.5 Nominations may include a single principal, or a principal and up to two alternates. Nominees are requested to provide a short biography with their nomination;~~
- ~~6.2.6 Length of Term—Programme Board members and their alternates serve simultaneously for up to three years. Programme Board members and their alternates may be re-nominated by their Principal;~~
- ~~6.2.7 To assure retention of knowledge and continuity on the Programme Board, nominations will be held annually for 1/3 of the Programme Board member positions;~~
- ~~6.2.8 To initiate the process defined in 6.4.4, at the beginning of the 2017, the Programme Board members, including co-chairs, will be assigned a term end date by lottery—either 2017, 2018 or 2019;~~
- ~~6.2.9 If a member has not participated in 2 consecutive Programme Board meetings and has not been active in sub-groups, their term can be terminated early by the Executive Committee on advice from Programme Board Co-chairs.~~
- ~~6.2.10 Alternate members: In the absence of the principal member, an alternate member may participate and vote on the member's behalf. If both the member and alternates attend a meeting, which can be desirable to promote continuity and additional input, they may participate in discussion as long as their input is coordinated. Alternates may be appointed by the Programme Board to participate in and/or co-chair sub-groups of the Programme Board.~~
- ~~6.2.11 Decision: The Programme Board works by consensus taking into account decisions taken previously in the Programme Board or in other GEO governance structures. In the spirit of GEO being open, inclusive and transparent, consensus is reached when there is no strong objection from a Programme Board member to the question before the Programme Board. In cases where strong objections are not able to be addressed (despite best endeavours), issues may be brought forward to the Executive Committee for resolution. At least 50% attendance is required for quorum. With repeated failure to reach quorum, the Programme Board co-chairs may request the Executive Committee to draw additional members from the list of proposed nominees to replace inactive Programme Board members, or call for additional nominations.~~
- ~~6.2.12 Meetings: The Programme Board meets physically at least twice per annum. Meetings are generally held at the GEO Secretariat for convenience. Other meetings, including through electronic means, may be convened by the Programme Board or sub-group co-chairs. Meeting~~

~~documents will be available at least four weeks prior to a meeting to allow the required national/internal consultation processes to occur.~~

~~6.2.13 Leadership: The Programme Board will elect by vote (see Annex F) three Programme Board members to serve as co chairs. At least one co chair should come from a GEO Member and one from Participating Organization nominees. Co chairs serve for a term of up to three years and may be renewed.~~

6.6.6 ~~Reporting: The~~ The Secretariat will distribute to all Programme Board members, within two weeks of each meeting, a report which will include a list of all meeting participants and the key outcomes and actions from the meeting.

~~6.7 Programme Board will post a report on the GEO website within two weeks of each meeting held, including a list of all participants and key outcomes. In addition, Programme Board co-chairs will report to the Plenary, and will also deliver regular progress reports to the Executive Committee.~~ Participating Organization Observers to Executive Committee: The Programme Board members from Participating Organizations will nominate three of their members to serve as Participating Organization Observers to the Executive Committee. The term of each Observer will be one year, which may be renewed. The nomination process will follow that described in Annex F.

6.8 Programme Board Subgroups

6.8.1 The Programme Board may create, modify and disband subgroups to further its work on any matter related to its duties.

6.8.2 Any principal or alternate Programme Board member representative may participate in any subgroup. Programme Board subgroups may also include participants who are not Programme Board member representatives, at the discretion of the Programme Board. At least one co-chair of every subgroup must be a Programme Board representative.

6.8.3 Each subgroup will have a terms of reference which is approved by the Programme Board when the subgroup is established. The terms of reference will include, among other things:

- a. The purpose for which the subgroup was created;
- b. The scope and mandate of the subgroup;
- c. The expected outputs or deliverables of the subgroup; and
- d. Whether participation in the subgroup is open to those who are not Programme Board member representatives.

6.8.4 The status and terms of reference of all subgroups will be reviewed at the first meeting of the Programme Board in each calendar year.

~~6.2.14 Support:~~

~~6.3 Funding: Each Programme Board member and alternates will be responsible for their own costs connected with participation in Programme Board activities. In specific, exceptional circumstances, participation in Programme Board activities may be supported from the GEO Trust Fund, subject to the availability of funds, personnel, and other resources, and agreement of the Executive Committee.~~

~~6.46.9 Support and Coordination:~~ The Secretariat will provide administrative and analytical support to the Programme Board. The activities of the Programme Board will be closely coordinated with the Secretariat and other GEO entities to maintain consistency with the approved GEO Strategic Plan, and to maximize the effectiveness of GEO and the implementation of GEOSS.

Annex F: Programme Board ~~Co-Chair~~ Voting Procedure

The following voting procedure will apply to elections of:

- ~~the Programme Board co-chair~~~~selection process~~; and
- Participating Organization nominees to Executive Committee.

~~A.:~~

- A. The Secretariat will inform Programme Board member representatives of the number and type of vacancies for which elections are required. In most instances, these vacancies will be anticipated due to completion of some member terms.
 - B. Vacancies will be filled prior to the next Programme Board meeting using electronic voting, unless an objection is raised by a Programme Board member. If an objection is raised, vacancies will be filled at the next in-person Programme Board meeting as the first order of business.
 - C. The Secretariat will invite nominations from Programme Board members for vacant positions. Nominations must be by individual Programme Board principal representatives on their own behalf. The period of time allowed for nominations will be no less than one week, in the case of anticipated vacancies, and no less than two weeks in the case of unanticipated vacancies. Nominations will be submitted via email to the Programme Board distribution list. The nomination email should include a short (less than 200 words) statement describing why they wish to serve and what they bring (e.g. experience, qualifications, perspectives) to the position.
 - D. Following the close of the nomination period, the Secretariat will confirm the eligibility of the nominees and announce the candidates for the vacant positions. If only one valid nomination has been received by the end of the nomination period, the Secretariat will announce that the candidate has been elected by acclamation.
 - E. If more than one valid nomination has been received, the Secretariat will circulate the list of candidates and their statements to all Programme Board members eligible to vote. Each Programme Board member will then be asked to submit one vote for each position for which an election is being held to the Secretariat only (as a secret ballot) via email. Where there are multiple representatives for a Programme Board member, the representatives must coordinate among themselves which representative will submit the votes on behalf of that member.
 - F. If the election is being held at an in-person meeting, each candidate will be provided the opportunity to give their candidate statement verbally at the meeting, following which there will be opportunity for other Programme Board members to ask questions. Voting at in-person meetings will occur by secret ballot administered by the Secretariat.
- ~~B. Vacant Programme Board co chair positions will be filled at the next Programme Board meeting, as the first order of business;~~
- ~~C. Programme Board members will be invited to provide to the current co chairs (or to the Secretariat Director if all co chair positions are vacant) nominations for a vacant position. Consistent with the Terms of References (Section 5.7), these nominations should be made at least four weeks prior to a Board meeting;~~
- ~~D. To ensure compliance with Section 5.8, nominations may only be submitted by either a Member or Participating Organization, and only members from the relevant type of organization will be eligible for nomination;~~

~~E. Nominees will be invited to make a three minute statement about their candidacy. Other members present may then ask questions;~~

~~F.G.~~ Before ~~a ballot~~ voting begins, the Secretariat will announce the number of eligible voters and the list of candidates ~~will be clarified and announced~~. For Programme Board co-chair positions, all Programme Board members will be eligible to cast one vote per vacant position. For positions as Participating Organization Observers on Executive Committee, each Participating Organization Programme Board member will be eligible to cast one vote per vacant position. ~~All Programme Board members may vote for all co-chair positions, without distinction of their provenance, either GEO Member or Participating Organization~~ A nominating member may vote for themselves.;

~~G. A secret ballot will then be conducted.~~ In the event there is more than one ~~If multiple~~ co-chair vacancy ~~ies exist~~, voting will be conducted for each vacancy in sequential rounds. ;

H.

~~H. Each member will be allocated one vote for each round of voting. A nominating member may vote for themselves;~~

~~I. For each round of voting, votes will then be tallied. The nominee with the most votes who represents an organization which, consistent with Section 5.8, is eligible to fill the vacancy will be selected; and~~

~~J.I. Where~~ If the number of votes is tied for a particular vacant position, a tie-breaker round of voting will be undertaken. If ~~three rounds of voting results in a tie~~ the tie remains after three rounds of tie-breaker voting, ~~then~~ a member of the GEO Secretariat will flip a coin to ~~decide~~ determine the result of the vote. ~~The tie-breaking procedure will not be necessary if there are multiple vacant co-chair positions and all tied nominees can be appointed to vacant positions in a manner consistent with Section 5.8. The voting process will be overseen by the Secretariat.~~

Annex C – Proposed Revisions to the GEO Rules of Procedure (Original Text)

6 GEO PROGRAMME BOARD

6.1 *Function:* The GEO Programme Board supports the on-going development and implementation of the *GEO Strategic Plan 2016 – 2025: Implementing GEOSS* through multi-year GEO Work Programmes.

Specifically, the GEO Programme Board:

- Works to ensure the overall coherence and alignment of the GEO Work Programmes with GEO's Strategic Objectives and Core Functions;
- Works to align the scope and substance of tasks, GEO Initiatives and Flagships in the GEO Work Programme with the resources committed by Members and Participating Organizations;
- Supports and enables cross-cutting coordination and knowledge exchange, especially best practices; and
- Promotes GEO Work Programmes and engagement of stakeholders in their implementation.

6.2 *Duties:* The GEO Programme Board will:

- a. Review the scope and substance of activities proposed for the multi-year GEO Work Programme;
- b. Review the progress of GEO Foundational Tasks, Initiatives and Flagships;
- c. Recommend GEO Work Programmes (GEO Initiatives, Flagships, and Foundational Tasks) for Plenary acceptance; including assessing whether resources committed are commensurate to the activities scoped for inclusion in the Work Programme;
- d. Examine proposed Implementation Plans for GEO Initiatives and take decisions to accept new ones;
- e. Provide high-level recommendations to the Executive Committee;
- f. Nominate Participating Organization observers to the Executive Committee;
- g. Establish sub-groups to address specific topics as needed; and
- h. Undertake such other tasks as may be delegated to the Programme Board by the Executive Committee or the Plenary.

6.2.1 *Membership:* The GEO Programme Board comprises persons serving as members¹ from GEO Members and from Participating Organisations who are appointed by the Plenary. The

¹ Each person on the Programme Board is a representative of a GEO Member or a GEO Participating Organization and a member of the Programme Board. The Programme Board co-chairs, working with Programme Board members, are Programme Board representatives.

Secretariat will propose a slate of between 16 and 32 candidates to the Executive Committee, which will review all nominations and recommend a slate of Programme Board members for appointment by the Plenary. The Executive Committee will ensure that there is a balance in the membership of the Programme Board. Programme Board members and their alternates are expected to take a broad, comprehensive perspective of GEO, working constructively towards common objectives. A Call for Nominations will be issued by the GEO Secretariat at least 3 months prior to the end of the Programme Board members' term as defined in 6.4, and may be issued on an as needed basis when one or more vacancies occur during a term.

- 6.2.2 The GEO Programme Board will number no fewer than 16 and no more than 32 members. At least 40% of Programme Board members will be from GEO Members and at least 40% will be from Participating Organizations.
- 6.2.3 Term: The Programme Board will be active for the full duration of the GEO Strategic Plan 2016 – 2025: Implementing GEOSS.
- 6.2.4 Nominations – GEO Member and Participating Organization Principals nominate representatives to the Programme Board; therefore, nominations are made at the discretion of the Member or Participating Organization;
- 6.2.5 Nominations may include a single principal, or a principal and up to two alternates. Nominees are requested to provide a short biography with their nomination;
- 6.2.6 Length of Term – Programme Board members and their alternates serve simultaneously for up to three years. Programme Board members and their alternates may be re-nominated by their Principal;
- 6.2.7 To assure retention of knowledge and continuity on the Programme Board, nominations will be held annually for 1/3 of the Programme Board member positions;
- 6.2.8 To initiate the process defined in 6.4.4, at the beginning of the 2017, the Programme Board members, including co-chairs, will be assigned a term end date by lottery – either 2017, 2018 or 2019;
- 6.2.9 If a member has not participated in 2 consecutive Programme Board meetings and has not been active in sub-groups, their term can be terminated early by the Executive Committee on advice from Programme Board Co-chairs.
- 6.2.10 Alternate members: In the absence of the principal member, an alternate member may participate and vote on the member's behalf. If both the member and alternates attend a meeting, which can be desirable to promote continuity and additional input, they may participate in discussion as long as their input is coordinated. Alternates may be appointed by the Programme Board to participate in and / or co-chair sub-groups of the Programme Board.
- 6.2.11 Decision: The Programme Board works by consensus taking into account decisions taken previously in the Programme Board or in other GEO governance structures. In the spirit of GEO being open, inclusive and transparent, consensus is reached when there is no strong objection from a Programme Board member to the question before the Programme Board. In cases where strong objections are not able to be addressed (despite best endeavours), issues may be brought forward to the Executive Committee for resolution. At least 50% attendance is required for quorum. With repeated failure to reach quorum, the Programme Board co-chairs may request the Executive Committee to draw additional members from the list of proposed nominees to replace inactive Programme Board members, or call for additional nominations.
- 6.2.12 Meetings: The Programme Board meets physically at least twice per annum. Meetings are generally held at the GEO Secretariat for convenience. Other meetings, including through electronic means, may be convened by the Programme Board or sub-group co-chairs. Meeting documents will be available at least four weeks prior to a meeting to allow the required

national/internal consultation processes to occur.

- 6.2.13 **Leadership:** The Programme Board will elect by vote (see Annex F) three Programme Board members to serve as co-chairs. At least one co-chair should come from a GEO Member and one from Participating Organization nominees. Co-chairs serve for a term of up to three years and may be renewed.
- 6.2.14 **Reporting:** *The Programme Board will post a report on the GEO website within two weeks of each meeting held, including a list of all participants and key outcomes. In addition, Programme Board co-chairs will report to the Plenary, and will also deliver regular progress reports to the Executive Committee.*
- 6.3** **Funding:** Each Programme Board member and alternates will be responsible for their own costs connected with participation in Programme Board activities. In specific, exceptional circumstances, participation in Programme Board activities may be supported from the GEO Trust Fund, subject to the availability of funds, personnel, and other resources, and agreement of the Executive Committee.
- 6.4** **Support and Coordination:** The Secretariat will provide administrative support to the Programme Board. The activities of the Programme Board will be closely coordinated with the Secretariat and other GEO entities to maintain consistency with the approved GEO Strategic Plan, and to maximize the effectiveness of GEO and the implementation of GEOSS.

Annex F: Programme Board Co-Chair Voting Procedure

- A. The following voting procedure will apply to the Programme Board co-chair selection process:
- B. Vacant Programme Board co-chair positions will be filled at the next Programme Board meeting, as the first order of business;
- C. Programme Board members will be invited to provide to the current co-chairs (or to the Secretariat Director if all co-chair positions are vacant) nominations for a vacant position. Consistent with the Terms of References (Section 5.7), these nominations should be made at least four weeks prior to a Board meeting;
- D. To ensure compliance with Section 5.8, nominations may only be submitted by either a Member or Participating Organization, and only members from the relevant type of organization will be eligible for nomination;
- E. Nominees will be invited to make a three-minute statement about their candidacy. Other members present may then ask questions;
- F. Before a ballot begins, the number of voters will be clarified and announced. All Programme Board members may vote for all co-chair positions, without distinction of their provenance, either GEO Member or Participating Organization;
- G. A secret ballot will then be conducted. If multiple co-chair vacancies exist, voting will be conducted for each vacancy in sequential rounds;
- H. Each member will be allocated one vote for each round of voting. A nominating member may vote for themselves;
- I. For each round of voting, votes will then be tallied. The nominee with the most votes who represents an organization which, consistent with Section 5.8, is eligible to fill the vacancy will be selected; and
- J. Where the number of votes is tied for a particular vacant position, a tie-breaker round of voting will be undertaken. If three rounds of voting results in a tie, then a member of the GEO Secretariat will flip a coin to decide. The tie-breaking procedure will not be necessary if there are multiple vacant co-chair positions and all tied nominees can be appointed to vacant positions in a manner consistent with Section 5.8. The voting process will be overseen by the Secretariat.