

15 July 2020

**Approval through vote by correspondence of proposed amendments to the
Rules of Procedure of the Executive Board**

Distinguished Executive Board Representatives,

In light of the continued impact of the COVID-19 pandemic on the convening of governing body meetings at IFAD headquarters, Management recognizes the need to propose amendments to the Rules of Procedure of the Executive Board to allow Executive Board sessions to be held by virtual means. Management also recognizes this as an opportunity to update the Rules of Procedure to ensure business continuity and allow for greater flexibility in the future.

The Executive Board is therefore invited to consider and approve the proposed amendments, as contained in the attachment to this communication, through a vote by correspondence, in accordance with rule 23 of the [Rules of Procedure of the Executive Board](#).

Executive Board representatives are invited to cast the votes of the members they represent in favour of, against, or to abstain with respect to this proposal. A written reply, specifying the vote cast ("yes", "no" or "abstain") should be submitted by midnight (Rome time), Friday, 24 July 2020.

Representatives are kindly reminded that:

- (a) Members and alternate members may cast a "yes", "no" or "abstain" vote by submitting a written reply by fax (+39 06 5459 3212) and/or e-mail (gb@ifad.org);
- (b) The absence of a written reply by the stipulated deadline will not indicate abstention but rather the absence of a member in the voting procedure; and
- (c) In the event of no reply from a member, the vote of the alternate member shall prevail.

The Executive Board will be informed of the result of this vote by correspondence in a timely manner.

Accept, Distinguished Executive Board Representatives, the assurance of my highest consideration.



Luis Jiménez-McInnis
Secretary of IFAD

Executive Board Representatives of the
International Fund for Agricultural
Development and respective recipients
of copies for information

Proposed amendments to the Rules of Procedure of the Executive Board

The Executive Board is invited to consider and approve the following amendments to the Rules of Procedure of the Executive Board. Additions are underlined while deletions are shown in ~~strikethrough~~.

Rule 3 – Place of Sessions – amendments pertain to the possibility of holding Board sessions by virtual means.

“All sessions of the Board shall be held at the seat of the Fund, except for sessions held in conjunction with a session of the Governing Council held elsewhere, or sessions held by virtual means. Executive Board sessions may be held by virtual means when the President determines that holding a physical in-presence session is not feasible or appropriate for all representatives. In such instances, one or more representatives of Executive Board members and alternate members may participate in the meeting by teleconference, videoconference or other electronic means. Special procedures applicable to Executive Board sessions held by virtual means are set forth in annex I to the present Rules of Procedure.”

ANNEX I – Special Procedures

“The following special procedures shall apply to Executive Board sessions held by virtual means:

1. Attendance at Meetings

- 1.1. Members and alternates may participate in sessions of the Executive Board by teleconference or any other electronic means that enable them to listen to the proceedings and address the meeting from a remote location.
- 1.2. Members and alternates shall be represented by a single representative with the right to speak. Additional representatives of members and alternates may attend the meeting as silent observers. The President shall designate a restricted number of key staff to ensure the efficient and effective running of the meeting. During the meeting, should connectivity issues arise, members and alternates may be requested to restrict participation to a single representative only.
- 1.3. Representatives shall be responsible for the quality of their connection to the virtual meeting. Should a representative lose connectivity, deliberations shall continue and decisions made as appropriate, unless the quorum is lost due to the loss of connection.
- 1.4. Representatives may wish to share their position on agenda items with Management or fellow Executive Board representatives in advance of the session to ensure that said positions are duly recorded in the minutes of the virtual meeting.

2. Quorum

- 2.1. The quorum for any meeting of the Executive Board shall be constituted by the virtual presence of representatives of members or alternates exercising two-thirds of the total number of votes in the Executive Board.
- 2.2. In the event that the quorum is lost due to connectivity issues being experienced by a number of representatives, the meeting shall be suspended until such time as a quorum has been re-established.”

Rule 4 – Notification of Sessions – amended to allow for the option of issuing notifications electronically.

“3. Notifications under this rule may be issued by any suitable means, including ~~email or telex~~ electronic means.”

Rule 5 – Agenda – amended to allow for the option of reviewing documents electronically – as has been the case with documents posted on the Member States Interactive Platform and open for comments from representatives.

“1. The President shall prepare a proposed agenda for each session of the Board, which shall include all items requiring consideration by the Board during the session or review by electronic means.”

Rule 6 – Distribution of Documents, footnote – updated to remove reference to the decision of the Executive Board in 1982, which was superseded by the decision of the Board in 2015. The details of decision shall be incorporated into the Rules of Procedure as annex II thereto. Subsequent annexes shall be renumbered accordingly.

“The documents relating to a proposal to be considered by the Board shall, as far as possible, be distributed to the members and alternates at least thirty days in advance of the meeting at which such proposal is to be considered.¹”

¹–~~At the Fifteenth Session of the Executive Board on 2 April 1982, the President assured the Executive Board that the following will be observed:~~

~~“(a) Documents are to be dispatched from six weeks to four weeks in advance of a given session of the Executive Board. However, not more than two President’s Reports on projects are to be included in the last dispatch four weeks prior to the beginning of a session.~~

~~“(b) The four-week dispatch limit with respect to documents presented for and requiring action by the Executive Board at a session shall not be exceeded. However, if necessary, information relating to matters that do not require decisions by the Board, or additional information regarding projects, may be provided subsequently.”~~

¹ At its 115th session, the Executive Board approved document EB 2015/115/R.25 to replace the methodology established at its fifteenth session on 2 April 1982 to be observed for the dispatch of governing body documentation in the four official languages of the Fund. The related dispatch timelines are set forth in annex II to the present Rules of Procedure.

Annex II – Distribution of Executive Board Documents

The following dispatch periods shall normally apply for the following Executive Board documents:

- (i) Provisional agendas shall be dispatched together with the notification of the session, six weeks in advance of said session.
- (ii) Project, programme and grant proposals shall be dispatched four weeks prior to a session of the Executive Board, and/or in line with procedures for approval under the lapse-of-time modality. Additional information regarding such proposals – for example amendments arising as a result of negotiations – may be provided subsequently.*
- (iii) Corporate policies and strategies and corporate-level evaluations shall be dispatched four weeks prior to the session at which they are to be considered; comments thereon by either Management or the Independent Office of Evaluation of IFAD (IOE) shall be dispatched three weeks prior to the session. Programmes of work and budgets shall be dispatched three weeks prior to the session at which they are to be considered.
- (iv) Results reports presented for the review of the Executive Board (e.g. Annual Report on Results and Impact of IFAD Operations [ARRI] and Report on IFAD’s Development Effectiveness [RIDE]) shall be dispatched four weeks prior to a Board session. Comments thereon by either Management or IOE shall be dispatched three weeks prior to the session at which they are to be considered.

- (v) Financial documentation requiring action by the Executive Board shall be dispatched three weeks in advance of the session at which it is to be considered.
- (vi) Documents relative to country strategies and country programme evaluations shall be dispatched at least two weeks prior to the session at which they are to be considered, on the understanding that prior review has been facilitated by means of an informal seminar.
- (vii) Other documents requiring action by the Board, listed in table 1 of document EB 2015/115/R.25, shall be dispatched in accordance with the timeline set therein.
- (viii) Documents presented for information to the Board may be provided at a later date.**
- (ix) Addenda to documents reviewed and discussed by the subsidiary bodies of the Executive Board shall normally be dispatched at least four days in advance of the session of the Executive Board at which they are to be considered.

* Additional information relative to project/programme proposals (e.g. addenda and financial agreements) will be dispatched in line with negotiation schedules and, as such, may be tabled in-session or in line with procedures for approval under the lapse-of-time modality.

** Every effort will be made to ensure dispatch one week in advance of a session."

Rule 20 – Method of Taking Decisions – amended to allow for the possibility of voting by electronic means

- "2. Voting shall normally be by electronic means or by roll-call, ~~which~~. For the latter, voting shall be taken in the English alphabetical order of the names of the members, starting with the member whose name is drawn by lot by the President. The name of each member shall be called in all roll-calls, and its representative shall reply "yes", "no" or "abstention". Unless otherwise decided by the Board, the vote of each member participating in a roll-call shall be recorded.
3. In the exceptional cases when the Board decides that voting shall be by secret ballot, ~~each member shall receive one or more ballot papers each indicating a specific number of votes, which shall be so distributed that: (i) papers specifying any particular number of votes shall be received by at least three members, and (ii) the total number of votes specified on the papers received by any member shall equal the number of votes he is entitled to cast; each member may indicate his vote on all the papers he receives and deposit them in the ballot boxes, from which they shall be taken and counted by tellers appointed by the President from among the members of the Board.~~ voting shall be carried out by the casting of paper ballots or, if available, through an electronic voting system in such a way as to safeguard the secrecy and integrity of the secret ballot. Each member shall have access to and the ability to cast, the specific number of votes he/she is entitled to cast.⁵

⁵In the case of paper ballots, each member shall receive one or more ballot papers each indicating a specific number of votes, which shall be so distributed that: (i) papers specifying any particular number of votes shall be received by at least three members, and (ii) the total number of votes specified on the papers received by any member shall equal the number of votes he is entitled to cast; each member may indicate his vote on all the papers he receives and deposit them in the ballot boxes, from which they shall be taken and counted by tellers appointed by the President from among the members of the Board."

Rule 23 – Voting by Correspondence – amended to allow for the possibility of voting by correspondence electronically.

Whenever an action must be taken by the Board that should not be postponed until its next session but does not warrant the calling of a session of the Board, the President shall transmit to each member and alternate, by any rapid means of communication, a motion embodying the proposed action with a request for each member to vote thereon. Votes shall be cast within such reasonable period as the President shall prescribe, at the expiration of which he shall record the results and notify all members and alternates. Members and alternate members may cast a "yes", "no" or "abstain" vote by submitting

a ~~written~~ reply by facsimile transmission, ~~telex or letter,~~ e-mail or alternative electronic means. The absence of a ~~written~~ reply by the deadline prescribed by the President shall not indicate an abstention but rather the absence of the member from the voting procedure and, in the event of no reply from a member, the vote of the alternate member shall prevail. The vote shall be valid if replies are received from members having at least two-thirds of the total number of votes in the Executive Board.