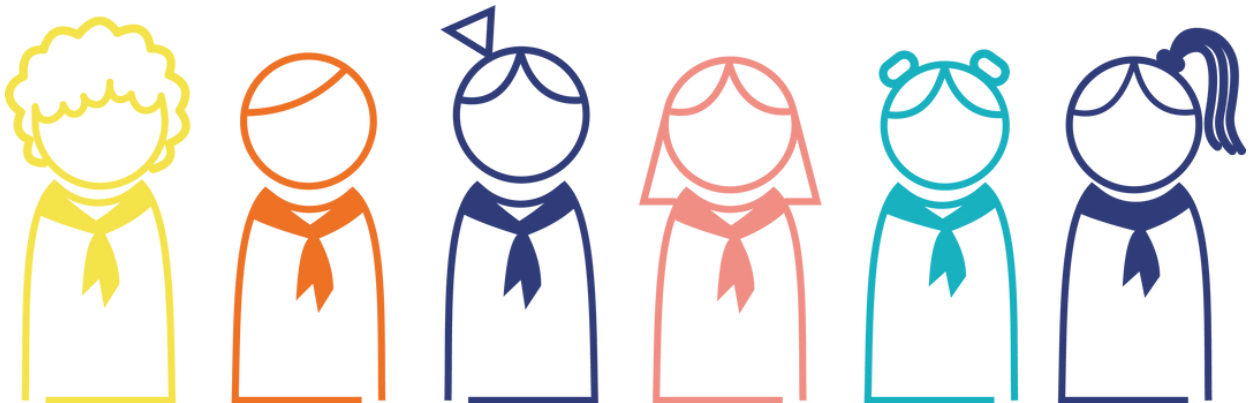




**WORLD ASSOCIATION
OF GIRL GUIDES
AND GIRL SCOUTS**

WAGGGS COMMITTEES 2024-2026



INFORMATION PACK November 2023

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INTRODUCTION

from the Chair of the World Board



Dear friends,

Volunteering is at the heart of our Girl Guide and Girl Scout Movement.

I am therefore excited to share with you this call for volunteers to serve in the WAGGGS Global Team as a member of one of our committees. We are looking for volunteers to serve on our Audit, Finance and Risk Committee; Governance Committee; Nominations Committee; and People Committee, for the triennium 2024-2026.

WAGGGS committee members are part of a passionate team of volunteers and staff, all doing the best they can to support a thriving and growing Movement. As a member of a WAGGGS committee individuals have the opportunity to learn from others, be exposed to new ideas and situations, and make new friends from around the world. Their commitment and contribution to the team matters to all the people the Movement reaches.

Working as part of a WAGGGS committee is a challenging but rewarding experience. You will need to explore different perspectives and be open to changing your own, practising the WAGGGS Leadership Mindsets. Leadership in WAGGGS is not about titles, positions, or status. It is about commitment to the core purpose and values of the Girl Guiding and Girl Scouting Movement. You will be challenged to reflect on your own leadership actions and how they impact the Movement. You will grow as a responsible citizen of the world, celebrating diversity and inspiring a global Movement to collectively reach its fullest potential.

We greatly value the active partnership of our Member Organisations in identifying and nominating talented, versatile and passionate individuals to join the WAGGGS Global Team and serve on our committees. Individuals with the requisite skills and experience must be willing and able to serve a three-year term. A committee member who has served for one term is eligible for re-appointment for a further term of three years but cannot serve for more than six years consecutively. All volunteers must be available and committed to participating meaningfully and consistently in meetings conducted over the internet and, occasionally, in person. There will also be project work and activities to follow up in between meetings.

We are looking for a diverse team of volunteers who can offer their expertise, skills, energy, ideas and time to support the work of WAGGGS. WAGGGS is dedicated to the active participation of young women in governance and decision-making roles, and we therefore particularly encourage nominations from women between the ages of 18-29.

All nomination forms must be completed and returned to governance@waggggs.org by **23.59pm UTC on Tuesday 2nd January 2024**. We hope that you will find the information in this pack useful, but if you have any questions, please contact governance@waggggs.org.

Many thanks in advance to all those nominating volunteers, and all those standing for nomination! Your efforts are vital to keeping our Movement and our Member Organisations united, thriving and growing!

Yours in Guiding and Scouting,

Candela Gonzalez
World Board Chair

APPLICATION PROCESS

We encourage all Member Organisations to begin thinking about any of their members who they may wish to nominate. To support this, the following pages contain further details about the WAGGGS Committees, their terms of reference and the specific skills and experience we are looking for.



All Member Organisations may nominate up to three individuals per committee. The nominee(s) may be from within their own Member Organisation or from any other Member Organisation (with the consent of that Member Organisation). Member Organisations are free to consult with each other. Where a Member Organisation is a federation of two or more Associations, it is required to consult with its Component Associations before submitting a nomination. Nominations will only be accepted from Member Organisations, and not directly from Component Associations.

The World Board may also suggest names of possible individuals to Member Organisations for their consideration. The Member Organisation makes the final decision about whether it wishes to nominate the suggested individual.

The deadline for applications is 23.59pm UTC on Tuesday 2nd January 2024 and application forms received after this time will not be considered.

Once the deadline for applications has passed, applications will be reviewed by the chair of the relevant committee. Should they have any queries, the Chair of the committee may consult with the nominating Member Organisation or the applicant directly to discuss their application.

Volunteers will be selected based on the skills, experience and competencies demonstrated in their application form. Appointments will be decided by the World Board and successful applicants will be notified in February 2024. A comprehensive induction will be provided for all committee members.

AUDIT, FINANCE AND RISK COMMITTEE

TERMS OF REFERENCE

PURPOSE

- To oversee WAGGGS's financial planning, budgeting and monitoring and make appropriate recommendations to the World Board.
- To review matters relating to the control environment and risk management of WAGGGS.
- To oversee the annual external auditing process on behalf of the World Board.
- To monitor and oversee the financial and general property management of WAGGGS properties.
- To monitor and oversee the management of WAGGGS's investments, banking arrangements and any borrowings.
- The committee acts on behalf of the whole of the WAGGGS group, including World Centres and all entities registered outside of England and Wales.



ACCOUNTABILITY

- The committee is accountable to the World Board.
- The chair of the committee shall make periodic reports to the World Board on the work of the committee. These reports will identify any matters where the committee considers that action or improvement is required, advice on better practices relating to the committee's responsibilities and recommendations as to the steps to be taken.

FUNCTIONS AND RESPONSIBILITIES OF THE COMMITTEE

The functions of the committee shall include (but not be limited to):

Financial planning

- In advance of the World Conference, reviewing the budget for the forthcoming triennium and recommending that the World Board presents it for approval by the World Conference.
- Reviewing the annual budget in advance of the start of each financial year and recommending its approval by the World Board, ensuring that the latter is adequately appraised of any variations to the triennium budget approved by the World Conference.
- Reviewing and approving ad hoc requests to undertake capital expenditure, in line with the scheme of delegation.



Audit, Finance and Risk Committee Terms of Reference

Annual audit and financial reporting

- Agreeing with the external auditors the nature, scope and plan of the annual audit.
- Agreeing the external auditor's annual fee.
- In collaboration with staff, assessing the performance of the external auditors each year; and
- Making the decision on when the external audit arrangements should be reviewed or retendered, overseeing the retendering process and making suitable recommendations to the World Board on the appointment of external auditors.
- Annually approving the continued engagement of auditors between tendering processes.
- Monitoring the integrity of the annual financial statements and reviewing significant financial reporting judgements.
- Reviewing WAGGGS's accounting policies and compliance with relevant statutory and regulatory requirements.
- Approving changes/additions related to trademarks and intellectual property rights.
- Reviewing the draft annual trustees' report and financial statements and recommending their approval by the World Board.

Risk management

- Annually reviewing WAGGGS's risk management framework, policy and procedures.
- Overseeing management's processes for the definition, identification, evaluation and management of risk.
- Confirming to the World Board that "the major risks to which WAGGGS is exposed, as identified by the trustees, have been reviewed and systems have been established to manage those risks".
- Monitoring the implementation of actions included in the corporate risk register each quarter.
- On a quarterly basis, considering changes to the impact and probability assessments of risks in the light of completed actions and/or changed circumstances; and the addition to the corporate risk register of new risks that emerge during the year. Amendments proposed by the committee will be submitted to the World Board for consideration and approval each quarter.

Internal control and fraud

- Considering the external auditor's annual management letter with regards to the adequacy, effectiveness and application of financial controls and WAGGGS's systems of internal controls; reviewing management's responses to any issues raised, agreeing appropriate corrective actions and monitoring their implementation.
- Instructing appropriate parties to investigate instances of material non-compliance with internal control systems, fraud (suspected and actual) and/or financial misdemeanours within or affecting WAGGGS; agreeing and monitoring the implementation of actions and internal control improvements to recover losses and/or prevent recurrences.
- Reviewing and approving WAGGGS's 'whistleblowing' policies and procedures at least once per triennium, and reviewing actions taken in relation to whistleblowing concerns on a quarterly basis.

Audit, Finance and Risk Committee Terms of Reference

Insurance

- Annually reviewing the adequacy and cost effectiveness of WAGGGS's insurance cover for property, personnel and activities.

Monitoring WAGGGS's financial position

- Receiving and considering periodic reports on WAGGGS's income and expenditure; both actual and forecast, including comparisons to approved budgets.
- Receiving and considering periodic reports on WAGGGS's assets, working capital, reserves and debtors (particularly as regards membership fees).
- Consider and make suitable recommendations to the World Board on any changes to WAGGGS's Reserves and Endowment Policy.

World Centres

- Reviewing business plans for the World Centres.
- Receiving and considering periodic reports on the financial performance of the World Centres.
- Receiving and considering reports on the property management of the World Centres and taking decisions on proposals for capital expenditure (seeking higher approval where necessary).
- Providing financial information to the World Board to enable strategic decisions to be taken about the future of World Centres.

MEMBERSHIP

Voting members:

- The World Board Treasurer, who shall be the chair of the committee
- At least four and not more than six volunteers, nominated by Member Organisations or recruited from outside the Movement, appointed by the World Board based on their relevant skills and experience.
- Two members of the World Board

Members of the committee are appointed for a term of three years. They are eligible for re-appointment for a further term of three years but shall not serve for more than six years consecutively.

To maintain the independence of the committee, when appointing members to the Audit, Finance and Risk Committee the World Board should, where possible, ensure the majority of members are not trustees of WAGGGS.

Non-voting members:

- The World Board Chair and Chief Executive are ex-officio members.
- Director of Finance (Staff lead)
- A further member of the World Board as an observer
- Subject to the agreement of the World Board, the chair of the committee may co-opt additional non-voting members to the committee in the event that she believes that doing so would improve the effectiveness of the committee. Such co-opted members do not necessarily need to come from the volunteer 'pool'.

Audit, Finance and Risk Committee Terms of Reference

The secretary of the committee shall be the Director of Finance, who shall attend all meetings of the committee (or appoint an appropriate substitute if s/he is unable to attend).

Other staff members or volunteers may be invited to attend meetings relating to their areas of responsibility or expertise. This would include (but is not limited to) members of the Senior Management Team and chairs of other committees.

Vacancies:

- If a member of the committee is unable to fulfil their responsibilities they may leave the group by advising the chair in writing that they are no longer able to be a member of the committee.
- If the chair of the committee is concerned that a member of the committee is not fulfilling their responsibilities to the group they will contact the member to arrange a discussion and agree a way forward. This might involve reducing or changing the member's responsibilities, or the member may be asked to stand down from the committee if an alternative solution cannot be found. If the chair makes three attempts to contact the committee member to arrange such a discussion over a reasonable time period, and the committee member does not respond, then the committee may agree to remove the member from the committee.
- In the event of a vacancy occurring, the World Board, in consultation with the chair of the committee, may make an appointment to fill the vacancy for the remainder of the term of service of that member whose place is filled. If the vacancy occurs during the first half of the term, the member appointed to fill such a vacancy shall be deemed to have served one full term, i.e. three years.

WAYS OF WORKING

Chairing

The Treasurer of the World Board chairs the committee. A vice-chair may be elected by the committee from amongst its voting members.

The chair will work with the staff lead to set the meeting agenda and will chair each meeting. The chair will support the committee members in their work and ensure that all committee members are able to participate in the decision-making process.

Quorum and voting:

- Two voting volunteer members, who are not members of the World Board, plus one voting member who is also a World Board member, constitute a quorum.
- Each voting member has one vote.
- The chair of the committee has a casting vote, as well as a deliberative vote.
- All matters are decided by a simple majority.

Audit, Finance and Risk Committee Terms of Reference

Meetings of the committee:

- The committee shall convene at least four times per year to consider matters relating to the functions as identified in these terms of reference.
- At the appropriate time, the committee shall consider and approve the external auditor's draft audit plan.
- Meetings will generally be virtual, e.g. via conference call.
- Additional meetings will be convened as deemed necessary by the committee. As far as possible, the meetings for a year will be agreed by December of the preceding year.
- The agendas for individual meetings shall be agreed by the chair in consultation with the secretary. The secretary is responsible for compiling and circulating/publishing the supporting papers.
- Supporting papers will normally be made available on-line, with appropriate access restrictions to maintain confidentiality. The secretary shall be responsible for ensuring that members have authorised access to the papers.
- Every effort will be made to allow members at least one week (including a weekend) to review supporting papers before the date of the meeting.

Sub-committees and working groups:

The committee may appoint a standing sub-committee to act on its behalf in respect of the management of WAGGGS's investments. The chair of the sub-committee must be a voting member of the committee.

The committee may appoint time-limited working groups to assist in the discharging of its responsibilities in respect of any other matter. Such working groups shall be advisory in nature and have no delegated authority to take decisions on behalf of the committee. When selecting members of task or working groups, the committee will ensure that the diversity of the global Movement is reflected as far as possible.



AUDIT, FINANCE AND RISK COMMITTEE

PERSON SPECIFICATION



Essential:

- Accounting or business qualification - e.g. Chartered Accountant (CA), Certified Public Accountant (CPA) or similar, or the equivalent practical accounting or business experience.
- Experience in one or more of the following areas:
 - Financial management at senior Finance Manager or Chief Financial Officer level
 - External auditing
 - Internal auditing
 - Strategic financial and business management
 - Risk management
- Ability to communicate well in English (understand and be understood, written and spoken).
- Ability to readily access and use technology as a means of communication and collaboration including email, WhatsApp, and conference calling platforms (Zoom) and have regular internet access.
- Ability to work in an intercultural context, and as part of a team of volunteers and staff.
- Ability to commit time to the work and meet agreed deadlines.

Additional desirable attributes / experience:

- Understanding of UK charity law.
- Understanding of UK accounting standards.
- Investment management experience.
- Governance and/or experience as a Director or Trustee of a Charity, NGO or INGO , and/or other public or private sector organisation.
- Audit Committee experience.
- Practical understanding of, or experience working as a volunteer in, WAGGGS or a Member Organisation of WAGGGS.
- Experience leading or delivering work in a cross-cultural context
- Experience in preparation of economic feasibility studies.



FURTHER INFORMATION

If you have any questions or would like to know more about the work of the committee, please contact Laura Davis, Chair of the Audit, Finance and Risk Committee, by email to laura.davis@waggs.org.

HOW TO APPLY

To apply to join the Audit, Finance and Risk Committee please click on the link below to download the application form. Your completed application form should be sent to governance@waggs.org by **23.59pm UTC on Tuesday 2nd January 2024** at the latest. Application forms received after this time will not be considered. Alongside your application form, we also invite you to submit your curriculum vitae (CV) if you have one.



APPLICATION
FORM



GOVERNANCE COMMITTEE

TERMS OF REFERENCE

PURPOSE

- To provide timely and best practice governance support to the World Board of WAGGGS.
- To act as a sounding board on governance and provide advice, as requested by the World Board.
- To promote and advance effective governance practice and policies at a global and regional level.



ACCOUNTABILITY

- The committee is accountable to the World Board.
- The chair of the committee shall make periodic reports to the World Board on the work of the committee. These reports will identify any matters where the committee considers that action or improvement is required, advice on better practices relating to the committee's responsibilities and recommendations as to the steps to be taken.

FUNCTIONS AND RESPONSIBILITIES OF THE COMMITTEE

- Periodically review the induction programme template for the World Board and committees and update as needed.
- Periodically review the Trustee Handbook for the World Board and update as needed.
- Periodically review the evaluation template for use by the World Board and its committees and update as needed.
- Communicate best practice in governance to continually strengthen leadership at a global and regional level.
- Monitor developments and changes in the various laws and regulations related to the World organisation and monitor compliance.
- Review and recommend matters relating to the WAGGGS Constitution and Bye-Laws to the World Board.
- Support the World Board to review and approve Member Organisation constitutions and bye-laws;
 - To review and propose to the World Board any revisions to MO Constitutions that affect the requirements on membership of WAGGGS including changes in the Promise, Law, name of the Member Organisation, status from Federation to a single Member Organisation, or logo.
 - To review and propose to the World Board for approval the constitutions of new Member Organisations.
 - For all other Member Organisation constitutions, consider and approve, on behalf of the World Board, any amendments and updates based on the recommendations of the constitution volunteers.
- Provide advice and oversight on governance arrangements for the World Conference, General Meetings and Regional Conferences.
- Ensure an appropriate process is in place for the periodic review of WAGGGS policies and procedures, and periodically review the relevant WAGGGS governance policies (including the Regional Guidelines), proposing any necessary changes to the World Board.

Governance Committee Terms of Reference

- Support the World Board's work with WAGGGS entities where appropriate.
- At least once during the triennium perform a self-evaluation of the committee's performance and effectiveness, from this make any recommendations to improve the performance of the committee to the World Board.
- Provide advice and recommend to the World Board on the establishment and or dissolution of committees of the World Board, after consultation with such committees.
- Perform or undertake on behalf of the World Board any such tasks or actions as requested by the World Board.

In relation to all areas of its work, the Governance Committee shall at all times consider how it can strengthen young women's involvement in governance in WAGGGS.

MEMBERSHIP

Voting members:

- Up to six volunteers with relevant skills and experience nominated by Member Organisations or recruited from outside the Movement, appointed by the World Board.
- At least two members of the World Board.

Members of the committee are appointed for a term of three years. They are eligible for re-appointment for a further term of three years but shall not serve for more than six years consecutively.

Non-voting members:

- Up to two members in an advisory capacity, without right of vote, either members of the Movement or co-opted from outside, appointed by the chair of the committee for a term length appropriate to the task required.
- MO Constitutions Coordinator (Capacity Building Team, Ex Officio)
- Chair, World Board (Ex-officio)
- Treasurer, World Board (Ex-officio)
- Chief Executive (Ex-officio)
- Head of Governance (staff lead)

The work of the Governance Committee will involve consultation with a wide range of World Board and staff members as well as other groups and individuals.

The secretary of the committee shall be the Head of Governance, who shall attend all meetings of the committee (or appoint an appropriate substitute if they are unable to attend).

Vacancies:

- If a member of the committee is unable to fulfil their responsibilities they may leave the group by advising the chair in writing that they are no longer able to be a member of the committee.
- If the chair of the committee is concerned that a member of the committee is not fulfilling their responsibilities to the group they will contact the member to arrange a discussion and agree a way forward. This might involve reducing or changing the member's responsibilities, or the member may be asked to stand down from the committee if an alternative solution cannot be found. If the chair makes three attempts to contact the committee member to arrange such a discussion over a reasonable time period, and the committee member does not respond, then the committee may agree to remove the member from the committee.
- In the event of a vacancy occurring, the World Board, in consultation with the chair of the committee, may make an appointment to fill the vacancy for the remainder of the term of service of that member whose place is filled. If the vacancy occurs during the first half of the term, the member appointed to fill such a vacancy shall be deemed to have served one full term, i.e. three years.

WAYS OF WORKING

Chairing

The chair of the committee is appointed by the World Board and will be a person with relevant experience and expertise. A vice-chair may be elected by the committee from amongst its voting members.

The chair will work with the staff lead to set the meeting agenda and will chair each meeting. The chair will support the committee members in their work and ensure that all committee members are able to participate in the decision-making process.

Quorum and voting:

- The quorum is more than half of the voting members.
- Each voting member has one deliberative vote.
- The Chair also has a casting vote.
- All matters are decided by a simple majority.



Meetings of the committee

- The committee will meet at least four times per calendar year.
- Meetings will generally be held via conference call or VoIP (e.g. Zoom, Skype).
- Work between meetings is undertaken through the use of email, VoIP and phone calls. committee members are expected to follow up business in a timely manner.
- As far as possible, the committee's planned business for the following twelve months shall be agreed at the beginning of each year.
- The agendas for meetings shall be agreed by the chair in consultation with the staff lead. Members of the committee can suggest items for the agenda to the chair. The staff lead is responsible for coordinating and circulating the supporting papers.
- Supporting papers will be made available via email and/or on-line, with appropriate access restrictions to maintain confidentiality. The staff lead shall be responsible for ensuring that committee members have authorised access to the papers.
- Every effort will be made to allow committee members at least one week (including at least one weekend), to review supporting material before the date of the meeting.
- Minutes will be kept and stored in accordance with the organisation's practice.
- Meetings will be conducted in English.

Working groups of the committee

The committee may appoint time-limited working sub-groups or task-groups to assist in the discharging of its responsibilities in respect of specific aspects of its work. Such working groups shall have defined guidelines agreed by the Governance Committee, be advisory in nature and have no delegated authority to take decisions on behalf of the committee. When selecting members of sub-groups or task groups, the committee will ensure that the diversity of the global Movement is reflected as far as possible.



GOVERNANCE COMMITTEE

PERSON SPECIFICATION



- Governance experience in, and/or experience as a trustee of, a voluntary organisation, NGO/INGO and/or other public or private sector organisation.
- Experience of supporting governance functions of an organisation.
- Constitutional and/or legal expertise.
- Exposure to different governance models.
- Understanding of, and/or experience in, the design and delivery of governance policy and procedures.
- Practical understanding of WAGGGS governance and implementation structures.
- Good communication and interpersonal skills.
- Commitment to diversity, equity and inclusion, and the participation of young women in governance.
- Integrity and the ability to keep things confidential when needed.
- Ability to communicate well in English (understand and be understood, written and spoken).
- Ability to readily access and use technology as a means of communication and collaboration including email, WhatsApp, and conference calling platforms (Zoom) and have regular internet access.
- Ability and willingness to work in an intercultural context and in partnership with volunteers and staff.
- Ability and willingness to commit time to the work and meet agreed deadlines.
- Experience in some, but not necessarily all, of the following areas would be beneficial:
 - Understanding of UK charity law and/or UK best practice governance standards
 - Risk assessment, and management of organisational risks
 - Leading projects or programmes of work that engage multiple stakeholder groups
 - Strategic thinking and visioning
 - Experience of working in WAGGGS governance and implementation structures
 - Influencing and advocacy skills
 - Ability to communicate (written and spoken) in another WAGGGS official language (as well as English)



FURTHER INFORMATION

If you have any questions or would like to know more about the work of the committee please contact Fiona Bradley, Chair of the Governance Committee, by email to fiona.bradley@waggs.org.

HOW TO APPLY

To apply to join the Governance Committee please click on the link below to download the application form. Your completed application form should be sent to governance@waggs.org by **23.59pm UTC on Tuesday 2nd January 2024** at the latest. Application forms received after this time will not be considered.



APPLICATION
FORM



NOMINATIONS COMMITTEE

TERMS OF REFERENCE

PURPOSE:

- To lead the process for actively seeking, identifying, screening and nominating suitably qualified individuals for election to the World Board and Regional Committees, ensuring that all those standing for election meet the required criteria as laid out in the person specification for each role.
- To liaise with Member Organisations as appropriate, in line with the WAGGGS Constitution and Bye-Laws and the established nominations process and seek clearance from the relevant Member Organisation for each nominee.
- To ensure that the search and nominations process is rigorous, fair and transparent.
- To act as a neutral body which supports good governance in WAGGGS.



DEFINITION OF TERMS

For the purposes of the work of the committee and this document, the following terms are used:

- Nominee: Individuals who have expressed interest by submitting an application.
- Candidate: Applicants who have been assessed by the Nominations Committee and proceed to stand for election to the World Board or Regional Committee.

ACCOUNTABILITY

The Nominations Committee shall operate as an independent committee reporting directly to the World Board. The chair of the committee shall make periodic reports to the World Board on the work of the committee. These reports will identify any matters where the committee considers that action or improvement is required, advice on better practices relating to the committee's responsibilities and recommendations as to the steps to be taken.

FUNCTIONS AND RESPONSIBILITIES OF THE COMMITTEE

- Work with the World Board and other relevant committees and/or working groups to identify the human resource needs for the World Board and Regional Committees.
- Contribute to the preparation, and review, of the nominations pack and the election booklet each cycle.
- Support Member Organisations in actively identifying a diverse group of skilled applicants, including young women under 30.
- Prepare a recruitment plan and timetable for each nomination and election cycle.
- Plan and deliver information sessions for Member Organisations and potential nominees to meet with, and pose questions to, the Nominations Committee and current members of the World Board or Regional Committee.

Nominations Committee Terms of Reference

- Implement the selection and screening process, including:
 - Determining whether a nominee is able to progress in the process as an official candidate, and if so, confirm this in writing to the nominee and the nominating Member Organisation.
 - Should the Nominations Committee have concerns about whether a nominee meets the required skills and experience criteria (as laid out in the person specification for each role) or their ability to serve as a World Board or Regional Committee member, the Chair of the Nominations Committee will contact their Member Organisation and discuss these concerns. The Nominations Committee can recommend that the Member Organisation withdraw the nominee from the nominations process and/or can themselves refuse to confirm the nominee as an official candidate, therefore preventing them from progressing in the process any further.
 - If a nominee or a candidate fails to comply with the requirements of the Nominations Committee at any point during the process in the lead up to the election, the Nominations Committee can withdraw them from the process. Before this step is taken, the Nominations Committee will give the nominee/candidate an official warning in writing, with a copy sent to the relevant Member Organisation.
- Support and prepare candidates throughout the electoral nominations and election process.
- Plan and deliver 'Meet the Candidate' sessions in the lead up to the election.
- Liaise with the relevant Conference Planning team on matters relating to candidates and the election process.
- Liaise with the Governance Committee on the governance elements of the nominations and election process.
- Conduct a review at the end of each nominations cycle of the process and outcomes, together with the responsibilities outlined in these Terms of Reference and submit recommendations to the World Board.

MEMBERSHIP

Voting members:

Members of the Nominations Committee are appointed by the World Board. Voting members include one chair, who is not a World Board member, and one representative from each of the five regions of WAGGGS.

Members of the committee are appointed for a term of three years. They are eligible for re-appointment for a further term of three years but shall not serve for more than six years consecutively.

Non-voting members:

- The World Board Chair, Treasurer of the World Board and Chief Executive are ex-officio members.
- The Head of Governance to support the work of the committee
- Any person invited by the chair of the committee to contribute their expertise or advice.

Nominations Committee Terms of Reference

Vacancies:

- If a member of the committee is unable to fulfil their responsibilities they may leave the group by advising the chair in writing that they are no longer able to be a member of the committee.
- If the chair of the committee is concerned that a member of the committee is not fulfilling their responsibilities to the group they will contact the member to arrange a discussion and agree a way forward. This might involve reducing or changing the member's responsibilities, or the member may be asked to stand down from the committee if an alternative solution cannot be found. If the chair makes three attempts to contact the committee member to arrange such a discussion over a reasonable time period, and the committee member does not respond, then the committee may agree to remove the member from the committee.
- In the event of a vacancy occurring, the World Board, in consultation with the chair of the committee, may make an appointment to fill the vacancy for the remainder of the term of service of that member whose place is filled. If the vacancy occurs during the first half of the term, the member appointed to fill such a vacancy shall be deemed to have served one full term, i.e. three years.

WAYS OF WORKING

Chairing

The chair of the committee will be appointed by the World Board and will be a person with relevant experience and expertise. Working with the Head of Governance she will set the meeting agenda and chair each meeting. She will support the committee members in their work and ensure that all committee members are able to participate in the decision-making process.

Quorum and voting

- The quorum is more than half of the voting members.
- Each voting member has one deliberative vote.
- The chair also has a casting vote.
- All matters are decided by a simple majority.



Nominations Committee Terms of Reference

Meetings of the committee

- Meetings of the Nominations Committee will generally be held via conference call or VoIP (e.g. Zoom, Skype).
- Between meetings, the committee will work by email and other electronic means.
- There will be specific times in the nominations cycle where the work load will be extensive. Members are required to respond promptly and within the schedules which may be circulated.
- Supporting papers will normally be made available by email and on-line, with appropriate access restrictions to maintain confidentiality. The staff lead shall be responsible for ensuring that committee members have authorised access to the papers.
- Every effort will be made to allow committee members at least one week (including at least one weekend), to review supporting material before meetings.
- Minutes will be kept and stored in accordance with the organisation's practice.
- Meetings will be conducted in English.

Working groups of the committee:

The committee may appoint time-limited working groups to assist in the discharging of its responsibilities in respect of any other matter. Such working groups shall be advisory in nature and have no delegated authority to take decisions on behalf of the committee. When selecting members of working groups, the committee will ensure that the diversity of the global Movement is reflected as far as possible.



NOMINATIONS COMMITTEE

PERSON SPECIFICATION



- Practical understanding of, and experience working in, WAGGGS governance and implementation structures particularly at regional level (not necessarily as a WAGGGS Regional Committee member).
- A good network of contacts within Member Organisations in their region, particularly with national leadership teams.
- Experience of supporting governance functions of an organisation.
- Good communication and interpersonal skills.
- Commitment to diversity, equity and inclusion, and the participation of young women in governance.
- Integrity and the ability to keep things confidential when needed.
- The ability to provide specific and constructive feedback, and to help a candidate provide the best information to present herself accurately to Member Organisations.
- It is expected that committee members will have experience in some, but not necessarily all, of the following areas:
 - Relevant experience in leadership or governance within a voluntary organization, NGO/INGO, and/or other public or private sector organisation.
 - Experience in volunteer management, including policy development and performance management.
 - Influencing and advocacy skills.
 - Strategic thinking and visioning.
- Ability to communicate well in English (understand and be understood, written and spoken) and ideally in any WAGGGS official languages used within their region.
- Ability to readily access and use technology as a means of communication and collaboration including email, WhatsApp, and conference calling platforms (Zoom) and have regular internet access.
- Ability and willingness to work in an intercultural context and in partnership with volunteers and staff.
- Ability and willingness to commit time to the work and meet agreed deadline.



FURTHER INFORMATION

Committee members are needed for the following Regions: Africa Region, Arab Region, and the Europe Region.

Applications are not required at this time for the Asia Pacific or Western Hemisphere Regions.

If you have any questions or would like to know more about the work of the committee please contact Nicola Lawrence, Head of Governance, by email:

governance@waggggs.org

HOW TO APPLY

To apply to join the Nominations Committee please click on the link below to download the application form. Your completed application form should be sent to governance@waggggs.org by **23.59pm UTC on Tuesday 2nd January 2024** at the latest. Application forms received after this time will not be considered.



APPLICATION
FORM



PEOPLE COMMITTEE

TERMS OF REFERENCE

PURPOSE

- To provide oversight and strategic direction for WAGGGS in relation to strategic priorities, policy and practice regarding the WAGGGS Global Team (both staff and volunteers).
- To provide scrutiny and assurance to the World Board in relation to WAGGGS meeting its legal and regulatory requirements and following best practice, both as an employer and as a charity offering volunteer opportunities.



ACCOUNTABILITY

- The committee is accountable to the World Board. The chair of the committee shall make periodic reports to the World Board on the work of the committee. These reports will identify any matters where the committee considers that action or improvement is required, advice on better practices relating to the committee's responsibilities and recommendations as to the steps to be taken.
- The committee will also engage with Regional Committees, other World Board committees and working groups, and members of the staff team as necessary.

FUNCTIONS AND RESPONSIBILITIES OF THE COMMITTEE

The committee is responsible for considering and advising, and providing assurance to the World Board, in the following areas:

Strategic approach to human resources (staff and volunteers)

- Agree the overarching principles and parameters of WAGGGS's high-level approach to human resources (for staff and volunteers).
- Monitor progress towards relevant KPIs in WAGGGS's strategic plans relating to human resource issues.
- Ensure all policies relating to human resource management (for staff and volunteers) are fit for purpose, regularly reviewed, consistent with WAGGGS's values and support its long-term strategic objectives.
- Consider recommendations from, and provide advice to the Chief Executive, on strategic human resource and organisational design/development issues, including, but not limited to, workforce planning, talent management and succession planning, and learning and development.

Organisational culture and values

- Support the Chief Executive and World Board to uphold WAGGGS's values and develop and maintain a high-performing organisational culture.
- Promote effective working relationships between staff and volunteers within the WAGGGS Global Team, reviewing the WAGGGS code of conduct and staff/volunteer partnership models as required and supporting with the implementation of relevant human resource policies, if requested by the Chief Executive.
- Receive reports on the results of surveys and other engagement activities undertaken with the WAGGGS Global Team, ensuring that feedback is appropriately analysed and actions taken to drive forward improvements in staff and volunteer engagement and satisfaction.
- Oversee WAGGGS's approach to thanks and recognition for volunteers, including coordinating the nomination and selection process for all WAGGGS awards, making recommendations to the World Board for their approval where required.

Diversity, equity and inclusion (DEI)

- Oversee and uphold WAGGGS's commitment to diversity, equity and inclusion, ensuring it is embedded in all areas of work across the organisation and the WAGGGS Global Team;
- Provide assurance to the World Board that statutory requirements relating to equity, diversity inclusion and accessibility are met;
- Consider recommendations from, and provide advice to the staff member acting as the DEI Focal Point on strategic DEI issues;
- Receive an annual report on the WAGGGS DEI action plan, ensuring that appropriate work is being taken to continually improve DEI in WAGGGS, in line with sector and global best practice.

Staff remuneration and reward

- Agree the overarching principles and parameters of WAGGGS's approach to staff remuneration and reward, including high level oversight of the process for determining the terms and conditions of employment and remuneration. For the avoidance of doubt, the day-to-day management of staff and individual salaries remain the remit of the Chief Executive.

Chief Executive recruitment, remuneration and reward

- Review, and recommend to the World Board for approval, mechanisms for the effective recruitment, selection and performance management/appraisal of the Chief Executive, supporting the Chair of the World Board, as necessary.
- Review, and recommend to the World Board for approval, the remuneration of the Chief Executive.

Safeguarding

- Oversee and uphold WAGGGS's commitment to safeguarding, through the policy and safeguarding standards, ensuring it is embedded in all areas of work across the organisation and WAGGGS Global Team.
- Consider recommendations from, and provide advice to the Designated Safeguarding Lead, on strategic safeguarding issues.
- Receive an annual report from the Designated Safeguarding Lead, ensuring that appropriate work is being taken to continually improve safeguarding in WAGGGS, in line with sector and global best practice.

Compliance

- Provide advice to the Audit, Finance and Risk Committee, as required, on risks to which WAGGGS is exposed in relation to its human resources (staff and volunteers);
- Monitor and provide advice to the Chief Executive and assurance to the World Board on WAGGGS's compliance with statutory legislation and regulatory/legal requirements relating to the engagement of staff and volunteers, including, but not limited to, employment legislation, safeguarding, equality and wellbeing.

Committee self-evaluation

- At least once during the triennium perform a self-evaluation of the committee's performance and effectiveness, from this make any recommendations to improve the performance of the committee to the World Board.

Undertake any other duties as may be assigned to the committee by the World Board from time to time.

MEMBERSHIP

Voting members:

The committee comprises:

- Up to six volunteers nominated by Member Organisations and appointed by the World Board.
- At least two current members of the World Board, including the World Board Safeguarding Lead.

The Chair of the committee will be appointed by the World Board. A Vice Chair may be elected by the committee from amongst its voting members.

At least three members of the committee should have specialist knowledge and experience of HR and/or volunteer management.

Members of the committee are appointed for a term of three years. They are eligible for re-appointment for a further term of three years but shall not serve for more than six years consecutively.

Non-voting members:

- HR Manager (staff member)
- Up to two members in an advisory capacity, appointed by the chair of the committee, either members of the Movement or co-opted from outside.
- A volunteer to act as Committee Secretary, appointed by the chair of the committee.
- Relevant staff members, including the Deputy Chief Executive, Head of International Operations and Volunteer Resources Manager, will be invited to join committee meetings for relevant items, as appropriate.
- The World Board Chair, Treasurer of the World Board and Chief Executive are ex-officio members.
- The committee can invite additional ad-hoc volunteers or staff members with relevant expertise to join the team for time-limited periods on specific projects, when required.

Vacancies:

- If a member of the committee is unable to fulfil their responsibilities they may leave the group by advising the chair in writing that they are no longer able to be a member of the committee.
- If the chair of the committee is concerned that a member of the committee is not fulfilling their responsibilities to the group they will contact the member to arrange a discussion and agree a way forward. This might involve reducing or changing the member's responsibilities, or the member may be asked to stand down from the committee if an alternative solution cannot be found. If the chair makes three attempts to contact the committee member to arrange such a discussion over a reasonable time period, and the committee member does not respond, then the committee may agree to remove the member from the committee.
- In the event of a vacancy occurring, the World Board, in consultation with the chair of the committee, may make an appointment to fill the vacancy for the remainder of the term of service of that member whose place is filled. If the vacancy occurs during the first half of the term, the member appointed to fill such a vacancy shall be deemed to have served one full term, i.e. three years.

WAYS OF WORKING

Chairing:

The chair of the committee will be appointed by the World Board and will be a person with relevant experience and expertise. Working with the Committee Secretary, she will set the meeting agenda and chair each meeting. She will support the committee members in their work and ensure that all committee members are able to participate in the decision-making process.

Quorum and voting

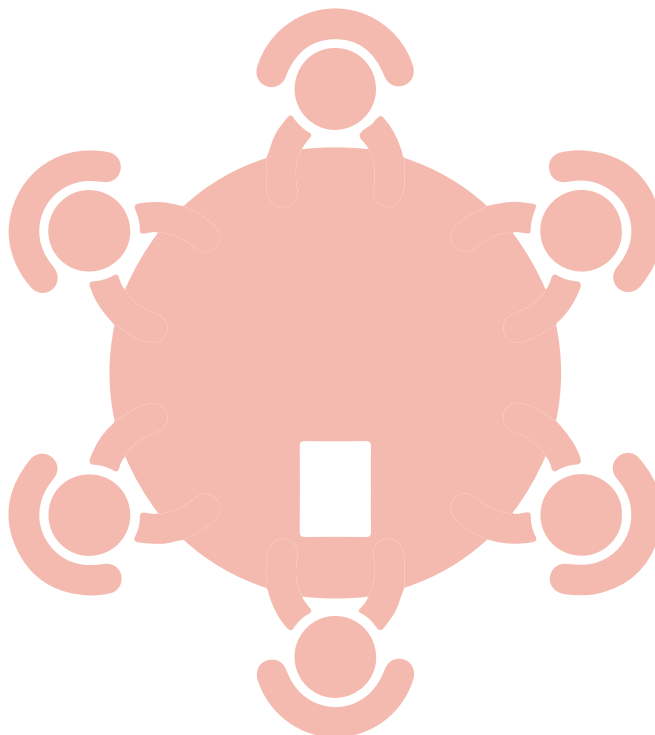
- The quorum is more than half of the voting members.
- Each voting member has one deliberative vote.
- The chair also has a casting vote.
- All matters are decided by a simple majority.

Meetings of the committee:

- The committee will meet at least three times per calendar year.
- Meetings are generally expected to be via conference call or VoIP (e.g. Zoom, MS Teams)
- Work between meetings is undertaken through the use of email, VoIP and phone calls. Committee members are expected to follow up business in a timely manner.
- As far as possible, the committee's planned business for the following twelve months shall be agreed at the beginning of each year. Given the sensitive nature of some topics, some areas of business may be reserved for voting members of the committee only.
- Supporting papers will normally be made available on-line, with appropriate access restrictions to maintain confidentiality. The Committee Secretary shall be responsible for ensuring that committee members have authorised access to the papers.
- Every effort will be made to allow committee members at least one week (including at least one weekend), to review supporting material before any meeting or decision.
- The minutes of all meetings shall be circulated by email and approved at the next meeting of the committee. Minutes will be kept and stored in accordance with the organisation's practice.
- Meetings will be conducted in English.

Working groups of the committee:

The committee may appoint time-limited working groups to assist in the discharging of its responsibilities in respect of any other matter. Such working groups shall be advisory in nature and have no delegated authority to take decisions on behalf of the committee. When selecting members of working groups, the committee will ensure that the diversity of the global Movement is reflected as far as possible.

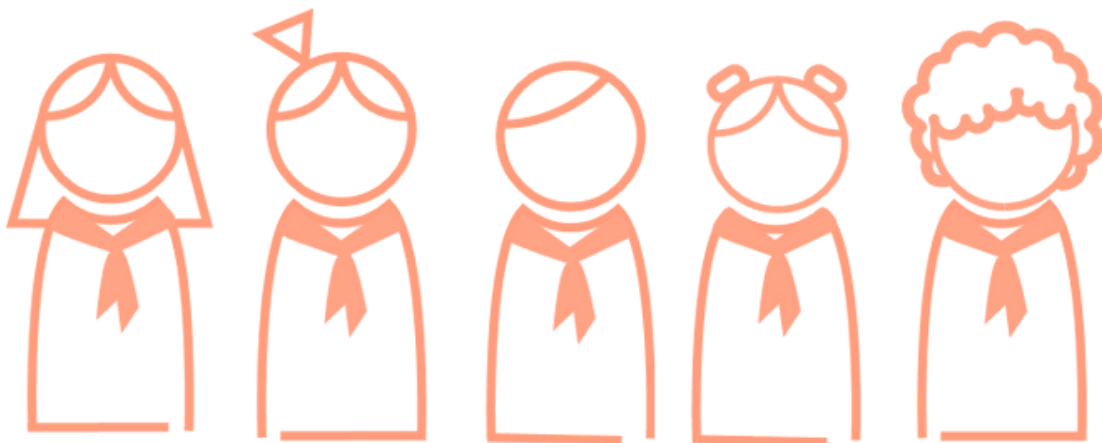


PEOPLE COMMITTEE

PERSON SPECIFICATION



- Specialist knowledge and experience of HR matters and/or of volunteer support and development.
- Experience of human resource management, including policy development, remuneration, and performance management.
- Experience of developing HR strategy, planning and monitoring against plans.
- Appreciation and championing of key issues relating to diversity, equity and inclusion.
- Awareness of safeguarding in relation to adults and children
- Ability to communicate well in English (understand and be understood, written and spoken).
- Ability to readily access and use technology as a means of communication and collaboration including email, WhatsApp, and conference calling platforms (Zoom and MS Teams).
- Ability to work in an intercultural context, and as part of a team of volunteers and staff.
- Ability to commit time to the work and meet agreed deadlines.





FURTHER INFORMATION

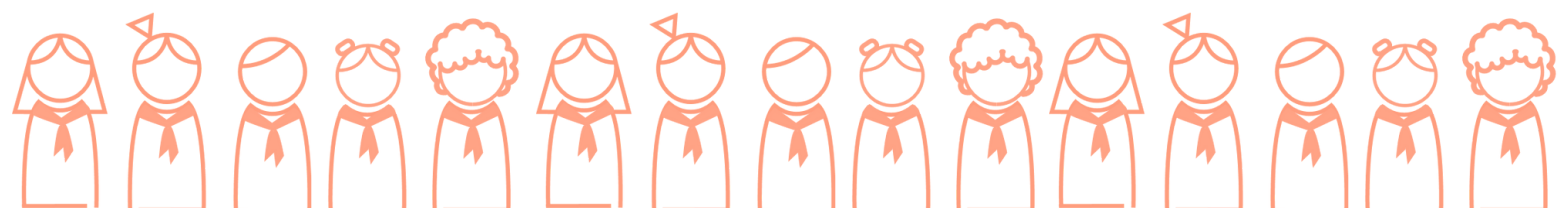
If you have any questions or would like to know more about the work of the committee please contact Monika Dreik, Chair of the People Committee, by email to Monika.Dreik@waggs.org

HOW TO APPLY

To apply to join the People Committee please click on the link below to download the application form. Your completed application form should be sent to governance@waggs.org by **23.59pm UTC on Tuesday 2nd January 2024** at the latest. Application forms received after this time will not be considered.



APPLICATION
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CODE OF CONDUCT

For all committee members

All members of a WAGGGS committee shall:

- Act only in the best interests of WAGGGS.
- Keep confidential and not disclose, reveal or provide confidential information to any person.
- Declare any conflicts of interest.
- Be flexible, open-minded and willing to express concerns.
- Communicate effectively and in a timely manner.
- Take responsibility for keeping informed of the business of the committee including accessing resources, reading supporting papers, and seeking clarity if required in order to make informed decisions and to meet required deadlines.
- Support and care for each other, maintaining a positive attitude and constructive approach to the work of the committee.
- Model WAGGGS values and Leadership Mindsets, being team players and working in partnership with each other and staff.

Committee members are expected to comply with the WAGGGS organisational values and WAGGGS policies including, but not exclusively, the Code of Conduct, Conflict of Interest Policy, Safeguarding Policy, Data Protection Policy, and Confidentiality Statement.

