



SWA  
GOVERNANCE  
DOCUMENT



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The Interim Core Group of SWA: A Global Framework for Action originally approved the SWA Governance Document on 21 May 2010. The Steering Committee amended the document on 20 November 2010, 21 August 2011 and 3 October 2013.

A second version of the SWA Governance manual was approved by the Steering Committee on 16-17 June 2015, at the Steering Committee meeting in Geneva, Switzerland. As the result of a thorough governance review conducted in 2017 and 2018, a new governance manual was commissioned by the Steering Committee at its December 2017 meeting in Maputo, Mozambique and finalized at the Steering Committee meeting held in Marrakech, Morocco in June 2018. This third revision was formally adopted by the Steering Committee at its September 2018 virtual meeting and supersedes both previous versions.

## 1. Introduction

- 1.1 Sanitation and Water for All (SWA) is a multi-stakeholder partnership established in 2009. The ultimate stated goal of SWA is sanitation, water and hygiene for all, always and everywhere.
- 1.2 The partnership's role and purpose is to lead, galvanize and facilitate international efforts, aligning with and promoting national and regional processes aimed at ensuring availability and sustainable management of sanitation, water and hygiene for all. SWA's work is designed to align with and support the Sustainable Development Goals (SDGs) and other relevant development policies and law.
- 1.3 The partnership engages in political dialogue, coordinated action, advocacy, and follow-up and review on progress made towards the water and sanitation-related targets of the SDGs. The activities of SWA are guided by the beliefs and aims expressed in the SWA 'Guiding Principles', the SWA 'Collaborative Behaviours', the SWA 'Building Blocks', SWA's 'Strategy 2015-2020', and SWA's 'Accountability Mechanism'. (see Annex 1)
- 1.4 This governance document has been reviewed to continue to ensure that SWA operates under a structure of good governance – notably its internal mechanisms for transparency, accountability, and balanced representation of interests – as well as effective structures for management and oversight of SWA activities. It is designed to enable SWA to be flexible and responsive to changing tests in circumstances, through efficient and inclusive decision-making structures. The governance document is reviewed (and when necessary, updated) every three years according to the decision-making procedures outlined in this document.
- 1.5 The SWA partnership is a collective of partners, categorized by constituencies, with common interests, perspectives, and roles in the WASH sector. All SWA constituencies are represented on the Steering Committee (SC) which serves as the leadership and decision-making body for the partnership. The SWA partnership is supported by a Secretariat, 'hosted' by an international organization and led by a Chief Executive Officer (CEO).

## 2. SWA Structure

### 2.1 The six key components of SWA

There are six key components of SWA:

- The partnership
- The Global Leadership Council and its High-Level Chair
- The Steering Committee (SC)
- The Executive Oversight Committee (EOC)
- The Sub-Committees and their Work Groups
- The Secretariat

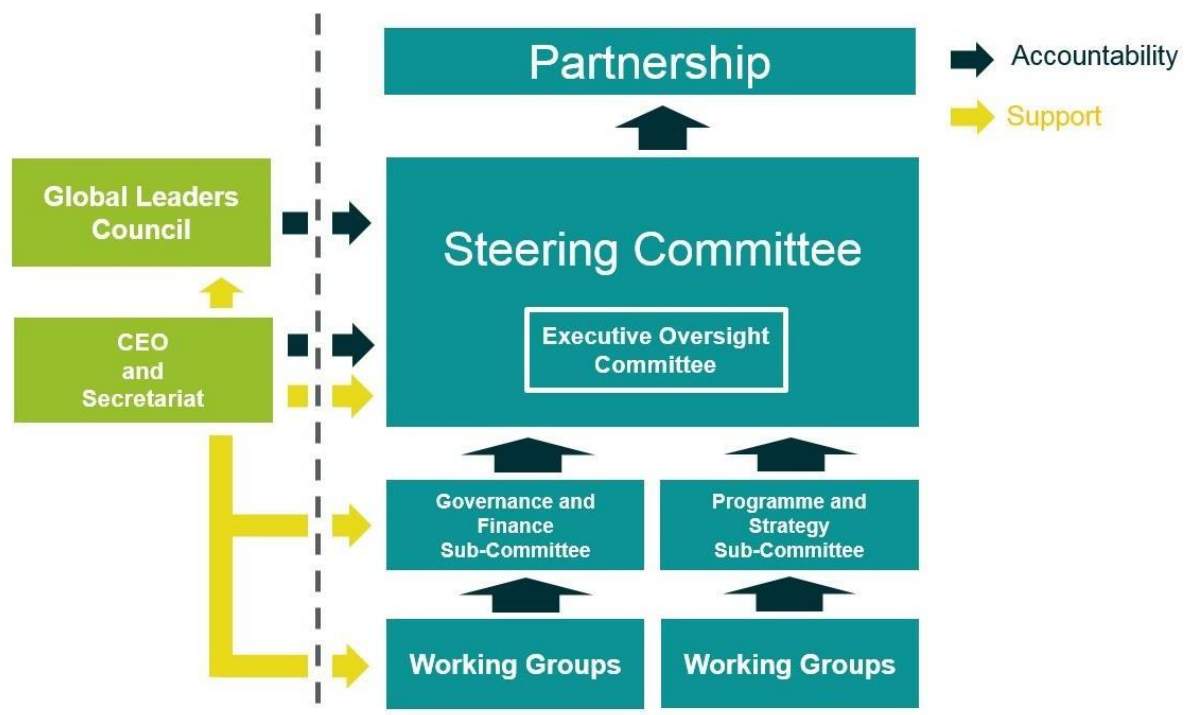


Figure 1: SWA Governance Structure

2.1 *SWA partnership* comprise the governments, organizations and entities or networks that endorse and advocate for SWA's 'Guiding Principles'.

2.2 *The Global Leadership Council* is a high-level group of appointed SWA leaders who advocate for and mobilize wider political commitment to the Guiding Principles and aims of the SWA partnership. The Council is led by a High-level Chair.

2.3 *The Steering Committee (SC)* is SWA's ultimate decision-making body. The SC is a deliberative body comprised of 28 members of whom one (the CEO) has a non-voting role. It is a constituency-based membership where five defined constituencies elect their own representatives to serve three-year terms. A representative can serve no more than two terms. The SC is led by a Chair and Vice Chair.<sup>4</sup>

- 2.4 *The Executive Oversight Committee (EOC)* is a representative body of the SC leadership consisting of the SC Chairperson and/or the Vice Chair, the two standing Sub-Committee Chairpersons and the CEO. The EOC meets regularly, between SC meetings, to address urgent issues and take timely action when necessary. The EOC is a decision-making body with delegated authority from the Steering Committee.
- 2.5 *Sub-Committees (Sub-Cs)* direct the bulk of SWA activities. There are two standing Sub-Committees: one on Governance and Finance, and a second on Strategy and Programme. The Sub-Committees subsequently organize their scope of activities through Work Groups. The Work Groups are accountable to their respective Sub-Committee; The Sub-Committees are accountable to the Steering Committee.
- 2.6 *The Secretariat* supports the Steering Committee, Executive Oversight Committee, Sub-Committees and Work Groups, oversees the implementation of SWA's action plan and results framework; raises funds for its functioning; builds strategic partnerships with similar initiatives; represents the partnership; undertakes advocacy and promotion of SWA. The Secretariat is led by a Chief Executive Officer (CEO) which is a non-voting, ex-officio role and member of the Steering Committee and the Executive Oversight Committee. The Secretariat, including the CEO, is accountable to the Steering Committee.

## **2.2 The SWA partners**

- 2.2.1. The SWA partnership is a global group of organizations, governments and entities or networks who have committed to the guiding principles and aims of sanitation and water for all. They agree to SWA's vision and theory of change, as articulated in SWA's Strategy (Annex 1.4), and to work towards the objectives in SWA's results framework. To be considered an SWA partner, interested entities must fit the criteria of one of SWA's five defined constituencies. These are<sup>1</sup>:
1. Government Representatives;
  2. Civil Society Organizations/networks;
  3. External Support Agencies;
  4. Private Sector Organizations/networks; or
  5. Research and Learning Organizations/networks.
- 2.2.2. To become an SWA partner, organizations, governments and entities or networks must:
1. Submit a written expression of interest; and
  2. Endorse and advocate the guiding principles and aims of SWA.
- 2.2.3. All potential partners must be approved by the SC, as the SWA's decision-making body. Each partner belongs to one constituency group and participates as that constituency's member. Each

<sup>1</sup> For more detail see Section 2.4; SWA Constituencies

constituency group is allocated a defined number of seats on the Steering Committee (see Section 2.5.6).

- 2.2.4. At the time of Steering Committee elections, any approved partner may express interest to become a member of the Steering Committee. This expression of interest shall be communicated to the current member(s) of the interested partner's relevant constituency group, as well as to the SC Chairperson, Vice-Chair and CEO.
- 2.2.5. Partnership status can be terminated or refused by a majority decision of the SC if the integrity of the SWA partnership or its Guiding Principles are threatened by the action of the partner or applicant; or if the partner or applicant's behaviour is not conducive to the achievement of the goals of the partnership.
- 2.2.6. Partners are expected to participate in SWA-approved activities and mechanisms in line with this Governance Document, and any associated operational framework approved by the Steering Committee; they are expected to commit the necessary human and financial resources to enable their full participation in the SWA partnership, including expenses. Partners may be invited, at the decision of the SC, to pay a partnership fee.
- 2.2.7. Partners unable to commit financial and/or in-kind resources may request financial support from the SWA Secretariat to cover travel and other reimbursable expenses related to SWA activities. The CEO, in consultation with the SC Chairperson, will decide whether or not to cover these expenses, taking into account the availability of funding and the extent to which the request is consistent with SWA's Strategy and agreed activities.
- 2.2.8. Partners may participate in and contribute to the Work Groups of Sub-Committees. Partners are encouraged to convene together – within constituency groups or otherwise – to coordinate activities and facilitate communication both among themselves and with SWA's various Sub-Committees and Work Groups. The SC may decide to categorize partners and structure participation in ways that reflect evolving needs of the organization.

## **2.3 Partnership meetings**

- 2.3.1. The partnership, as a collective whole, is an important source of knowledge and experience that contributes to the attainment of SWA goals and objectives. From this perspective, SWA may hold partnership meetings for the purposes of learning and sharing best practices in the WASH sector. To reduce costs and redundancies, this may include co-convening or partnering with other WASH sector global gatherings (e.g. Stockholm World Water Week and others). A partnership meeting is an opportunity for the Steering Committee to update the partnership, and to gather input from the partners on evolving sector strategies, particularly in relation to achieving the Sustainable Development Goals.

## **2.4 SWA Constituencies**

- 2.4.1 The SWA partnership is divided into five core constituency groups. These groupings serve to facilitate and focus communication among like-minded, individual organizations who work towards attaining SWA objectives. Constituencies self-define their members who may come from

single organizations or, preferably, networks. Partners that are individual organizations are encouraged, as appropriate, to join or work towards the establishment of a network.

The constituency groups are as follows:

- 2.4.2 *Government Representatives*. SWA provides a platform for countries to represent and share their national interests, and their experiences of developing WASH policy and practice in the context of SWA's objectives. Although these government-selected representatives represent their own countries, they function as a collective body, bringing their combined invaluable country-level experience to the SWA partnership.
- 2.4.3 *External Support Agencies (ESAs)*. This constituency represents public and private donors (i.e. multilateral, bilateral organizations as well as private foundations), as well as financial institutions that support countries' work on their WASH sectors.
  - 2.4.3.1 To mitigate conflict of interest, a separate 'Funders Group' (FG) of donors, who directly fund SWA (i.e. who fund the activities of the Secretariat), meet separately to discuss SWA funding concerns. The FG is not a part of the SWA governance structure and only advises the Governance and Finance Sub-Committee in an informal role. The ESA constituency allocates one of its three voting seats<sup>2</sup> on the SC to an FG member.
- 2.4.4 *Civil Society Organizations/networks (CSOs)*. This constituency represents organizations or networks of non-profit, civil society and community-based organizations at local, national, regional and international levels. The CSO constituency defines the type, nature and extent of national, regional and international 'networks'.
- 2.4.5 *Private Sector Organizations/networks*. This constituency represents professional, for-profit businesses or networks representing business interests with recognized commitment, influence and a global and/or regional remit.
- 2.4.6 *Research and Learning Organizations/networks (RLOs)*. These organizations are academic or similar institutions agencies or networks (for example universities, think-tanks, training centres etc.) with recognized technical and policy expertise, that undertake or promote research and advance new learning in the WASH field.

## 2.5 The Steering Committee

- 2.5.1 As the ultimate decision-making body of SWA, the Steering Committee provides oversight and exercises overall accountability for SWA. The SC is responsible for developing and
- 2.5.2 approving SWA's strategic direction, its overall results framework and for regularly managing and monitoring organizational risk. The Steering Committee is accountable to the partners.
- 2.5.3 The SC is also responsible for raising and allocating funds relevant to its core business, programme strategy and results framework.

<sup>2</sup> For more detail on SC voting seats breakdown see paragraph 2.5.6



- 2.5.4 Among its 28 members, the SC reserves two ex officio seats for UNICEF and the World Bank. Both organizations have full membership rights and responsibilities including holding governing positions. If an SC member is unable to fulfil her/his duties temporarily or permanently, the partner organization can designate an alternate.
- 2.5.5 The Steering Committee shall appoint well-positioned influence and thought ‘Leaders’ as members of the Global Leadership Council to advocate on behalf of SWA and select the Council’s High-level Chair. These Leaders play a key political mobilization and advocacy role, but they are not a part of the SWA governance structure. SWA Leaders take direction from and report to the SC Chairperson.
- 2.5.6 In some cases, individual, technical experts may be invited to bring a particular perspective and compliment the skills base of the partnership, as a whole. As such, these individual experts serve in their individual, technical capacity and do not represent a constituent voice.
- 2.5.7 Steering Committee membership composition:

	Number	Vote
Chairperson/Vice-Chair	1	1 (tie-break)
CEO	1	0
Countries <sup>3</sup>	12	12
Civil Society Organizations/networks	5	5
External Support Agencies <sup>4</sup>	3	3
Private Sector Organizations/networks	2	2
Research and Learning Organizations/networks	2	2
UNICEF	1	1
World Bank	1	1
<b>Total</b>	<b>28</b>	<b>27</b>

#### 2.5.8 Steering Committee Member Roles and Responsibilities

2.5.8.1 SC members serve in an institutional capacity rather than a personal capacity: members represent their relevant partner constituencies. They should have the necessary authority to make or rapidly facilitate decisions and to convene constituency partners. SC members should ideally be senior-level persons with leadership and decision-making authority within their organizations.

2.5.8.2 All SC members have the responsibility to:

- Serve as members for a period of three years, with endorsement from their respective constituency;
- Elect those eligible to represent the SC as per this document (i.e. Chairperson, Vice-Chair);
- Serve as members of Sub-Committees and, when appropriate, Work Groups;

<sup>3</sup> Seats to be distributed according to proportionality rules set out in the Elections Document.

<sup>4</sup> As noted in Section 2.4 on ‘Constituencies’, the ESA is complimented by a Funders Group (FG) consisting of donors who directly fund SWA. The ESA shall allocate one (1) of its voting seats to a representative from the FG. The FG liaises directly with the Governance and Finance Sub-Committee; it represents the interests of SWA donors but does not constitute a formal constituency of the partnership or the Steering Committee

- Vote on any matter put to a vote except when there is a conflict of interest;
- Participate in all discussions and activities of the SC except when there is a conflict of interest;
- Declare any conflict of interest (and highlight any potential conflict of interest regarding any member of the SC or the partnership as a whole, if aware of any such conflict of interest);
- Be knowledgeable at all times regarding all matters relating to the activities and functioning of SWA;
- Consult his/her constituency on a regular basis, and communicate constituency views to the SC;
- Express the view(s) of their constituency and not simply their personal view(s) or the view(s) of their own organization;
- Ensure that he or she gives appropriate and relevant feedback to their respective constituencies about decisions made at SC meetings as well as important developments in the WASH sector;
- Respect and promote the implementation of the decisions of the SC;
- Preserve the integrity and image of SWA;
- Adhere to the Governance Document, the Guiding Principles and to the Ethics and Conflict of Interest Policy;
- Notify his/her constituency in writing (e.g. email) of the intention to terminate his/her membership of the SC;
- Represent SWA in international forums and to the media;
- Engage in outreach as needed (and in consultation with the CEO): and
- Be a global spokesperson and advocate for SWA.

2.5.8.3 No member represents more than one constituency or seat on the SC during the course of a single tenure of office. SC membership does not automatically transfer from one organization to another.

2.5.8.4 SC membership strives to: balance regional representation; balance representation of sanitation, water and hygiene sub-sectors; include a range of technical competencies and institutional perspectives; avoid conflicts of interest; achieve gender balance; and to recruit members with significant influence within their agencies and constituency.

2.5.8.5 The Secretariat will periodically report to the SC regarding the composition of the SC and its ability to attain the above noted membership characteristics. The SC Chairperson may then specifically request constituency groups to recruit and select members who will help achieve the balances sought, especially with respect to gender and WASH sub-sectors.

## 2.5.9 Steering Committee membership selection process

2.5.9.1 Each constituency shall choose its own member(s) to represent it on the Steering Committee. The process should be documented and transparent. Each constituency shall inform the Secretariat of its nominated/elected member

providing any supporting documentation to substantiate the selection process. This documentation should be submitted to the Secretariat upon completion of the selection/election process.

- 2.5.9.2 Each constituency shall also nominate/elect an alternate member to the selected SC member. The alternate may attend SC meetings but if he/she is attending an SC meeting together with the SC member they are shadowing, they do not have the right to speak on the same agenda items, nor vote. Wherever possible and feasible, the alternate member shall come from a government/organization different from the SC member. It is the responsibility of each SC member to ensure that his or her alternate is kept fully up-to-date on the discussions and activities of the SWA.
- 2.5.9.3 In the event that an SC member leaves the organization she/he represents, the alternate member assumes the parting SC member's seat until the relevant constituency replaces the member according to its own defined selection process. In general, the organization in whose name the member represents should nominate a new person for replacement until the tenure of office expires. The relevant constituency group shall approve or decline the nomination. In the event that the nomination is not approved, the alternate member shall fill the member's seat until the tenure of office expires. Whether a new SC member is approved, or the alternate member takes the SC member's place, the constituency shall necessarily select a new alternate member.
- 2.5.9.4 In a situation where a constituency does not have a process in place for the selection of members, or where there is disagreement within a constituency about the current process in place, the Secretariat shall assist by facilitating and documenting a transparent selection process. In the event of a dispute over rightful group representation, the Governance and Finance Sub-Committee of the SC shall appoint an ad hoc Work Group to investigate and report back with recommendations to the SC, who will make the final decision. The SC may delegate decision-making authority to the Executive Oversight Committee, as necessary.
- 2.5.9.5 Members should serve a maximum of two consecutive terms (each term being three years). In the extraordinary case of a constituency wanting to further extend the mandate of the member, the constituency is required to submit to the SC chairperson, through the Secretariat, a rationale for re-selecting the same member to represent the constituency. The decision whether to extend the member's term of office shall be taken by the SC (or may be delegated to the EOC).
- 2.5.9.6 The Secretariat shall organize a rotational calendar for the renewal of SC membership predicated on current member tenures as SC members. The goal is to stagger SC membership changes in order to ensure smooth transitions and minimize losses of institutional knowledge. Ultimately, however, it is the constituency group itself that defines its own procedures for electing/selecting its SC members.
- 2.5.10 Towards the end of an SC member's term, for reasons of ensuring institutional memory, constituencies may consider electing/appointing the alternate to take the place of the outgoing SC member.
- 2.5.11 Once a person has been elected/nominated to represent their constituency as a member or an alternate on the SC, the constituency must send to the Secretariat all documentation that lead to their selection. This documentation should be posted on the SWA website and made publicly available.

## **2.6 Executive Oversight Committee**

- 2.6.1 The Executive Oversight Committee (EOC) meets between SC meetings, as necessary, and as determined by the SC Chairperson, to address time-urgent issues as they arise. The EOC is also tasked with providing guidance to the CEO and the day-to-day activities of the Secretariat, including oversight relative to Memoranda of Understanding (MOUs), Administrative Agreements (AA), and in their support to Sub-Committees and Work Groups. The EOC also attends to urgent communications and/or decisions for which calling an extraordinary SC meeting is not warranted or feasible.
- 2.6.2 Areas of responsibility for EOC decision-making shall be decided or assigned by the SC. In general, however, decision-making authority delegated by the SC to the EOC shall be limited to routine administrative matters.
- 2.6.3 The EOC shall include the Chairperson and/or Vice-Chair, The Sub-Committee Chairpersons, and the CEO. The EOC is led by the SC Chairperson or the Vice-Chair. The CEO shall participate in his/her regular non-voting capacity, providing input and expertise, and communicating the proceedings of the EOC meeting to the entire SC membership. The EOC reports on its work to every SC meeting.
- 2.6.4 EOC members should receive at least two days' prior notice of all meetings. The notice should specify the proposed agenda, usually drafted by the SC Chairperson in consultation with the CEO. The agenda may be modified and must be approved at the start of each meeting.

## **2.7 Sub-Committees and Work Groups**

- 2.7.1 The affairs of the Steering Committee and the work of the partnership are organized through two standing Sub-Committees (Sub-Cs), each with various Work Groups (WGs) which are set up to consider specific topics or issues.
- 2.7.2 The Governance and Finance Sub-Committee considers questions such as whether SWA's finances are being used effectively and appropriately, and whether SWA is conducting business with good governance. The Governance and Finance Sub-Committee Terms of Reference are at Annex 6.
- 2.7.3 The Programme and Strategy Sub-Committee considers questions such as whether SWA is staying 'ahead of the curve' in defining key WASH policy and strategy directions to meet the relevant SDGs, or what 'high-level meetings' (HLMs) need to be organized to attain the goals of SWA, as well as whether SWA activities are on track and accomplishing what they set out to do. The Programme and Strategy Sub-Committee Terms of Reference are at Annex 7.
- 2.7.4 Sub-Committees may change with time and evolving needs. Their dissolution and/or restructuring requires a decision by the Steering Committee. Each Sub-C has its own terms of reference, which are drafted by the Sub-C chairperson and approved or amended by the SC (or by the delegated authority of the EOC).
- 2.7.5 Each Sub-Committee houses or manages the activities of its Work Groups, which can be either ad hoc groups with time-limited tasks, or ongoing Work Groups having a long-term horizon for its activities (for example a high-level political dialogue Work Group; a country processes Work Group, a nutrition Work Group, etc.).
- 2.7.6 Each Sub-Committee must aim to include a Steering Committee member from each constituency group. To ensure strong government representative points of view, each Sub-Committee should reserve two seats for Government Representatives. Rules for participation by alternate members in Sub-Committees are the same for participation in the Steering Committee. The Sub-C Work Groups may be composed entirely of non-SC members, preferably but not necessarily from within the partnership, with expertise in different areas as needed.

- 2.7.7 Members of Work Groups shall be approved by the Sub-Committee Chairperson, taking into consideration their knowledge, expertise and interest, and in relation to the specific tasks of each Work Group. Work Groups do not have decision-making authority: they study issues, advance SWA activities and make recommendations for decisions to their relevant Sub-Committee chairperson. Work Groups may be headed by a Work Group Coordinator, who should be nominated by an SC member but can be drawn from the SWA partnership. Work Group Coordinators are approved by the SC (or the decision may be delegated to the EOC as needed). SC members within Sub-Committees are expected to be able to identify and recruit relevant expertise from within their constituency who can make significant contributions to the Sub-Committee Work Groups. Work Groups are accountable to the Sub-Committees and, through them, to the Steering Committee.
- 2.7.8 The relevant Sub-Committee develops the terms of reference for each of its Work Groups, including the selection criteria and conditions to bring technical experts to contribute to the goals of the Work Group. The SC usually approves the finalized terms for a Work Group; however, the SC may delegate responsibility for approval to the EOC.
- 2.7.9 The Governance and Finance Sub-Committee is responsible for mobilizing resources for SWA to function as an effective partnership.
- 2.7.10 The SC may suggest that Work Groups are added to existing Sub-Committees depending on the need and circumstances. It is expected that each SC member be actively involved in at least one Sub-Committee, excepting the SC Chairperson. SC member alternates are expected to participate in Work Groups relevant to their knowledge, expertise and interests.
- 2.7.11 Each Work Group shall develop its calendar of activities and list of members, with the support of the Secretariat.
- 2.7.12 The coordinator of each Work Group is responsible for inviting members to meetings. The agenda shall be communicated at least one week before the meeting takes place.
- 2.7.13 Any Work Group member not being able to participate in a meeting should notify the coordinator or, where that is not possible, the Secretariat focal point responsible for the Work Group before the meeting takes place.
- 2.7.14 In limited circumstances, the SC may delegate some decision-making authority to Sub-Committees. However, in general Work Groups present recommendations to the Sub-Committee which, in turn, translates these recommendations into clear decision-points for SC consideration. Every six months, Work Groups should submit an updated plan of action for their work area, for approval from the Sub-Committee.
- 2.7.15 Work Groups may be established by a Sub-Committee when needed for specific tasks and to respond to comments and requests from Sub-Committee Chair. Membership on Work Groups shall be open to all SWA partners who have technical expertise and/or interest in a specific area. All persons who volunteer to participate in a Work Group assume the responsibility of attendance.

## **2.8 Secretariat**

- 2.8.1 SWA, and its multiple structures, is supported by a Secretariat which is accountable to the Steering Committee. The Secretariat is led by SWA's CEO, who is an ex-officio member of the Steering Committee. The Secretariat staff shall have the requisite skills and resources necessary to perform its core functions. The CEO shall determine the structure and staffing levels of the Secretariat, with approval from the SC. The current structure and staffing is reflected in Annex 8.
- 2.8.2 SWA may enter into administrative agreements with legally registered entities for the purposes of administering its funds. It may decide to enter into agreements with, for example, Multi-Donor<sup>12</sup>

Trust Funds (MDTFs), to raise and administer multi-lateral and bilateral resources, or to facilitate the work of the Secretariat.

2.8.3 In the event a MDTF is established, the SC shall:

2.8.3.1.1 Conform to the standard practices and protocols set out within the agreement it has entered into;

2.8.3.1.2 Review and approve proposals submitted for funding, where applicable;

2.8.3.1.3 Ensure good governance and conformity to the terms of MDTF;

2.8.3.1.4 Periodically review SWA's status with regards to the agreement and oversee the overall progress against its results framework, through monitoring, reporting and evaluations;

2.8.3.1.5 Review and approve periodic progress reports;

2.8.3.1.6 Commission evaluations on the overall performance of the MDTF

2.8.3.1.7 Approve direct costs related to MDTF operations; and

2.8.3.1.8 Approve fund extensions and updates as required.

2.8.4 Terms of reference, MOUs and/or administrative agreements between SWA and the Secretariat host shall be reviewed at least every three years and updated by the SC as necessary.

2.8.5 If it is determined by the SC that the Secretariat hosting arrangement should be changed, or that a current host is unable to continue fulfilling this role, the SC, in consultation with donors, will determine a suitable process to identify new hosting arrangements.

2.8.6 SWA is a partner-centric organization where some core activities may be managed directly by partners. Secretariat staff can be employed directly within partner organizations, working within their reporting structures, but accountable to the CEO. All organizations accommodating Secretariat staff commit to close and transparent liaison.

2.8.7 In general, the Secretariat provides technical, administrative, secretarial, logistics and communications support to SWA and its various structures in order to facilitate their work. The full scope of the Secretariat's responsibilities can be found in Annex 3.

2.8.8 Chief Executive Officer (CEO)

2.8.8.1 The CEO is part of and leads the Secretariat and works in close collaboration with the leadership of the Steering Committee to manage and direct the activities of SWA. The CEO core responsibilities are outlined in Annex 4.

### **3. Governance and accountability**

#### **3.1 Steering Committee meetings and agenda**

3.1.1 The SC has four meetings a year, roughly once a quarter: two face-to-face meetings, usually in June and December, as well as two virtual meetings in between. Ideally, the SC should set the dates for these meetings at its December meeting for the following year. The SC Chairperson, in consultation with the Executive Oversight Committee, may call extraordinary meetings when necessary. However, extraordinary meetings are exceptional, and only called for when a full consensus or vote of the entire SC is needed (for example the selection of new leadership after a sudden, unexpected departure). Otherwise, the SC mandates its Executive Oversight Committee

(See Section 2.6) to take interim administrative decisions that are then ratified (or overturned) by the full SC at its biennial face-to-face meetings.

- 3.1.2 English is the official working language of SWA. However, whenever possible and when feasible, SWA will aspire to utilize languages other than English and translate key documents (for example SC meeting minutes and decisions), especially into French and Spanish.
- 3.1.3 The SC Chairperson shall lead each SC meeting, and in his/her absence, the Vice-Chair shall preside. In the absence of both the Chairperson and the Vice-Chair, the members of the SC shall elect one of its members to preside. The SC Chairperson may decide to co-lead meetings, with the Vice-Chair, for some or all parts of a SC meeting.
- 3.1.4 If an SC member is unable to attend an SC meeting he/she shall inform the Secretariat in advance of the meeting and notify his or her designated alternate member to represent the constituency. A designated alternate represents the SC member and retains the voting rights of that member during the given meeting.
- 3.1.5 SC member organizations, when possible, will host and support SC meetings in collaboration with the Secretariat.
- 3.1.6 The SC holds 'executive sessions' at its biannual face-to-face meetings. Executive sessions are held at the discretion of the Chairperson and are generally reserved for more effective decision-making. Executive sessions include all SC members. The Secretariat take notes of the meeting.
- 3.1.7 SC members are encouraged to submit agenda items, and the Secretariat compiles requests for agenda items for review by the Chairperson. The Chairperson may choose to share the agenda with the EOC at her/his discretion. The Chairperson will prioritize and finalize agenda items and submit to the Secretariat for circulation two weeks prior to the SC meeting.
- 3.1.8 Agenda items from SC members shall be solicited up until two weeks prior to each SC meeting.
- 3.1.9 All SC members shall receive the proposed meeting agenda, background papers, including any project reports by email at least ten working days before each meeting.
- 3.1.10 Each meeting shall start with a discussion and agreement on the agenda, approval of the minutes of the previous meeting, and confirmation of quorum. Each SC meeting shall have a recurring agenda item to review previous decisions made and any follow-up points for action. With direction from the Chairperson, the Secretariat shall highlight key issues for the attention.
- 3.1.11 The agenda shall regularly include a summary by each Sub-Committee chair on their on- going activities as well as a report by the Chairperson of the EOC's activities and decisions.
- 3.1.12 The Secretariat shall prepare and distribute draft minutes and other relevant materials to SC members within two weeks after the meeting. Members shall then have five working days to make comments and give feedback on the draft to the Secretariat which shall then publicly post the meeting minutes, within four weeks of the SC meeting.

### **3.2 Decision-making**

- 3.2.1 The SC and Sub-Committees shall use their best efforts to reach all decisions by consensus.
- 3.2.2 In general, when a vote is required to reach a decision, or when requested by a member, the SWA governing bodies shall employ a simple majority voting procedure. This may be conducted by secret ballot, if the Chairperson or Vice-Chair deems it appropriate.
- 3.2.3 A quorum of an absolute majority (50%+1) must be attained in order for the SC, EOC and Sub-Committees to take valid decisions. In addition, the quorum for SC decision must include a minimum of one representative per each constituency. All decisions made shall take place when at least 50% of SC members are present (quorum). If no quorum of members and/or alternates<sup>14</sup>

exists, the decision point in question will automatically be moved either to (a) an extraordinary meeting, or (b) the next SC meeting with the same agenda.

- 3.2.4 Being a deliberative body, the SC shall not vote by absentee ballot.
- 3.2.5 Decisions to amend key documents (i.e. SWA Governance document, and other key policy documents such as the Collaborative Behaviours or the Guiding Principles), require a two-thirds majority approval. The Governance and Finance Sub-Committee shall review and suggest updates to the Governing Document.
- 3.2.6 The SC Chairperson's primary role is to facilitate and lead the SC meeting. S/he shall not be eligible to vote, except in case of a tie, when s/he would cast a deciding vote.
- 3.2.7 Extra-Meeting, Non-Objection Procedure. For matters where the Chairperson seeks consensus from the entire SC membership outside of regularly scheduled SC meetings, and where s/he can reasonably expect consensus on a particular motion or decision-point, an email shall be sent to all eligible voting members of the SC clearly asking for their approval or non- approval. If there is no objection to the motion or decision-point, the Chairperson may declare that the motion or decision is passed by consensus. If there is any objection, the issue is not passed and returns to the SC or EOC for further debate and decision.
- 3.2.8 In the event there is a decision to be made in which the Chairperson and/or Vice-Chair have a conflict of interest, the SC designates another member to chair the meeting. That person's vote should then be cast only as a deciding vote during that meeting.
- 3.2.9 In the event of a dispute over the understanding of a decision reached at a SC meeting, the minutes will be amended based on a final explanation and decision by the EOC.
- 3.2.10 The minutes of SC meetings shall record all decisions passed – whether by consensus or by vote – and shall include any dissenting opinions articulated at the meeting to any such decision.
- 3.2.11 All SC meeting minutes and decision points are publicly posted on the SWA website.

### **3.3 Observers**

- 3.3.1 The Chairperson, at his/her discretion, may allow a limited number of individuals to attend SC meetings as observers. A list of such observers shall be circulated among SC members at least two days prior to the meeting, and SC members reserve the right to object to their presence. Upon invitation by the Chairperson, observers may speak or participate directly in the deliberations, but cannot take part in a SC vote.
- 3.3.2 SWA partners or relevant organizations may also request participation in a specific SC meeting in whole or in part. Requests are submitted by the observers or by an SC member to the Chairperson at least three weeks prior to the SC meeting. Requests should be accommodated, at the discretion of the Chair, as is practical or desirable.
- 3.3.3 The Secretariat should be notified at least two days prior to an SC meeting of observers wishing to attend. Observers to SC meetings can fall into one of three categories. 'Technical observers' could include those with substantive programme knowledge and who are directly involved in SWA activities.
- 3.3.4 Other observers could include those interested in the proceedings but not directly involved in SWA activities. Observers generally do not participate in SC deliberative processes but may be allowed to speak at the discretion of the Chairperson.
- 3.3.5 In addition, there are other permanent observers invited to attend each SC. These 'standing observers' to the SC are representatives from:



- UN-Water
- World Health Organization
- Chairpersons from the regional SAN conferences

### **3.4 Steering Committee Leadership (Chairperson and Vice-Chair)**

3.4.1 The SWA Steering Committee shall be led by a Chairperson and/or a Vice-Chair.

3.4.2 The Chairperson's main responsibilities are:

- Chairing SC and EOC meetings;
- Finalizing SC meeting agendas;
- Supporting Sub-Committee Chairpersons as needed;
- Managing the CEO and, when there is a vacancy, creating a search committee to fill it in;
- Representing SWA in international forums and to the media;
- Engage in outreach as needed (and in consultation with the CEO);
- Being a global spokesperson and advocate for SWA.

3.4.3 The SC Chairperson and Vice-Chair are drawn ideally from the SC membership, but the SC may decide to elect an individual from outside the SC membership to fill this role. In either case, members shall nominate potential leaders, to be seconded by another member. All potential leaders must agree to be able to commit roughly 10-15% of unremunerated time to SWA. (See Section 2.5.3 'SC Chair and Vice Chair'.)

3.4.4 Unlike SC members who represent institutional interests, the SC Chairperson serves in her/his individual capacity.

3.4.5 The term of office for the SC Chairperson is two years, renewable once consecutively; no person may serve more than two consecutive terms as Chairperson.

3.4.6 If the Chairperson resigns or is removed in mid-term, an election shall take place either at the meeting at which the Chair's departure is announced or at the next meeting.

3.4.7 The Chairperson's term of office may be exceptionally extended by six months, if to avoid a situation where the key leadership's term limits (i.e. CEO, Chair and Vice-Chair) come to a close at the same time.

3.4.8 SWA's Global Leadership Council members (or 'Leaders') are nominated by a multi- constituency Work Group and appointed by the SC Chairperson, in collaboration with the CEO. Given the sensitive nature of recruiting high-level individuals, the multi-constituency Work Group must develop and follow a recruitment process in order to ensure candidates' confidentiality. The Leaders bring important political mobilization, convening power and/or status to the SWA partnership, but they do not govern the organization. However, one may serve in leadership roles if elected, or selected by the SC.

3.4.8.1 In the event that the Chairperson is definitively unable or incapable to fulfil his/her responsibilities, the Vice-Chair shall serve as SC Chairperson until a new chair is elected. Aside from this, the Vice-Chair's key responsibilities are to perform tasks delegated by the Chairperson, and to stand in for the Chairperson when requested by them to do so, or when the Chairperson is unable to fulfil his/her functions.

### **3.5 Election of leadership positions**

- 3.5.1 The Chairperson and Vice-Chair shall be elected biennially at SC meetings. The Sub-Committee Chairs shall be appointed by the SC, striving to achieve a staggered rotation (i.e. between Chairperson/Vice-Chair elections), in order to minimize disruptions in organizational knowledge transfer.
- 3.5.2 All SC members and alternates have the right to stand for election and to be elected as SC Chairperson or SC Vice-Chair, and to serve as Sub-Committee Chairpersons regardless of the public office they represent in their own organizations – except as otherwise decided by the member's own constituency or individual organization.
- 3.5.3 SC members may choose to nominate individuals who are not members of the Steering Committee to be SC Chairperson or Vice-Chair, provided the individual acknowledges their interest in writing and is available to commit up to 15% of unremunerated time to the role.
- 3.5.4 If the Chairperson is selected from one of the current Steering Committee members, the relevant constituency shall select a replacement member to fill the newly vacated seat. Constituencies may automatically appoint their alternate member as the replacement SC member provided this is previously agreed upon in the constituency's own selection procedures.
- 3.5.5 SC members that would like to be a candidate for the positions of Chairperson or Vice-Chair shall be present at the time of nomination or should send his/her expression of interest to the Secretariat on the day before the election takes place.
- 3.5.6 This nomination should remain confidential until the member's candidacy is officially announced by the current Chairperson during the SC election process.
- 3.5.7 The SC Chairperson and SC Vice-Chair should come from different constituencies.
- 3.5.8 The election process should be a 'closed door' meeting. Guests or observers should not be in attendance. Non-voting members may attend the election and participate in the discussion but refrain from voting. Voting shall be by secret ballot.
- 3.5.9 Voting shall be carried in a sequence starting with Chairperson and followed by the Vice-Chair. The person chairing the election process shall not be eligible to stand for election as Chairperson or Vice-Chair of the SC.
- 3.5.10 The election of SC Chairperson and Vice-Chair requires a quorum of SC members to vote.
- 3.5.11 The SC can ask the Chairperson (and Vice-Chair) to resign prior to the end of her/his term for a justified reason. Such a request must be agreed by a two-thirds majority of SC members.
- 3.5.12 If for any reason (for example poor health) the Chairperson is unable to continue as Chairperson, or he/she resigns, or is removed prior to the end of her/his term, an election must be held to complete the former Chairperson's term of office. In such a situation, the Vice-Chair shall act as Chairperson until the SC calls for new election.

### **3.6 SC Chairperson and Vice-Chair election process**

- 3.6.1 Elections of the SC Chairperson and Vice-Chair will take place at the beginning of the year as per the terms of office. In the case of a vacancy, elections to fill the vacant slot shall take place at the first quarterly SC meeting at which the vacancy exists.
- 3.6.2 The Secretariat shall announce forthcoming elections and call for nominations at least 30 days in advance of an election. Nominations may be received at any time prior to the election. Candidates are eligible for election when they have been nominated and their nomination has

been seconded by a SC member with voting powers and they have confirmed to the SC Secretariat that they accept the nomination.

- 3.6.3 The SC Vice-Chair shall conduct the election for the Chairperson role. In the case where both the Chair and Vice-Chair are candidates, an 'Election-Chair' shall be selected by the SC members to conduct the election.
- 3.6.4 If there is only one candidate, the process shall proceed by acclamation.
- 3.6.5 The Secretariat shall provide administrative and coordination services to the election process.
- 3.6.6 The election of the Vice Chair would normally be conducted by the Chair, or by an 'Election Chair' selected by the SC.

### **3.7 General communications**

- 3.7.1 The SC strives to ensure effective communication within itself as a collective body of distinctly different constituencies and its many partners. Some general principles and practices are noted here.
- 3.7.2 A core principle driving all SC communications is transparency. All documents should be dated and their authors duly noted.
- 3.7.3 Members shall hold periodic meetings with their constituency to ensure that opinions are expressed and specific concerns coming from the sector are represented in SC meetings. The Secretariat shall make every effort to support SC members to facilitate communication with their constituency.
- 3.7.4 The SC shall ensure the transparency of its decisions by making them available to the general public in a timely manner.
- 3.7.5 The Secretariat shall maintain an updated list of all SC members and ensure this information is also publicly available.

### **3.8 Allowances and reimbursement of costs**

- 3.8.1 Except for the CEO, SC members are neither entitled to receive any salary from SWA nor receive any honoraria or sitting allowances for attending SC meetings.
- 3.8.2 An SC member may be reimbursed for any reasonable expenses incurred by attending SC meetings. These include transport and accommodation costs incurred in line with the standard policy of the administrative agreement.

### **3.9 Steering Committee plan of action and budget**

- 3.9.1 The draft plan of action and budget of SWA shall be prepared by the Secretariat and submitted to the Governance and Finance Sub-Committee for review, before approval by the full SC.

## **Annex 1: The SWA Framework**

Since the inception of SWA, partners have been working together to improve the effectiveness of collaboration in the sector. As a result of this work, the SWA partnership has developed a Framework for analyzing bottlenecks and challenges and identifying solutions to make progress towards the SDGs. At country level in particular, this Framework contributes to multi-stakeholder dialogue, identifying areas which are likely to hamper progress in the achievement of the SDGs. The Framework is sufficiently flexible to allow countries to adapt it according to their needs, processes and ways of working.

The SWA Framework is composed of three interlinked elements that embody the values partners share, their common understanding of the sector, what the sector needs to succeed, and how to meet these needs through collaborative action.

The three elements of the Framework are the Guiding Principles, the Building Blocks and the Collaborative Behaviours.

### **The Seven Guiding Principles**

The Guiding Principles lie at the heart of SWA. The SWA partnership was established through agreement on a set of core values that would guide it throughout its life, irrespective of changes in its goals, strategies, type of work, or leadership. These Guiding Principles are what bind all partners together, forming the basis of all SWA activities and initiatives; to formally become part of SWA, all partner countries and organizations must agree to follow them.

### **The Five Building Blocks**

These capture the key elements that the sector must have in place in order to be able to deliver sustainable services and progressively eliminate inequalities in access. The governments lead in ensuring that the Building Blocks are functioning and are given the necessary attention according to country priorities. SWA provides a platform for governments to coordinate support from development partners around the Building Blocks, as well as opportunities for learn and exchange with other governments around the world, and other SWA partners.

### **The Four Collaborative Behaviours**

SWA has identified specific ways of working that are aligned with SWA's Guiding Principles, and which direct how SWA partners can best work together to deliver the Building Blocks. The Collaborative Behaviours are essential elements of SWA's approach, reinforcing collaboration, alignment and efficiency. When jointly adopted by both governments and development partners, the Collaborative Behaviours strengthen country capacity to deliver and sustain services.

### **The Mutual Accountability Mechanism**

The Framework is anchored in the SWA Mutual Accountability Mechanism, which empowers partners to hold each other globally accountable for progress towards the SDG targets, as well as reinforcing country-level multi-stakeholder planning and review processes.

The partnership shares the belief that having different stakeholders working together towards common goals will facilitate transparency, accountability and participation. Partners created the SWA Mutual Accountability Mechanism so that their work on the Framework would be rooted in specific, measurable, attainable, relevant and timely (SMART) actions, and to reinforce multi-stakeholder decision-making.

Implementation of the Mutual Accountability Mechanism is led by governments and is aligned with national multi-stakeholder processes to develop national plans and strategies. Governments identify priorities from among their national targets and milestones, in discussion with other national SWA

partners. These commitments are presented at SWA regional and global meetings – creating opportunities for international discussion of national progress.

The Mutual Accountability Mechanism is a key opportunity to put the SWA Framework into practice, incorporating the SWA Guiding Principles, re-enforcing the Collaborative Behaviours, and identifying gaps in a country's implementation of the Building Blocks.

[More on the SWA Framework on SWA's website.](#)

## **Annex 2: The SWA 2015-2020 Strategy**

This Strategy will guide the actions of Sanitation and Water for All (SWA) partners over a five- year period (2015-2020) in pursuit of their shared vision of universal access to sanitation, water and hygiene.

SWA is the global multi-stakeholder partnership for sanitation, water and hygiene, comprised of country governments, civil society organizations and development partners working together to catalyze political leadership and action, improve accountability and use scarce resources more effectively.

### **Vision**

The vision of the SWA partners is:

Sanitation, hygiene and water for all, always and everywhere

All – focuses on the importance of universal access, of eliminating inequalities in access and in focusing on the most marginalized and vulnerable people; Always – invokes the human right to safe water and sanitation in times of natural and man-made emergencies, and the requirement for sustained services; Everywhere – reinforces “all”, as well as the need to ensure access to sanitation, water and hygiene at the household level and beyond.

### **Theory of Change**

The SWA theory of change is built upon the premise that change happens when, influenced by compelling, evidence-based advocacy, political will for sanitation, water and hygiene is increased. Increased political will leads to vigorous sector analysis and review, which can form the basis for the development of clear financing strategies and implementation plans, led by governments and supported by all sector partners. This in turn will accelerate the development of strong systems and adequate sector capacity. When these building blocks are in place, the sector will benefit from both increased resources and more effective use of those resources, which in turn can further stimulate political will, as part of a ‘virtuous cycle’ of transformational change. In this way, sustainable sanitation, hygiene and water for all can be achieved.

This Strategy sets out how SWA employs the logic of the theory of change to pursue the vision that all partners share. The partnership has defined its role and purpose in support of realizing a global vision of universal access to safe water and sanitation, has set objectives, endorses behaviours and seeks to achieve target outcomes. The partners determine how to adapt their activities to contribute to the target outcomes.

### **Role and Purpose**

Achieving universal sanitation, hygiene and water for all will require complementary and joint efforts. SWA provides a platform for multi-stakeholder intergovernmental dialogue and engagement by a large number of stakeholders, allowing the partnership to achieve outcomes that individual partners could not realize alone.

The role and purpose of the SWA partnership is to lead, galvanize and facilitate international efforts, aligning with and promoting national and regional processes aimed at ensuring availability and sustainable management of sanitation, water and hygiene for all. These efforts will be in line with the Sustainable Development Goals (SDGs) and other relevant development policies and law.

The partnership will be a platform for political dialogue, coordinated action, advocacy, and follow-up and review on progress made towards the sanitation, water and hygiene-related targets of the SDGs. The partnership is not a provider of finance, an implementing agency, or a technical oversight body.

The partnership is open to all countries and organizations who share SWA's vision and seek to achieve its objectives.

### **Objectives**

The SWA Strategy is grounded in the imperative to “put countries at the centre”, strengthening country processes, relying on evidence, and using advocacy to increase political will. Key to SWA's Strategy is the harmonization of efforts and inputs by development partners.

The objectives of SWA are to:

1. Increase political prioritization for sanitation, hygiene and water;
2. Strengthen government-led national processes;
3. Develop and use a strong evidence base to support good decision making;
4. Strengthen regional, national and local human and institutional capacities;
5. Follow-up and review progress achieved in implementing sanitation, water and hygiene targets of the SDGs.

In meeting the above objectives, SWA will contribute to the progressive elimination of inequalities by focusing on challenges affecting the most marginalized and hardest to reach.

### **Behaviours for Development Effectiveness**

Drawing upon research findings, lessons from other sectors, and country experiences, the Partnership has identified four Collaborative Behaviours (for both development partners and governments), which are essential to ensuring that support to the WASH sector is effective, equitable and sustainable. The Behaviours are:

1. Enhance government leadership of sector planning processes;
2. Strengthen and use country systems;
3. Use one information and mutual accountability platform built around a multi-stakeholder, government-led cycle of planning, monitoring and learning;
4. Build sustainable water and sanitation sector financing strategies that incorporate financial data on all 3Ts (taxes, tariffs and transfers), as well as estimates for non-tariff household expenditure.

### **Target Outcomes for the Sector and for the Partnership**

SWA seeks to contribute to the following over-arching outcomes for the global water, sanitation and sanitation sector:

- WASH is widely recognized as a key component of human development, and built into the work of initiatives and partnerships in other thematic areas, to maximize impact;
- National plans are developed by governments, with multi-stakeholder engagement, reflecting appropriate priority for sanitation, water and hygiene and identifying sources of finance;
- All stakeholders adapt their approaches, systems and procedures to use country systems and to support strengthening of these systems;

- National plans include provisions for the identification of data gaps, collection and analysis of relevant data, particularly on service provision inequalities; and
- Monitoring at national, regional and global level helps external support agencies and countries determine who is unserved, pin-point vulnerable populations, understand ineffective and flawed practices, identify bottlenecks and formulate solutions.

In order to make these sector outcomes a reality, the Partnership will seek to achieve the following outcomes related to each of its Objectives:

**Target Outcomes Related to Objective 1: Increase political prioritization**

- Key policy and decision makers – including development partners – convene at a global level to assess sector progress, identify financing shortfalls, and agree necessary reforms.
- The WASH sector is collectively organized, and all stakeholders make harmonized inputs to achieve universal access and eliminate inequalities.

**Target Outcomes Related to Objective 2: Strengthen government-led national processes**

- Inputs to strengthen countries' national processes are harmonized.
- Partners align behind the SWA Behaviours, and progressively improve the development effectiveness of the sector.
- Performance against SWA Behaviours is measured, using appropriate indicators developed by the Partners, reported and analyzed at a global level.
- All stakeholders agree upon a single information and mutual accountability platform which is mandated and convened by government.

**Target Outcomes Related to Objective 3: Develop and use a strong evidence base to support good decision making**

- Global monitoring demands are harmonized, and centred around strengthening and use of country results frameworks.
- Opportunities exist for south-south learning and exchange to establish an evidence base on best practice in strengthening country systems.

**Target Outcomes Related to Objective 4: Strengthen regional, national and local human and institutional capacities**

- An efficient, responsive global platform is in place to generate synergies between national governments, regional organizations and development partners in order to build capacity.
- Regional and sub-regional partnerships are facilitated and strengthened.
- Learning and exchange between partners promotes understanding of development effectiveness and good practice, leading to improvements in the efficiency, effectiveness and economy of sector investment.
- Inputs to build capacity are prioritized by development partners and harmonized.

**Target Outcomes Related to Objective 5: Follow-up and review progress achieved in implementing sanitation, water and hygiene targets of the SDGs**



- Government and development partners follow an inclusive and transparent process to establish and implement clear commitments to ensure delivery of universal access to sanitation, water and hygiene by 2030 and progressively eliminate inequalities in access.
- They articulate and share their commitments through the development of national strategies for sanitation, water and hygiene to be embedded in their country's national Sustainable Development Strategy.
- Bottlenecks to delivering universal access to WASH are identified and brought to the attention of decision makers at the highest levels.
- Progress in implementing the sanitation, water and hygiene SDG targets is assessed globally via a multi-stakeholder intergovernmental platform, with linkages to the water resource, health, nutrition and education sectors, for follow-up, review and dialogue, and further progress is catalyzed.

The SWA Secretariat will facilitate a supportive framework of activities. These activities include facilitating an ongoing high-level dialogue among partners: biennial partnership Meeting, biennial Sector Ministers' meeting, biennial High-level Meeting, and regular meetings of the Steering Committee and Task Teams. These activities, and any others mandated by the Steering Committee, will be outlined in annual workplans presented to and approved by the Steering Committee.

The target outcomes are intended to inspire partners to take actions that are aligned with the efforts of other Partners, are focused on the progressive elimination of inequalities by addressing the challenges affecting the most marginalized and hard to reach, are in line with the Behaviours that reinforce development effectiveness and are coordinated with opportunities within the global development sector and the global sanitation, water and hygiene sector.

The activities needed to achieve SWA's objectives differ by partner, and partners will structure their actions in such a way as to support achievement of the target outcomes while still responding to their respective core mandates. Specific activities to be undertaken by partners to support the vision outlined in this Strategy will be discussed at the biennial SWA Partnership Meeting. SWA will report on progress through its regular reporting mechanisms, including the Annual Report and reporting on progress against commitments made by partners.

## Annex 5: Code of Conduct

**This Code of Conduct reflects the overarching ethical principles and core values of Sanitation and Water for All (SWA). These are: honesty; integrity; transparency of action; compliance with laws and contracts; impartiality and trustworthiness; respect; equality and non-discrimination.**

The aim of the Code is to ensure that everybody working with SWA behaves in accordance with these values and does not abuse their position. The Code covers **conflicts of interest, gifts and bribery, sexual harassment and abuse of authority**.

In addition to this code, Secretariat staff are also required to adhere to the relevant codes and rules of their host organisation(s).

### 1 **About the code**

#### *Who is covered?*

The Code applies to SWA leaders; Secretariat staff; individuals representing SWA partners; and members of the SWA Steering Committee, sub-committees and work groups in relation to their engagement with SWA. These people are referred to as **covered individuals**.

#### *Reporting a breach*

A breach of the Code occurs when a covered individual conducts engagement in SWA in a way that either does not comply with SWA's core values (stated above) or violates any of the specific provisions of this code.

Covered individuals and interested parties shall report any breach of the Code to [complaints@sanitationandwaterforall.org](mailto:complaints@sanitationandwaterforall.org) or to the Chair of the **SWA Steering Committee** or the Chair of the **Governance and Finance Sub-committee**. The report may be made anonymously but should provide as much detail as possible about the date and location of the alleged incidents, the names of any witnesses and other proof. Only members of the Governance and Finance Sub-committee and one member of staff from the SWA secretariat shall have access to the above email account.

#### *Investigations and sanctions*

All complaints, allegations and related investigations will be managed in strict confidentiality. The Governance and Finance Sub-committee is responsible for investigating complaints and proposing appropriate actions or sanctions. Depending on the case, appropriate actions can include an oral notification, a written warning, or expulsion from the SWA partnership (for serious instances such as illegal misconduct or where the reputation and integrity of SWA is affected).

Appropriate actions shall be agreed by the Chair of the SWA Steering Committee and the Chair of the Governance and Finance Sub-committee.<sup>5</sup> Expulsion shall require the approval of the SWA Steering Committee. In case a complaint concerns the Chair of the SWA Steering Committee or the Chair of the Governance and Finance Sub-committee, this person shall be excluded from any investigation and decisions on this matter and the respective Vice-chair shall act instead. If a complaint concerns the SWA CEO, the Governance and Finance Sub-committee shall, in addition to conducting its investigation, inform the UNICEF Ethics Office to take appropriate measures as the formal employer of the CEO.

#### *Record keeping*

The Governance and Finance Sub-committee will keep a record of all allegations, investigations and decisions made by SWA in relation to the Code. It will prepare an annual report about adherence to the Code, ensuring the confidentiality of everyone involved. The report will be published online to ensure full transparency.

### 2 **Conflicts of Interest**

**In the work of SWA, conflicts can arise between the private interests of individuals and partner**

<sup>5</sup> Further procedures and guidelines for conducting investigations and identifying appropriate sanctions are provided in the Terms of Reference of the Governance and Finance Sub-committee.

**organizations and those of SWA. Our aim is to immediately discuss and resolve such conflicts and to undertake activities with transparency and accountability.**

A conflict of interest occurs when there is conflict between the professional interest of SWA and the private interest of a covered individual or the interest of an organisation the covered individual is affiliated to, which could improperly influence the performance of official duties and responsibilities within SWA. This also includes situations in which a covered individual's responsibility to a second party, for example an employer, limits his or her ability to discharge his or her responsibility to SWA.

Understanding that members who are employees of other organisations or governments and may represent the views and/or interests of these bodies, such representations in discussions related to SWA will not be deemed conflicts of interest. A conflict of interest does occur, for example, when a decision of SWA affects funding for the employer organization of a covered individual.

#### **Declaring a conflict of interest**

In meetings, any covered individual with a an actual, potential or perceived conflict of interest shall immediately declare the conflict of interest and recuse himself/herself from the proceedings, particularly where decisions are to be reached. Declarations of interest shall be a standard agenda item at the beginning of any executive session of the Steering Committee and the Executive Oversight Committee, and declarations shall be documented in the minutes.

### **3 *Bribery, gifts and travel***

Covered individuals must not – either directly or indirectly – request, accept, offer, give bribes or arrange for bribes to be given or engage in any other form of corruption.

**When representing SWA, travelling on its behalf, or conducting any business in their capacities as SWA partners**, all covered individuals are prohibited from **giving or accepting gifts** to and from SWA partners, programme beneficiaries, staff and consultants or business partners unless these are minor gifts of less than US\$100 value. Gifts refer to any gratuity, favour, discount, hospitality, loan or other item with monetary value. This includes services, training, transport, lodgings and meals.

Covered individuals shall adhere to the relevant travel guidelines and reimbursement rules when traveling on behalf of SWA.

### **4 *Sexual harassment and abuse of power***

**SWA is committed to providing an environment that is free from sexual harassment, other forms of harassment and bullying, and abuse of power. Covered individuals shall not engage in any such misconduct.**

#### **Sexual harassment**

Unwelcome sexual advances or physical contact, requests for sexual favours, and other conduct of a sexual nature constitute **sexual harassment** when:

- a decision affecting an individual is made because the individual submitted to or rejected the unwelcome conduct; or
- the unwelcome conduct interferes with an individual's duties or creates an intimidating, hostile, or abusive working environment

The following actions may constitute harassment:

- sexual pranks, teasing, jokes, or innuendo
- verbal abuse or touching of a sexual nature

- making or posting sexually demeaning or offensive pictures or other materials in the workplace
- unwelcome conduct of a sexual nature that affects the work environment

A victim of sexual harassment can be a man or a woman. The victim can be of the same sex as the harasser. When deciding whether behaviour constitutes harassment, the power dynamics between the victim and perpetrator, as well as how the victim feels about the behaviour, should be considered.

#### Abuse of power

**Abuse of power** is the improper use of a position of influence, power, or authority against another person. This is particularly serious when a person uses, or threatens to use, his/her influence, power or authority to improperly influence the career or employment conditions of another, including (but not limited to) appointment, assignment, contract renewal, performance evaluation or promotion. Abuse of power may also include conduct that creates a hostile or offensive work environment, and such conduct can include (but is not limited to) the use of intimidation, threats, blackmail or coercion. Sexual harassment is sometimes a form of abuse of power/authority.

Covered individuals should avoid sexual relationships with anyone under the age of 18.

SWA also discourages sexual relationships between partners and staff, between partners and programme beneficiaries, and between staff and programme beneficiaries.

### Sub-annex 6.1: Conflict of Interest Declaration Statement and Form

I, \_\_\_\_\_ (name), agree to comply with SWA Code of Conduct and SWA-related policies, guidelines and procedures.

As a member of the SC or SWA Secretariat staff, or any of SWA's Governance bodies I shall not discuss, advocate, or vote on any matter in which I have a conflict or potential conflict of interest or an interest which reasonably might appear to conflict with the concept of fairness in dealing with the business of SWA.

I acknowledge that a conflict of interest or a potential conflict occurs when there is conflict between the professional interest of SWA and my private interest or the interest of the organisation I am affiliated to, in which I have private or other interests which could improperly influence the performance of official duties and responsibilities within SWA. This also includes situations in which my responsibility to a second party, for example my employer, limits my ability to discharge my responsibility to SWA.

I therefore certify that I have read and understood the Code of Conduct and confirm that if I violate this provision, SWA will take appropriate measures outlined in the code which may include suspension or discontinuation of my position in SWA. I will seek clarification and any further responses to questions that I might have regarding the interpretation of these guidelines or other conflict of interest matters, either from SC Chair, the Chair of the Governance and Finance Sub-committee or the Secretariat.

In this respect, I will adhere to the Code of Conduct that requires me to declare immediately to SWA a conflict or potential conflict of interest on an issue during relevant meetings or at any other time in the workings of SWA. I will state the nature of the conflict, acknowledging that I have a separate, private, or monetary interest, either direct or indirect. I shall then excuse myself from any SWA meetings, discussions and voting concerning the matter in question.

I also acknowledge that I am obliged to raise any conflict of interest I may be aware of amongst other partners of SWA or implementing organizations to safeguard the reputation of SWA and ensure that it conducts business in a balanced and transparent manner, as well as adhere to ethical standards.

In keeping with the above principles and those further stated in the Code of Conduct, I hereby declare as follows [tick the appropriate box]:

☐ I do not have any foreseeable conflict of interest that relates to the functions and operations of SWA.

Alternatively,

☐ I have conflict of interest in the functions and operations of SWA, as listed below.

Name: \_\_\_\_\_

SWA Constituency: \_\_\_\_\_

Organization: \_\_\_\_\_

Please list any SWA Committees or Technical Task Teams you participate on below:

☐

☐

Postal Address: \_\_\_\_\_

Email Address: \_\_\_\_\_

Telephone: \_\_\_\_\_

Cell-phone: \_\_\_\_\_

I hereby certify that I have read the Code of Conduct and, as a SC member, alternate, member of any of the SWA governance bodies, or Secretariat staff, I will act in accordance with the norms and standards set therein.

Signature: \_\_\_\_\_

Date: \_\_\_\_\_

Witness: \_\_\_\_\_

## **Annex 6: Responsibilities of the Secretariat**

In accordance with SWA's Governance Document, the Secretariat supports the different bodies of the partnership in performing their roles. It provides technical, administrative, secretarial, logistical and communications support to SWA and its various bodies. It coordinates the implementation of SWA's strategy, action plan and results framework; raises funds for the partnership; builds strategic partnerships with similar initiatives; represents the partnership; and undertakes advocacy and promotion of SWA. The Secretariat is accountable to the Steering Committee. The functions and roles of the Secretariat are laid out in SWA's Governance Document in generic terms and described in more detail below. The Steering Committee can also adopt decisions requesting the Secretariat to undertake additional functions. These should always be balanced by an appreciation of whether this will require new resources. The current Terms of Reference represents the support the Secretariat strives to offer the partnership once it is at its full staff capacity, according to the approved organigram. The focus and level of support it offers the partnership may vary from one year to another; according to levels of staffing and resources available and shall be outlined every year according to the workplans approved by the Steering Committee.

### **Specific tasks of the CEO**

The Secretariat is led by a Chief Executive Officer (CEO), who is a non-voting, ex-officio member of the Steering Committee and of the Executive Oversight Committee (EOC) of the Steering Committee. The CEO determines the structure and staffing levels of the Secretariat, with approval from the Steering Committee. The current structure and staffing are reflected in Annex 8.

### **The CEO's responsibilities are to:**

- a) Lead the Secretariat team and represent the Secretariat at the Steering Committee and EOC;
- b) Ensure the efficient and effective functioning of the Secretariat and the line management and development of its staff;
- c) Support SWA partners in achieving consensus on common objectives of the partnership;
- d) Raise funds for the partnership in conjunction with the Chair and the Governance and Finance Sub committee;

- e) Coordinate the implementation of SWA's action plan and results framework;
- f) Build strategic partnerships and represent SWA externally;
- g) Undertake advocacy and promotion of SWA in coordination with the High-level Chair and the Global Leaders Council.

#### **Responsibilities of the Secretariat**

The main currently agreed responsibilities and activities of the Secretariat are described in detail below.

##### **Support the Steering Committee in achieving good governance and effectiveness across SWA bodies**

- a) Provide administrative and logistical support to the Steering Committee, the EOC, the sub-committees, and their work groups and task teams, including making arrangements to convene meetings (including travel and logistics<sup>6</sup>), distributing agendas, notifications and minutes of meetings, which should document participation in, and transparency of, discussions and decisions reached at these meetings;
- b) Organize orientation and capacity-building for Steering Committee members, including inductions for new members;
- c) Record and file for public record Steering Committee decisions and progress reports, including those from sub-committees;
- d) Maintain up-to-date records of Steering Committee actions and the status of programme activities;
- e) Support the Steering Committee Chair and facilitate SWA-relevant communications with all key constituencies in SWA;
- f) Prepare and submit reports as requested by the Steering Committee Chair, and make available to SWA partners all reports on the implementation of SWA activities;
- g) Respond to public enquiries on SWA matters and share information with all SWA stakeholders;
- h) Maintain an efficient system for Steering Committee reports, documents, correspondence and other relevant materials including distribution and contact lists;
- i) Coordinate periodic elections of new Steering Committee members, Chair and Vice-chair;
- j) Review SWA partner applications and make recommendations to the Steering Committee on the admission of new partners.

#### **Political engagement and prioritisation at the global level**

##### **2.1 Organizing and convening high-level meetings**

- a) Support Steering Committee and appropriate bodies in identifying objectives, target audiences and structure for high-level meetings (HLMs) that aim to increase political momentum and attention around water, sanitation and hygiene, and to facilitate political dialogue and mutual accountability;
- b) Work with partners on the logistics of convening those HLMs and ensure the efficient delivery of the meetings to the satisfaction of the partners.

##### **2.2 Organizing and engaging in high-level events**

- a) Support Steering Committee and appropriate bodies in identifying opportunities to implement and communicate SWA's framework and the mutual accountability mechanism;
- b) Support the Steering Committee in articulating SWA's impact in achieving the water and sanitation-related targets of the Sustainable Development Goals (SDGs) to leverage more support and buy-in from partners;
- c) Articulate SWA's unique contribution to the achievement of the water, sanitation and hygiene-related targets of the SDGs at global, regional and national levels;
- d) Identify events at global and regional levels which SWA should contribute to and engage with;
- e) Promote SWA's involvement with partnerships in other sectors (for example, nutrition, education, health, climate, human rights);
- f) Follow and contribute to the work of relevant United Nations bodies and other global bodies and processes (for example, UN-Water, United Nations Department of Economic and Social Affairs, United Nations General Assembly, United Nations Economic and Social Council, United Nations Human Rights Council, United Nations Development Programme, and UN Women);

<sup>6</sup> Details of logistical support for meetings and travel are found under section 6 of this document.

- g) Draft agendas, briefing notes, presentations and other communications materials for global and regional events.

### ***2.3 Mobilizing the leadership to represent SWA in high-level events***

- a) Create and maintain the Global Leaders Council with members who are ready to be mobilized and contribute to SWA's mission as true SWA champions;
- b) Identify opportunities to use the voices of global leaders, including the High-level Chair, in meetings, via media exposure including op-eds and social media;
- c) Prepare briefing notes and, when required, speaking notes, video scripts and draft media and social media contributions for the global leaders including the High-level Chair.

## **Constituency Support**

### ***1.1 Country engagement<sup>7</sup>***

#### ***3.1.1 Political prioritization for sanitation, hygiene and water***

- a) Support and mobilize SWA partners at country level to prepare for, participate in and follow-up on the HLMS;
- b) Support SWA country-level partners which participate in either the preparatory process and/or the HLMS to take the lead in countries and take practical actions regarding the theme(s) of the HLM.

#### ***3.1.2 Strengthen government-led national processes***

- a) Mobilize SWA partners to support, develop, implement, or strengthen government-led multi-stakeholder processes for planning, resourcing, and reviewing progress towards national SDG targets;
- b) Provide, and support partners to use, information, evidence and materials related to the SWA framework and explain how these can be used to strengthen national processes;
- c) Conduct and promote peer-to-peer learning to enable exchanges of experiences related to aspects of the SWA framework;
- d) Strengthen alignment with regional processes and platforms;
- e) Mobilize and orient new government partners to be able to use the SWA framework, to strengthen multi-stakeholder approaches and to catalyse political support for water, sanitation and hygiene issues.

#### ***3.2 The mutual accountability mechanism***

- a) Support global level engagement to promote the implementation of the mutual accountability mechanism at HLMS;
- b) Support partners at country level to take the lead and implement the mutual accountability mechanism;
- c) Mobilize partners to submit commitments for the mutual accountability mechanism and support joint review and monitoring of these commitments at global and country level.

### ***3.3 Support to other constituencies***

- a) Support the work of Steering Committee members and representatives of other constituencies (including Civil Society Organisations - CSOs, External Support Agencies - ESAs, Research and Learning - R&L, and Private Sector - PS);
- b) Support the implementation of constituency workplans;
- c) Assist constituency representatives with reporting to SWA governing bodies;
- d) Share with constituencies all relevant, regular and updated information about SWA and how to engage with SWA;
- e) Organize inductions for new constituency partners;
- f) Support outreach to potential new partners of SWA that could join constituencies;
- g) Foster links and networking among key partners at international, regional and country level;
- h) Assist in organizing specific constituency webinars.

<sup>7</sup> While SWA has more than 60 government partners, the Secretariat will carefully select specific countries on which to deploy the available resources for each annual workplan. This could be as low as 2 countries for some of the tasks and as high as 25 for others.



### **Communications**

- a) Develop, maintain and implement an overall SWA communications strategy and workplan to position SWA's work and SDG6 in the public domain, to strengthen political will in support for SDG6 and SWA's vision and objectives, and to enhance the partnership's credibility and positioning;
- b) Keep the partnership as a whole informed of activities, events, campaigns and other relevant content;
- c) Provide partners with the support and materials they need to help them promote the vision and objectives of SWA in their day-to-day work and through their networks;
- d) Develop and implement campaigns around special projects and events;
- e) Manage SWA's communications platforms and channels.

### **Knowledge management, monitoring and evaluation**

- a) Develop, implement, and track a knowledge management strategy and system for the entire partnership;
- b) Identify and document partner experiences of the implementation of the SWA framework;
- c) Strategically plan and organize innovative methods to disseminate SWA information.

### **Financial and administrative functions**

#### ***6.1 Trust account management and grant management/reporting***

- a) Develop and implement standard operating procedures and administrative arrangements between SWA, the Secretariat host organization and the host organizations of specific decentralized Secretariat staff;
- b) Periodically review SWA's status with regards to the Trust Account Agreement and oversee the overall progress against its results framework, through monitoring, reporting and evaluations;
- c) Review, approve and submit periodic progress donor reports;
- d) Commission evaluations on the overall performance of the trust account;
- e) Approve direct costs related to trust account operations;
- f) Approve contract extensions and updates as required.

#### ***6.2 Budget and annual workplan***

- a) Prepare the annual budget and workplan for the partnership and present it to the Steering Committee for approval, in line with the strategy, the results framework, availability of funds, and general directions from the Steering Committee;
- b) Request amendments to the approved budget and workplan according to changing needs over the course of the year, following the process for approval described above.

#### ***6.3 Human resources***

- a) Ensure that all roles listed in the organogram approved by the Steering Committee are recruited through a competitive process that meets the standards established by the partnership and the hosting organization of each of the positions;
- b) Work with the Steering Committee and its Finance and Performance Working Group to make sure that the Secretariat is constantly staffed in a way that makes it fit for purpose and able to respond to the needs of the partnership.

#### ***6.4 Logistical support for Steering Committee and other meetings***

- a) Provide logistical support, including travel and procurement, for Steering Committee operations and other meetings, in accordance with relevant rules and procedures, including those of the Secretariat host;
- b) The Secretariat, in consultation with the EOC, will prioritize the support given to partners and other stakeholders according to available human and financial resources.

## **Annex 7: Responsibilities of the Chief Executive Officer (CEO)**

1. Provide strategic leadership to the SWA partnership, compatible with its vision and high-level objectives;
2. Be an influential and powerful advocate for SWA, representing the partnership in high-level

meetings and events, as well as supporting its Steering Committee to define and achieve its strategic objectives, while ensuring accountability to all its members.

3. Manage SWA's Secretariat and oversee all operational, executive and fundraising activities, working closely with SWA's Chairperson and Steering Committee. Heading SWA's Secretariat, the CEO ensures it has the structure, systems, staff and financial resources to perform effectively and efficiently.
4. Establish and strengthen cooperative relationships with all SWA constituencies and partners, and with other global partnerships, building networks, harnessing information and mobilizing opportunities to benefit SWA;
5. Build and maintain effective working relationships with SWA's members, its Steering Committee members, the Steering Committee Chairperson, SWA's Secretariat, its host organization, Work Groups, country/regional offices and beyond SWA, and other key stakeholders supporting SDG 6.
6. Establish strategies and plans for resource mobilization, working with the SWA Chairperson and Steering Committee to secure financial commitments and resources from a wide set of donors, ensuring that donor relations are maintained through accounting for expenditure in accordance with UNICEF rules and regulations and specific contribution agreements, and through appropriate and timely reporting of expenditure.

## **Annex 8: Membership sanctions, resignations and changes**

### **Sanctions**

Sanctions shall mainly arise from the following situations:

- The lack of respect in the implementation of this Governance Document (including its Ethics and Conflict of Interest Management Policy);
- Absenteeism: three absences (within a two-year term) from Steering Committee meetings;
- Absenteeism: three absences from Sub-Committee or Technical Task Team meetings (not be counted towards absenteeism from Steering Committee meetings).

Any sanction recommended under this document:

- Must be fair and reasonable;
- Must have any final decision made by the Steering Committee leadership;
- Must allow a person under threat of such sanction the opportunity to express himself/herself in relation to the issue for which he/she has received the sanction. Fifteen working days shall be given to present in writing reasons or evidence in rebuttal.
- The SC shall evaluate and issue a final resolution.

Once the issue has been properly considered by the SC, if it is decided that a member is indeed found to be at fault, then one or more of the following sanctions shall be applied depending on the seriousness of the misconduct:

**Written notification**

The Secretariat shall notify the member in writing (via email or letter) outlining the fault that is the cause for the notification. The notification shall be signed by the Chairperson of the Steering Committee.

The member will be given the opportunity to further respond to the written notification within eight days, undertaking not to repeat the fault that caused the notification.

The reasons or evidence outlining the behaviour or problems being encountered, and possible solutions shall be submitted to the Executive Oversight Committee. These findings will be presented to the Steering Committee for a final decision.

The written notification shall be filed by the Secretariat as part of the records.

**Dismissal**

Where it is alleged that there exists just cause for dismissal of a Steering Committee member, the allegation(s) shall be brought to the attention of the Executive Oversight Committee. The initiation of preliminary proceedings shall be at the discretion of the Executive Oversight Committee and in cases where it intends to proceed, the committee shall inform the member (with a copy to the constituency that he/she represents) in writing of the allegations which have been made against the member, together with a written summary of all relevant circumstances and the reason(s) for the intended dismissal.

If such member wishes to contest the intended dismissal, he/she must respond within fifteen days of the receipt of the notification.

The Executive Oversight Committee shall make a rigorous assessment before making a recommendation of a final and non-appealable decision to the Steering Committee, which shall have the final say.

**Resignation**

Should Steering Committee members, including alternates, elected/nominated by their constituency wish to resign, the following shall apply:

1. They shall notify their constituencies of their intention to resign and do so with a written copy to the Steering Committee no later than fifteen days from the date of submission of the resignation to the constituency.
2. Their constituencies shall be required to elect/nominate the replacement within a period of one month.
3. In the case of the resignation of the full Steering Committee member, he/she shall be replaced by his/her alternate, pending replacement by the constituency.
4. In the case of the resignation of the alternate, the member shall be the only member until the constituency nominates and recommends a replacement.
5. In the event that the constituency does not have an alternate member, the constituencies shall be required to elect/nominate the replacement prior to the next Steering Committee meeting.

**Changes**

Should a constituency decide to make changes in representation of either their full Steering Committee member or their alternate, they must communicate such changes by written document, signed and submitted to the Secretariat.

## **Annex 9: Governance and Finance Sub-Committee Terms of Reference**

### **1. Purpose of the Governance and Finance Sub-Committee (GFSC)**

The Governance and Finance Sub-Committee will advise the SWA Steering Committee (SC) on the governance of SWA, focusing on SWA's effectiveness, integrity and performance. Its responsibilities include advising on SWA policies, practices, rules, procedures and other actions to ensure that the partnership is functioning effectively and ethically. It will also provide advice on finance issues, including supporting the SWA Secretariat and its host, UNICEF, by providing strategic advice on how best to maximize value for money, reviewing and providing feedback on annual workplans and budgets before they are presented to the SC for approval, and reviewing financial reports. This will also entail support to the Secretariat in the area of fundraising, including identifying potential donors and fundraising opportunities for SWA or collaborative efforts.

### **2. Membership of the GF Sub-Committee**

The Governance and Finance Sub-Committee will comprise a minimum of five members drawn from SC members representing different constituencies and including at least two representatives of government members. The GFSC members will be appointed by the SC. The CEO shall sit as an observer on the Sub-Committee. A Chair and Vice-Chair of the Sub-Committee will be elected by the committee's members. Sub-committee members, Chair and Vice-Chair are expected to serve for a three-year mandate, renewable once. In case the SC membership of a member of the GFSC ends, the constituency shall nominate a new SC member from their constituency for the GFSC. In case the SC membership of the Chair or Vice-Chair ends, a new Chair or Vice-Chair shall be elected.

### **3. Core Responsibilities**

#### **Governance and efficiency of SWA**

The GFSC is responsible for advising the SC on SWA's governance. This includes:

- Periodically reviewing and proposing to the SC amendments to SWA's Governance Document in the light of the evolution of the SWA partnership and providing advice on the governance implications of decisions taken by the SC;
- Providing advice on the selection and orientation of SC members;
- Undertaking other reviews relating to governance, as requested by the SC;
- Remuneration and expenses of SWA officials and those representing SWA;
- As the need arises, advise the SC on developing proper identification and management of risks to SWA;
- Identifying and advising on other issues relating to governance for the SC that require its attention.

#### **Integrity of the SWA partnership**

The GFSC will provide the SC with advice and recommendations to ensure that the SWA partnership operates to the highest ethical standards, including:

- Monitoring, implementation and adaptation of the SWA Ethics and Code of Conduct Policy (ECCP) including conflict of interest procedures and protocols;

- Procedures for ensuring the partnership's legal and regulatory compliance;
- Following procedures provided for by the ECCP, the GFSC will receive and in confidentiality review complaints about breaches of rules and regulations and conflicts of interest and advise the SWA leadership on appropriate action.

### **Performance Management**

The GFSC will provide advice to the SC on aspects of performance management, including:

- The design and functioning of performance management mechanisms for SWA and its constituent parts, including the Secretariat, the CEO and the SC Chairperson;
- Regular, independent evaluations of the SWA partnership, which are related to the governance and finance aspects of the partnership.

### **Finance**

The GFSC will provide advice to the SC on financial issues, including:

- Review and approval of annual Secretariat work plans and budgets;
- Review and approval of six-monthly financial reports from the Secretariat;
- How best to maximize value for money;
- Support to the Secretariat in the area of fundraising, including identifying potential donors and fundraising opportunities for the partnership;
- The organization and staffing of the SWA Secretariat, with a view to supporting the work of the partnership in the most cost-effective way possible.

## **4. Ways of working**

The GFSC is expected to meet four times per year, generally one month ahead of the SC meetings so that it can report directly to SC members. Meetings can either be virtual or face-to-face. The Chair shall be responsible to invite members to meetings. The agenda shall be communicated at least one week before the meeting takes place. Any Sub-Committee member not being able to participate in a meeting should notify the Chair and, where that is not possible, the Secretariat focal point before the meeting takes place. The GFSC is accountable to the Steering Committee.

A quorum will be established with at least half the Sub-Committee's members. The GFSC strives to agree by consensus. In some cases, a vote may be needed if consensus cannot be achieved. In this case, each member has a vote. Should a vote be evenly split, the Chair will have a casting vote.

This annex is being developed by SWA and will be included at a later stage.

## Annex 10: Programme and Strategy Sub-Committee Terms of Reference

### 1. Purpose of the Programme and Strategy Sub-Committee (PSSC)

The Programme and Strategy Sub-Committee (PSSC) will advise the SWA Steering Committee (SC) on the effectiveness of SWA policies, strategies and programmes. The Programme and Strategy Sub-Committee addresses fundamental questions about whether SWA is staying relevant and forward thinking in achieving its 5 Objectives to meet the water, sanitation and hygiene related targets of SDGs. It provides a bridge between governance and policy and SWA activities in countries, ensuring that SWA policies respond to barriers and opportunities to progress. It discusses and advises, inter alia, on how high-level meetings need to be organized in order to attain SWA and sector-wide goals. With reference to programmes, it reviews and evaluates whether SWA activities are (a) collecting the necessary evidence upon which to inform best practices in pursuing SWA's vision, goals and in implementing the Framework, and (b) on track to accomplish what they set out to do.

### 2. Membership of the Sub-Committee

The PSSC will be comprised of five to seven SC members and including at least two representatives of government members. Each SWA constituency must be represented on the PSSC. PSSC members will be appointed by the SC. The CEO shall sit as an observer on the PSSC. A Chair and Vice-Chair will be elected by the Sub-committee's members. Sub-committee members are expected to serve for a three-years mandate, once renewable. Should PSSC members resign from the institution that has appointed them to the SC, or be replaced by another institutional representative, a new member from the appropriate constituency will be appointed to the PSSC.

### 3. Core Responsibilities

#### Implementation of SWA Policies and Programmes

The PSSC is responsible for supporting the partners and advising the SC on SWA's programme and general policy directions for the WASH sector. This includes:

- Providing leadership and guidance on the application of SWA's Framework, including its tools, the Guiding Principles, Building Blocks, Collaborative Behaviours and Mutual Accountability Mechanism, to partners and to the full SC;
- Debating current progress in the WASH field and proposing new directions and changes for SC consideration;
- Supporting the development of a strategic approach to SWA public engagement, including High-level Meetings, to ensure these advance programme priorities;
- Assessing in an ongoing manner whether the SWA Framework is providing the basis for best practices in the WASH field.

#### Effectiveness of SWA

The PSSC is responsible for monitoring the ongoing effectiveness of SWA by keeping abreast of programmes and progress toward SWA objectives. This includes:

- Providing advice and oversight on mechanisms to monitor and evaluate SWA policy and programme performance;
- Conducting periodic reviews and/or evaluations on progress towards goals and objectives defined for key programme strategies and programme activities;

- Conducting independent evaluations of the SWA partnership which are relevant to the strategic direction and programme efficiency;
- Regularly reviewing the implementation of its Work Group's workplans
- Spending and providing strategic support to Work Group Coordinators.

#### 4. Ways of working

The PSSC is expected to meet approximately four times per year, generally one month ahead of the SC meetings so that it can report directly to SC members and, if needed, submit proposed decisions for SC consideration. Meetings can either be virtual or face-to-face. The PSSC is accountable to the Steering Committee.

Aquorum will be established with at least half the Sub-Committee's members. The PSSC strives to agree by consensus. In some cases, a vote may be needed if consensus cannot be achieved. In this case, each member has a vote. Should a vote be evenly split, the Chair will have a casting vote.

The PSSC may seek independent advice to help it perform its duties where this is justified. A related request for funding can be made directly from the Chair of the PSSC, to the SC Chair, and CEO.

The PSSC may create Work Groups (WG) which can be either ad hoc groups with time-limited tasks or ongoing Work Groups having a long-term horizon for its activities (e.g. High-level Political Dialogue Work Group; Country Processes Work Group, WASH-Nutrition Work Group, etc.). Work Groups should be headed by a Work Group Coordinator who may be nominated by a PSSC member but drawn from the wider SWA partnership and need not be a SC member. Each WG is accountable to the PSSC.

Work Group Coordinators and members may be from the same institutional partner as a member of the PSSC, so long as the two are not actively engaged in the same business. In this case, one must be the appointed representative of the institution, while the other is an observer only. This is in accordance with SWA Governance Documents pertaining to the SC.

The PSSC does not take decisions about SWA policies or programmes; the Sub-committee applies and studies policies and programmes and makes recommendations to the SC for eventual decisions.

Minutes of the PSSC will be circulated to all its members and made available to all members of the SC. They will also be made available, upon request, to other partners as deemed necessary

#### 5. Work Groups

The PSSC approves the Terms of Reference for each PSSC Work Group, which should be developed under the leadership of Work Group Coordinators, including the selection criteria and conditions to bring technical experts to contribute to the goals of the Work Group.

Each Work Group shall develop its calendar of activities and list of members, with the support of the Secretariat.

The Coordinator of each Work Group shall be responsible to invite members to meetings. The agenda shall be communicated at least one week before the meeting takes place.

Any Work Group member not being able to participate in a Work Group meeting should notify the Coordinator or, where that is not possible, to the Secretariat focal point responsible for the Work Group.

## Annex 11: Current Structure and Staffing

