

PRME Advisory Committee (PRME AC)

I. Executive Summary

A number of changes are proposed to PRME's governance arrangements that aim to move from a system based primarily on governance of PRME by the PRME Steering Committee (PRME SC) and the PRME Secretariat; to a system that gives PRME participants greater influence over the future of the initiative. This involves:

- The permanent establishment of a 20-member PRME Advisory Committee (PRME AC) that gives a stronger voice to the PRME community as a basis for providing strategic advice to the PRME Steering Committee and the PRME Secretariat;
- An Advisory Committee drawn from the main constituencies in the PRME community: Regional Chapters; Champions, Working Groups, and other relevant experts, using a dual system of election by members, and selection by the Secretariat;
- Composition of an Advisory Committee ensuring representation that provides balance in terms of geography, gender, and expertise, with members serving for two years.
- The PRME AC will be officially launched during the 2015 Global Forum for Responsible Management Education-6th Assembly, in June 2015.

The governance changes will lead to greater ownership of the PRME initiative by its members, and inject new energy in to the initiative as PRME moves in to a new phase of development on the eve of the United Nations (UN) General Assembly announcing its plans for post-2015 Sustainable Development Goals (SDGs) in New York in September (25-27th).

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II. Background

In recent years, the PRME initiative has witnessed increased levels of collaboration among signatory institutions on regional and global levels, with a range of initiatives designed to support the implementation of PRME at individual institutions awareness of the significance of PRME as a United Nations-supported initiative promoting responsible management and business education. Building on progress made during the 3rd Global Forum for Responsible Management Education in June 2012, and on the goals established by the PRME community in the Rio Declaration ([Rio Declaration on the Contribution of HEIs and Management Schools to *the Future We Want: A Roadmap for Management Education to 2020*](#)), 2013 saw the official launch of new activities. These included the launch of the PRME Champions leadership group and regional PRME Chapters, the systematic delisting of non-communicating PRME signatories, and greater ownership of the initiative by PRME signatory institutions, in particular through their contribution of an annual administrative service fee.

In order to provide an on-going engagement mechanism for PRME participants to directly influence the strategic direction of the PRME initiative, in February 2014 the PRME Secretariat, with a mandate from the PRME Steering Committee (PRME SC), proposed the creation of a new body, the PRME Advisory Committee (PRME AC). During the its pilot phase in 2014, PRME AC members provided advice on issues such as the PRME Annual Service Fee; policy for PRME Chapters; development of the PRME Working Group on Sharing Information on Progress (SIP); PRME strategic review process; and priorities for 2015, which included the alignment of PRME with the UN Sustainable Development Goals (SDGs) and the involvement of Deans in PRME and the 2015 PRME Global Forum. In addition, members guided the development of the rules of PRME AC composition and a list of potential PRME AC projects.

Work accomplished during the PRME AC pilot phase led to the creation of these Terms of Reference (ToR), drafted jointly by the PRME Secretariat and members of the PRME AC based on the mandate of the Steering Committee. These ToR are intended to mark a shift in governance arrangements for the PRME initiative away from the PRME Steering Committee and PRME Secretariat, to signatory institutions through a system of direct participation of members in the governance of PRME. This will be achieved by giving PRME participants greater ownership of the initiative; empowering different constituencies of the PRME community through representation on governing structures, and gender balance; enabling balanced representation based on the principles of selection and election; and facilitating a closer connection between the PRME Steering Committee and Advisory Committee.

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III. Terms of Reference (ToR)

1. Purpose

The purpose of the PRME Advisory Committee (PRME AC) is twofold: to provide strategic advice and guidance to the PRME Secretariat and PRME Steering Committee on matters of importance to the PRME community' and serve as a channel for the PRME community to raise ideas, concerns, and solutions, and influence the future direction of the initiative.

The primary responsibilities of the PRME AC are to inspire thought leadership, enhance communication across the PRME community, and between the community and the PRME Secretariat, and to give voice and greater ownership of the initiative to participants. Such efforts will help to maximise the positive impact of PRME at global and local levels; strengthen collective action through Chapters, Champions and issue-specific Working Groups; increase knowledge and expertise through various work streams; and strengthen partnerships and relationships across the community, as well as with the UN Global Compact and other important stakeholders. In addition, the PRME AC will identify important challenges and potential strategic responses that will help participants and the wider initiative to grow as *the leading* global platform for responsible management and business education.

The PRME AC will consider the following fundamental questions concerning PRME:

- i. What is the purpose of responsible and management education?
- ii. What is the role of business and management schools in society?
- iii. What enablers need to be put in place so that responsible management and business education is mainstreamed and implemented effectively?

Any recommendations with governance implications must be advanced to the PRME Steering Committee and PRME Secretariat for consideration and approval.

2. Mission

All activities undertaken by the PRME AC should contribute to enhancing the impact and visibility of PRME and responsible management and business education. The overarching function of the PRME AC is to provide strategic guidance to the PRME Secretariat and Steering Committee, on matters such as:

- i. Avenues to ensure that relevant UN topics are addressed and implemented by the PRME community, including how PRME, as a guiding framework, can help participants to generate positive change aligned with the UN Post-2015 Development Agenda and the Sustainable Development Goals (SDGs)
- ii. Ways to contribute and respond to companies' needs and requirements regarding corporate sustainability, especially those of UN Global Compact and Global Compact Local Networks' participants
- iii. Mechanisms to increase membership and levels of engagement of PRME participants, and proposals for innovative ways to implement the Principles;
- iv. Methods to improve PRME participants' Sharing Information of Progress (SIP) reporting as a means to demonstrate continuous improvement and assess impact.

3. Composition of the PRME AC and Process of Appointment

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A) *The composition of the PRME AC will consist of:*

1. Members elected by the different constituencies of PRME
 - a. Nine representatives from *established* PRME Chapters¹, one person from each region (Central and Eastern Europe, Western Europe, Middle East and North of Africa (MENA), Africa, North America, Latin America, East Asia, South East Asia; and Southern Asia and the Pacific)
 - b. Two representatives from PRME Champions
 - c. Two representatives from PRME Working Groups
2. Members selected by the PRME Secretariat
 - a. Seven additional members
3. Representatives from the PRME Secretariat, *ex officio*

B) *Selection process by the different constituencies of PRME:*

1. Principle of inclusiveness, transparency and empowerment

The constituencies of PRME commit to conduct their work in an inclusive, open and transparent fashion, seeking to ensure gender balance and empower minority groups in their leadership. The persons elected as representatives from the different constituencies commit to communicate relevant decisions and discussions to the group(s) they represent.

2. Opening of election process

The opening of the election process will be announced by the PRME Secretariat in the fall before of the official start of the new term (every two years) through the PRME newsletter and an email to the PRME Chapter representatives, PRME Working Group facilitators and PRME Champions institution contact person(s). The different constituencies will communicate the names of the elected members for the PRME AC to the PRME Secretariat within one month of the opening of election process. Following that communication, the PRME Secretariat will select the additional members. The PRME Secretariat reserves the right to appoint members *ad hoc* for those constituencies that fail to communicate their decision in time, or that are not eligible to decide, based on the process established below in Section 3.

3. Nomination criteria

Nominations are personal and normally non-transferable. Regardless of the constituency from which PRME AC members are drawn, they are expected to be leading personalities willing and able to advance the mission of PRME.

- a) PRME AC members should:

¹ A Chapter becomes an Established Chapter once a Memorandum of Understanding (MoU) is signed between the PRME Chapter and the PRME Secretariat. The confirmation of the "Established" status is based on the understanding that the Chapter will engage in activities that are consistent with the purposes and objectives of PRME.

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- I. Have a deep understanding of the UN Global Compact and PRME, and highly committed to responsible management and business education;
- II. Have the respect and trust of their peers and constituencies;
- III. Be committed, and have time, to actively participate in the work of the PRME AC.

4. Process of appointment² of representatives from each of the constituencies

a) Representatives from PRME Chapters

Nine members coming from the PRME Chapters will join the PRME AC, one representative from each of the following regions: Central and Eastern Europe, Western Europe, Middle East and North of Africa (MENA), Africa, North America, Latin America, East Asia, South East Asia; and Southern Asia and the Pacific. Only the Chairs of established PRME Chapters will serve as representatives for the PRME AC. In cases in which the Chair cannot make this commitment and there is another person that fulfils the criteria stated in Point 3 above, the Chair may delegate this role. Where there exists more than one established PRME Chapter within a region, PRME Chapters will agree a sequence of rotation. The regional PRME Chapter representative is tasked to communicate relevant decisions and discussions to the rest of the Chapters in his or her region.

b) Representatives from PRME Champions

PRME Champions will elect up to two individuals. The persons elected as representatives from PRME Champions are tasked to communicate relevant decisions and discussions to all members and representatives of the Champions' Group.

c) Representatives from PRME Working Groups

The PRME Secretariat will select two representatives from the PRME Working Groups , until alternative such time that alternative arrangements are in place. Only facilitators of active Working Groups will be eligible for selection. Where there are more than two active Working Groups, a system of rotation will be agreed by facilitators. The two PRME Working Group representatives are tasked to communicate relevant decisions and discussions to the rest of the Working Groups.

d) Members selected by the PRME Secretariat

In seeking to establish a representative PRME AC, the PRME Secretariat will appoint up to seven representatives whom it considers to have a deep understanding of, and be deeply engaged with, the PRME initiative, and who were not elected from the other groups. To advance Women's Empowerment Principles in line with the UN Women/UN Global Compact initiative, it is the aim of PRME Secretariat to achieve representation of at least 30% women on the PRME AC by 2020.

² All appointments will normally be for a period of two years.

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e) Representatives from the PRME Secretariat, ex officio

The Head of the PRME Secretariat and the individual/s coordinating the PRME AC are representatives ex officio of the PRME Secretariat for the PRME AC. Additional individuals coordinating the different constituencies of PRME might also represent the PRME Secretariat and/or attend the meetings.

f) Other participants to the PRME AC who are not members

Exceptionally, if a specific matter is considered to require the presence of other individuals at PRME AC meetings, such as experts or advisers, the PRME Secretariat will issue the necessary invitations. These individuals will have a voice but not be able to vote.

5. Chair of the PRME AC

The Chair of the PRME AC will be nominated by the PRME Secretariat, and confirmed by members of the PRME AC, on biannual basis. The Chair might be re-elected for one further term of two years. The responsibilities of the Chair will include developing the agenda and moderating the PRME AC meetings, as well as providing logistical and organisational capacity to the PRME AC in coordination with the PRME Secretariat.

C) Duration of positions

Members of the PRME AC will hold their positions for two years and may be re-elected for one further term. Having held a position as an elected member for two terms will not prevent members from being selected by the PRME Secretariat for additional terms.

D) Frequency of meetings and attendance expectations

The PRME AC will meet virtually at least four times a year, including a joint meeting with the PRME SC. The PRME Secretariat will provide webinar and teleconference services. It is anticipated that an in-person meeting with the PRME SC will be held concurrent with any Global Forum. PRME AC members may also be requested to devote additional effort to the work of sub-committees and to respond in a timely manner to email communications from the PRME Secretariat or the PRME AC Chair.

PRME AC members are expected to participate actively in all Advisory Committee meetings. To enable regular participation, the dates of the meetings will be determined as much in advance as possible. If a PRME AC member misses two consecutive meetings, he or she may lose their seat. Alternates will only be permitted in exceptional circumstances

E) Quorum for decision making and method of work

The meetings of the PRME AC will have a quorum of one third of members to vote on an important recommendation. The PRME AC will strive to achieve consensus in its decision-

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making and recommendations. However, in the event that consensus is not possible, a simple majority will suffice, with a note of the different opinions. The PRME AC may form sub-committees to assist in executing its functions. Each committee may select a coordinator for the sub-committee if needed.

F) Expectations of PRME AC members

As mentioned earlier, PRME AC members are expected to be leaders of PRME. This entails:

- Attending and contributing in PRME AC meetings;
- Providing strategic advice and guidance to the PRME Secretariat if requested between PRME AC meetings;
- Promoting and advocating PRME and the UN Global Compact within his or her own institution and networks;
- Serving as keynote speaker and/or PRME representative at conferences and meetings, lecturing on PRME, meeting with new PRME participants;
- Serving as advocates for PRME within their work streams (e.g. Working Groups, Chapters or Champions) if relevant, and institutions (if PRME signatory or supporting organisation), providing close liaison to their communities, as well as speaking on behalf of PRME;
- Helping to make sure own institution (if a PRME signatory or supporting organisation) complies with the SIP policy and contributes to PRME through the PRME Administrative Service Fee;
- Contributes to such other activities and tasks agreed by the PRME AC

G) Nature of the positions

Members of the PRME AC will act in a personal, honorary, and unpaid capacity. Although every PRME AC member will bring their views informed by their unique experience, and the broad regional, sectorial or organizational constituency in which they are or have been active, it is a fundamental principle that they contribute a perspective that is in the best interest of the PRME initiative. PRME AC members will not by virtue of their role be PRME Secretariat, United Nations Global Compact or United Nations officials. It is expected that members will cover their own travel costs and event fees.

H) Suspension or termination the role of member of the PRME AC

A member of the PRME AC's term might be shorter than two years if he/she resigns the role, or if his/her role is suspended or terminated due to credible allegations of misconduct or major changes in the PRME AC member's professional situation. An example of the latter situation would be ceasing to have a professional affiliation that he/she had at the time of the appointment.

I) Procedure for replacement in case of vacancy

In the event of a position on the PRME AC becoming vacant, the general procedure to nominate and elect or select members will be followed, depending on the constituency the member came from.