

TERMS OF REFERENCE RESOURCE MOBILIZATION COMMITTEE

1. INTRODUCTION

The Resource Mobilization Committee ("RMC") provides input for, consults on and otherwise supports the resource mobilization strategy for SRP capacity building and SRP outreach programs in order to achieve the SRP vision and mission. The RMC provides input for the SRP strategic plan and action plan and *ad hoc* guidance on resource mobilization for the Board, Secretariat and members.

Board committees serve to improve the functionality of the Board, take on a portion of the Board's work and report back to the board with recommendations. Board committees are not decision-making or implementing bodies and do not have a reporting line to the ED.

2. COMPOSITION OF THE RMC

1. The RMC shall comprise a maximum 7 Board Members, including Observers.
2. The RMC shall be appointed and led by a member of the Board and shall maintain a fair balance of stakeholder constituency interests.
3. The Board Chair and Executive Director are not members of the Committee but have standing invitations to participate *ex-officio*.

3. SCOPE OF WORK

The scope of work of the RMC is defined in these Terms of Reference, for Board approval. Specifically, the RMC is responsible for the following functions:

1. Development, oversight and continuous improvement of SRP resource mobilization strategy in line with SRP's vision, mission and non-profit status.
2. Provision of input for the SRP Strategic Plan and Annual Action Plan and ensuring alignment of the plan and the resource mobilization strategy.
3. Monitoring of funding opportunities and providing input on them to the SRP Secretariat.
4. Ensuring alignment on governance matters with the Governance Committee.
5. Ad hoc support on resource mobilization to the Board and Secretariat
6. Ensuring all actions taken by the RMC are in line with the Articles of Association, Bylaws, the German Civil Code (BGB) and other relevant law.

4. RESPONSIBILITIES OF THE COMMITTEE

1. Draft, amend and implement the TORs of the RMC for approval by the Executive Board.
2. Prepare and continuously improve resource mobilization strategy and provide guidance on the Strategic Plan and Annual Action Plan to the SRP Secretariat in line with the scope of work
3. Make recommendations and report on progress to the Executive Board.

5. CODE OF CONDUCT FOR COMMITTEE MEMBERS

1. RMC members agree to actively contribute time, skills and organizational resources to develop, evaluate, make recommendations and oversee implementation.
2. Members agree to work in the spirit of mutual respect in support of SRP's goals and objectives.
3. Committee members agree to be ready to lead or participate in time-bound sub-groups on request.
4. Committee members agree to discharge their duties responsibly, adhering to agreed processes and deadlines.
5. Members are responsible for ensuring collaborative rather than bilateral implementation of all tasks, and for communicating and reporting any breaches to the Committee Chair.

6. MEETINGS

1. The RMC's business will generally be conducted by teleconference, webinar or other agreed means.
2. Meetings will be held a minimum of six times per year, with additional meetings as required, especially during the first months of operation.

7. GOVERNANCE

1. The RMC Chair shall liaise closely with the Executive Director, with the Governance and Risk Committee and with the Board.
2. The RMC shall not take decisions but present options and recommendations to the Board, including pros and cons and potential issues such as conflicts of interest on specific recommendations.
3. The RMC will strive to reach decisions on its recommendations by consensus, with the absence of declared opposition. If a consensus cannot be reached, any member may call for a vote. As a prerequisite, a quorum has to be established with each institutional member represented by only a single vote, with a quorum 2/3 of membership required. Members with an actual or perceived conflict of interest are required to declare such conflicts and may be excluded from voting. Decisions are carried with a 2/3 majority of voting participants.
4. RMC members who do not participate in calls, activities and tasks for a period of 6 weeks or longer shall be considered as not fulfilling their duties and the matter will be escalated by the RMC chair to the Executive Board.

8. REVIEW

1. The RMC's Terms of Reference will be reviewed on a regular basis at year-end, with next review in January 2021.

- NOTHING FOLLOWS -