

# The Adaptation Fund

AFB/B.1/3  
February 29, 2008

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Adaptation Fund Board  
First meeting  
Bonn, March 26-28, 2008

Agenda Item 4

## RULES OF PROCEDURE OF THE ADAPTATION FUND BOARD

## I. SCOPE

1. These rules of procedure shall apply to the conduct of the business of the Adaptation Fund Board, in accordance with Decision 1/CMP.3 of the third Conference of the Parties serving as the meeting of the Parties to the Kyoto Protocol. These rules become effective on their adoption by the Conference of the Parties serving as the meeting of the Parties to the Kyoto Protocol. Until then, it is proposed that the Board follow these rules on an interim basis.

## II. DEFINITIONS

2. For the purpose of these rules.

- (a) “Fund” means the Adaptation Fund pursuant to decision 10/CP.7 of the Seventh Conference of the Parties to United Nations Framework Convention on Climate Change.
- (b) “Board” means the Adaptation Fund Board established, by decision 1/CMP.3 of the Conference of the Parties serving as the meeting of the Parties to the Kyoto Protocol, to supervise and manage the Adaptation Fund under the authority and guidance of the Conference of the Parties serving as the meeting of the Parties to the Kyoto Protocol.
- (c) “Member” means a representative elected by the Conference of the Parties serving as the meeting of the Parties to the Kyoto Protocol as a member of the Adaptation Fund Board, according to paragraph 3 of these rules.
- (d) “Alternate” means a representative elected by the Conference of the Parties serving as the meeting of the Parties to the Kyoto Protocol as an alternate for each Member, according to paragraph 4 of these rules.
- (e) “Meeting” means any meeting of the Adaptation Fund Board.
- (f) “Chair” means the Board Member elected Chair of the Adaptation Fund Board according to paragraph 9 of these rules.
- (g) “Vice-Chair” means the Board Member elected Vice-Chair of the Adaptation Fund Board, according to paragraph 9 of these rules.
- (h) “Secretariat” means the secretariat of the Adaptation Fund. In accordance with Decision 1/CMP.3 of the Conference of the Parties serving as the meeting of the Parties to the Kyoto Protocol, the GEF Secretariat was invited to provide secretariat services to the Board on an interim basis.
- (i) “Trustee” means the trustee of the Adaptation Fund. In accordance with decision 1/CMP.3 of the Conference of the Parties serving as the meeting of the Parties to the Kyoto Protocol, the International Bank for Reconstruction and Development (World Bank) was invited to serve as the Trustee on an interim basis.

- (j) “Implementing Entities” means the international agency/organization entrusted by the Board to undertake implementation of activities supported by the Fund. These entities may include, but are not restricted to: Asian Development Bank, African Development Bank, European Bank of Reconstruction and Development, Food and Agriculture Organization of the United Nations, Inter-American Development Bank, International Fund for Agricultural Development, United Nations Development Programme, United Nations Environment Programme, World Bank, International Committee of the Red Cross, World Food Program, and World Meteorological Organization.
- (k) “Executing Entities” are legal entities that are identified by an eligible Party, and approved by the Board, to undertake a range of activities supported by the Adaptation Fund.
- (l) “UNFCCC” means the United Nations Framework Convention on Climate Change.
- (m) “Protocol” means the Kyoto Protocol under the United Nations Framework Convention on Climate Change.
- (n) “Parties” means Parties to the Protocol.
- (o) “Annex 1 Parties” means Parties listed in Annex 1 of the UNFCCC.
- (p) “Non-Annex 1 Parties” means Parties not listed in Annex 1 of the UNFCCC.

### **III. BOARD**

3. The Board shall comprise 16 members representing Parties, formally elected by a Conference of the Parties serving as the meeting of the Parties to the Kyoto Protocol on the Adaptation Fund as follows:

- (a) Two representatives from each of the five United Nations Groups.
- (b) One representative of the small island developing States.
- (c) One representative of the least developed country Parties.
- (d) Two other representatives from Annex 1 Parties.
- (e) Two other representatives from non-Annex 1.

4. The election of each Member is to be accompanied by the election of an Alternate following the same principles as set out in paragraph 3 above.

5. The Member and Alternate shall each serve for a term of two calendar years and shall be eligible to serve a maximum of two consecutive terms.

6. In the event that both a Member and his/her Alternate are unable to attend a meeting, the Member may designate a temporary Alternate to act for him/her.

7. Except as may be expressly provided otherwise in these rules, any reference in these rules to a Member shall be deemed to include his/her Alternate or temporary Alternate, when such Alternate acts for such Member.

8. Members, including Alternates, of the Board shall be bound by the rules of procedure of the Board, and shall have no personal financial interest in any aspect of a project activity or a body representing a project for approval to the Board.

#### **IV. OFFICERS**

9. The Board shall elect the Chair and Vice-Chair from among its Members, with one being a Member from an Annex 1 Party and other being from a non-Annex 1 Party. The term of office of the Chair and Vice-Chair shall be one calendar year. The office of Chair and Vice-Chair shall alternate annually between a Member from an Annex 1 Party and a Member from a non-Annex 1 Party.

10. If the Chair is temporarily unable to fulfill the obligations of the office, the Vice-Chair shall in the interim assume the obligations and authorities of the Chair.

11. If the Chair or Vice-Chair is unable to complete the term of office, the Members representing the group that elected that officer shall elect a replacement to complete the term of office.

#### **V. SECRETARIAT**

12. The Secretariat shall:

- (a) make the necessary arrangements for the meetings of the Board, including the issuance of invitations, preparation of meeting documents and the final report, including decisions of the meeting, and post all documents on the website of the Adaptation Fund Secretariat;
- (b) designate one of its officials to serve as Secretary of the Board meetings;
- (c) arrange for the custody and preservation of documents of the meetings in the archives of the organization designated as the Secretariat of the Convention; and
- (d) generally perform all other functions that the Board may require.

#### **VI. MEETINGS**

13. The Board shall meet at least twice every year, or as frequently as necessary to enable it to discharge its responsibilities. The meetings of the Board shall take place in the country of seat of the UNFCCC Secretariat, except when meeting in conjunction with meetings of the

Conference of the Parties serving as the meeting of the Parties to the Kyoto Protocol or with those of subsidiary bodies under the UNFCCC.

14. Meetings shall be open to Members, Alternates, and observers as referred to in paragraphs 19-21. Board Members, Alternates and observers shall inform the Secretariat of the composition of a delegation four weeks prior to the first day of any meeting scheduled.

15. The Board may declare any of its meetings, or segments thereof, closed, which shall be open to Members, Alternates, the representatives of the Secretariat and the Trustee. The Board may invite representatives referred to in paragraphs 19-20 to attend such meetings.

16. At each meeting, the Board shall set the date and duration for the next meeting.

17. The Secretariat shall notify all Board Members of the dates and venue of the meetings circulating a provisional agenda for the meeting at least 6 weeks before the first day of any Board meeting so scheduled.

18. A simple majority of the Members of the Board must be present at a meeting to constitute a quorum.

#### **VII. OBSERVERS**

19. Except where otherwise decided by the Board, meetings shall be open to attendance as observers to 1 or 2 representatives of Implementing Entities, any UNFCCC Party, UNFCCC Secretariat and the Secretariats of the Convention on Biological Diversity, United Nations Convention to Combat Desertification, Stockholm Convention on Persistent Organic Pollutants and Montreal Protocol on Substances that Deplete the Ozone Layer. Such observers may attend without the right to vote.

20. The Secretariat shall, upon the request of the Board, notify any individual or entity, whether national or international, governmental or non-governmental, qualified in the field related to the work of the Fund, of any meeting so that it may be represented by an observer.

21. Observers may, upon the invitation of the Chair and if there is no objection from any of the Members present, participate without the right to vote in the proceedings of any meeting in matters of direct concern to the body or agency which they represent.

#### **VIII. AGENDA**

22. A provisional agenda for each regular meeting shall be prepared by the Secretariat in consultation with the Chair and Vice-Chair of the Board. The provisional agenda, together with the notice of the meeting and other relevant documents, shall be transmitted to all those invited to the meeting in accordance with paragraphs 17 and 26 of these rules.

23. The Board shall, at the beginning of each meeting, adopt the agenda for the meeting.

24. The Secretariat shall report to each meeting on the administrative and financial implications of all substantive agenda items submitted to the meeting before such items are considered by the Board.

25. Any item on the agenda of any meeting, consideration of which has not been completed at the meeting, shall automatically be included in the agenda of the next meeting unless otherwise decided by the Board.

#### **IX. TRANSMITTAL OF DOCUMENTS**

26. The Secretariat shall transmit the documentation related to items on the provisional agenda to all those invited to the meeting at least four weeks before the first day of the meeting scheduled. Documentation will be provided in three languages, as referred to in paragraph 34.

#### **X. VOTING**

27. Decisions of the Board shall be taken by consensus whenever possible. If all efforts at reaching a consensus have been exhausted and no agreement reached, decisions shall be taken by a two-thirds majority of the Members present at the meeting on the basis of one member, one vote.

28. Whenever decisions require a formal vote, the written text of the motion shall be distributed to all Members. If an amendment to a proposal before the Board is presented by a Member or Members, voting shall take place first on the amendment. In the case of more than one amendment, voting shall take place first on the amendment farthest removed from the original proposal.

29. After ascertaining the existence of a quorum, the Chair shall announce the start of voting, after which no one shall be permitted to intervene until the results of the vote have been announced, unless an issue is raised in connection with the process of voting.

#### **XI. DECISIONS WITHOUT MEETING**

30. Whenever, in the judgment of the Secretariat, a decision must be taken by the Board that should not be postponed until the next regular meeting of the Board but that does not warrant the calling of a special meeting of the Board, the Secretariat shall transmit to each Member a proposed decision with an invitation to approve the decision on a no-objection basis.

31. Each Member's comments on the proposed decision shall be sent to the Secretariat during such period as the Secretariat may prescribe, provided that such period is no less than two weeks.

32. At the expiration of the period prescribed for comments, the decision shall be approved unless there is an objection. If a proposed decision has financial implications, approval of the decision will require replies from at least two-thirds of the Members. If there is an objection raised by any Member to any proposed decision that cannot be resolved, the Secretariat shall include consideration of the proposed decision as an item in the agenda for the next meeting.

33. The Secretariat shall communicate all intersessional decisions of the Board to all Members as well as to those observers who usually attend meetings.

## **XII. LANGUAGES**

34. The working languages of the Board shall be English, French, and Spanish. Simultaneous interpretation shall be provided in these three languages at meetings.

35. The full text of all decisions taken by the Board shall be made publicly available in all the six official languages of the United Nations.

## **XIII. AMENDMENTS TO RULES OF PROCEDURE**

36. These rules of procedure may be amended according to paragraph 27 above and formally approved by the Conference of the Parties serving as the meeting of the Parties to the Kyoto Protocol.

## **XIV. OVERRIDING AUTHORITY OF THE PROTOCOL**

37. In the event of any conflict between any provisions of these rules and any provisions of the Protocol, the Protocol shall prevail.