

**INTERNATIONAL RENEWABLE ENERGY AGENCY**

Third meeting of the Council

Abu Dhabi, 05 – 06 June 2012

**Decision on subsidiary organs of the Council**

The Council,

*Recalling* that the Assembly, at its first session through decision A/1/DC/10/Rev.1, established the Finance Committee, the Governance and Legal Committee, and the Policy and Strategy Committee as subsidiary organs of the Council, and adopted terms of reference, as well as Rules of Procedure for those committees;

*Recalling further* that the Rules of Procedure of Committees, as contained in A/1/DC/10/Rev.1, state that the committees and their memberships will be established for a term to last through the end of the third meeting of the Council, unless otherwise decided by the Council, and that the Assembly requested the Council to, among others, make appropriate recommendations regarding their mandates as required, and set their terms of reference;

*Mindful* that the Assembly at its second session adopted Rules of Procedure for Subsidiary Organs of the Assembly and of the Council, contained in document A/2/8, and decided that the said Rules of Procedure would enter into force after the conclusion of the third meeting of the Council, and replace the Rules of Procedure of Committees as contained in A/1/DC/10/Rev.1;

*Recognizing with appreciation* the important work undertaken by the Governance and Legal Committee during the formative phase of the Agency in helping to establish IRENA's institutional framework and governance processes, and *noting with satisfaction* the successful completion of its mandated tasks and functions;

*Recognizing with appreciation* the insight and guidance the Finance Committee and the Policy and Strategy Committee have provided to the work of the Council, and *underlining* the importance of the continuation of the work of the two committees;

*Acknowledging* the inclusive and participatory manner in which the Committees have conducted their business, by including non-members alongside formal members in the proceedings of the Committees;

*Further acknowledging* that membership involves commitment to regular attendance of meetings of subsidiary organs and follow-up of their work, in order to provide advice and views to the Council;

*Having considered* the draft Terms of Reference of the Administration and Finance Committee and the Programme and Strategy Committee, as set out in Annex 1 of C/3/DC/L.3;

1. *Decides* to discontinue the Governance and Legal Committee due to the successful completion of its mandated tasks and functions;

2. *Decides* to continue the Finance Committee under the name of Administration and Finance Committee, and the Policy and Strategy Committee under the name of Programme and Strategy Committee, for a term to be reviewed no later than the seventh meeting of the Council;

3. *Decides* to extend the chairmanship and the membership of the current Finance Committee, and the current Policy and Strategy Committee, until the close of the fifth meeting of the Council, and to request the Chair and Vice-Chair Designate of the fourth meeting of the Council to call for expressions of interest from Members, Signatories, and States in accession to become Committee members, with a view to having the Council review the expressions of interest received and appoint ten new Committee members at its fifth meeting;

4. *Adopts* the Terms of Reference of Committees as attached to the present decision;

5. *Stresses* the importance of consultation and coordination between and among the two Committees and the Secretariat;

6. *Invites* Members to work with the Secretariat to use the committees for outreach and guidance, as well as increased ownership by Members and the Secretariat of key programme activities;

7. *Encourages* the two Committees to continue conducting their business in a transparent, inclusive, and participatory manner;

8. *Further encourages* Committees to make use, to the extent possible, of electronic communications, and to hold meetings in conjunction with meetings of the Council.

**Terms of Reference****Administration and Finance Committee (AFC)**

1. Review and consider the reports on internal and external audits in accordance with Financial Regulation 12.4 and 13.8 and Article XII, Paragraph C, of the Statute, and report to the Council, noting particularly implementation of auditor recommendations;
2. Review IRENA's annual audited financial statements, and present a summary of discussions and recommendations to the Council regarding the statements, as necessary;
3. Review and inform the Council on the IRENA budget, any supplemental budgets, and transfers between appropriation programmes (Financial Regulation 4.6) proposed by the Secretariat;
4. Report to each Council meeting on financial matters, including (a) any reports from the Secretariat on unforeseen and extraordinary expenditures (Financial Regulation 3.6), and (b) any reports from the Secretariat on voluntary contributions (Financial Regulation 7.2);
5. Review and inform the Council on any investment policies, guidelines and plans proposed by the Secretariat (Financial Regulation 9.9);
6. Provide advice to the Council, at the Council's request, on other issues including finance, audit, long-term funding and governance, legal and administrative matters of the Agency, as well as changes to relevant regulations and rules.

**Programme and Strategy Committee (PSC)**

1. Review and inform the Council on the implementation of the work programme, the formulation of the draft work programme, longer-term strategies, and other related documents, to ensure cohesion with resource capacity and strategic mission;

2. Review, in coordination with the Secretariat, measurable performance metrics for the work programmes and strategic plans;
3. Review and provide guidance to the Council on the prioritization of IRENA's programmatic work and strategic plans;
4. Provide advice to the Council on the structure and content of the work programme and allocation of resources;
5. Provide guidance to the Council on the Agency's outreach to global, regional, and local stakeholders, such as the private sector, among others.