



NABNI
B4P FACILITY

**Nabni Building for Peace
(B4P) Facility**

**TERMS OF
REFERENCE OF THE
GOVERNANCE
STRUCTURE**



TERMS OF REFERENCE OF THE GOVERNANCE STRUCTURE

Table of Contents

BACKGROUND	3
GOVERNANCE STRUCTURE OF THE NABNI-B4P FACILITY	3
DONOR / BMZ	4
Role of donor / BMZ	4
Coordination with the donor / BMZ	4
ADVISORY GROUP (AG)	5
Composition of the Advisory Group	5
Role of the Advisory Group	6
Meetings of the Advisory Group	6
Decision Making Process and Recommendations	7
Principles of work	7
TECHNICAL COMMITTEE (TC)	8
Composition of the Technical Committee	8
Responsibilities of the Technical Committee	8
Meetings of the Technical Committee	9
Decision Making Process	9
Principles of work	9
REVISIONS	9



BACKGROUND

In line with the priorities of the German Federal Ministry for Economic Cooperation and Development (BMZ), the German Financial Cooperation in the Middle East and North Africa (MENA) region is engaged in fragile contexts. The challenges prevailing there require innovative approaches to achieve conflict prevention, reconstruction and, ultimately, peacebuilding.

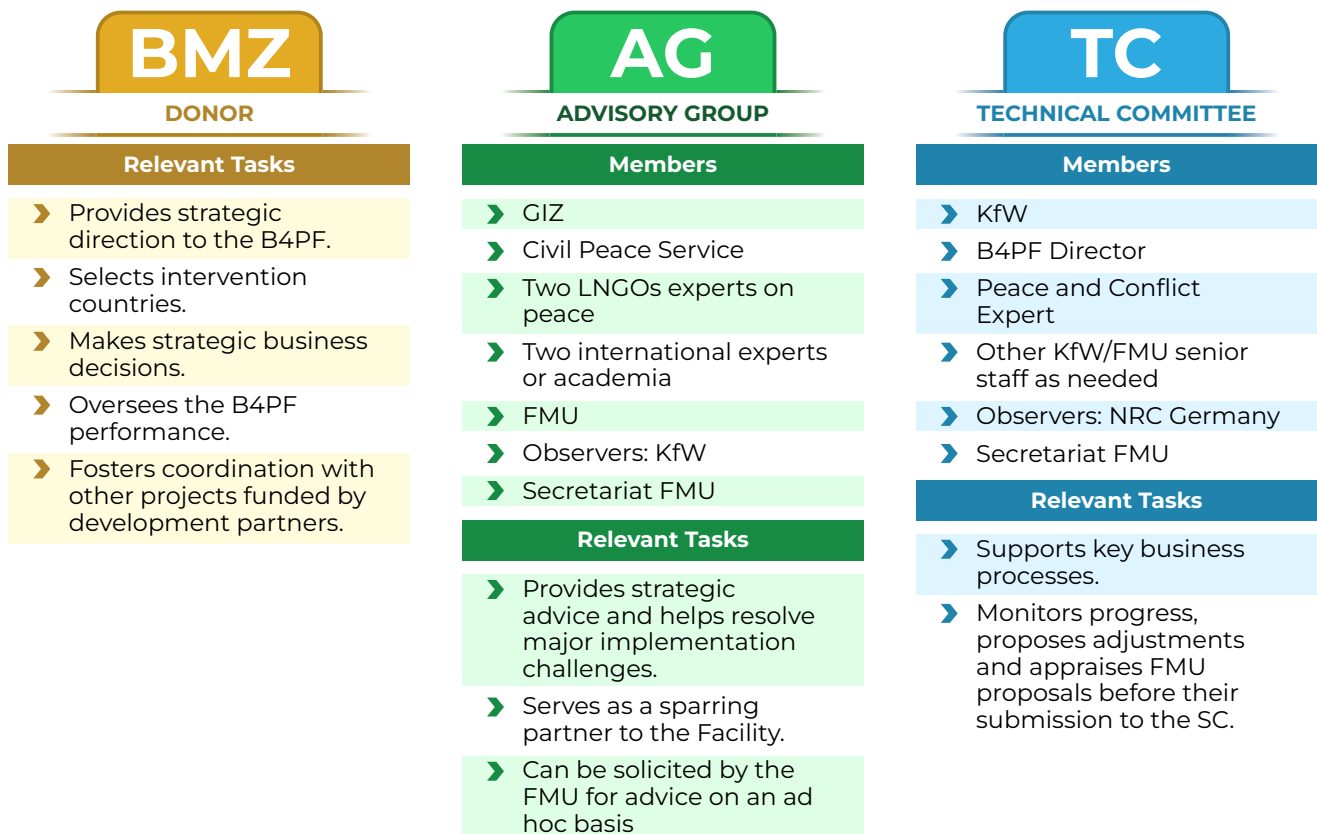
The BMZ's Building for Peace (B4P) approach emphasises the relevance of anchoring projects in the local context and the added value of a combination of infrastructure measures and peacebuilding components. B4P introduces an innovative partnership model forging long-term strategic relationships with Local Non-Governmental Organisations (LNGOs), centred around quality funding, capacity development and learning.

The Nabni¹ - Building for Peace Facility aims to contribute to the creation of peaceful and inclusive communities in the MENA region through the award of project grants to LNGOs. Following a selection process, the Norwegian Refugee Council (NRC) was selected to act as the interim Grant Facility Manager. While the Grant Facility Manager, through its Facility Management Unit (FMU), is responsible for day-to-day operations of the Facility, high-level control and strategic decision-making is made through the Facility's governance structure.



GOVERNANCE STRUCTURE OF THE NABNI-B4P FACILITY

The governance structure of the Facility has three levels as described below:



¹ Nabni means 'we build' in Arabic.



Role of donor / BMZ

The **donor / BMZ provides direction** to the Facility and **makes strategic business decisions**. The donor / BMZ will **guide the Facility's activities** as follows:

- Set strategic direction for the Facility.
- Provide and maintain oversight of strategy implementation.
- Select the Facility's intervention countries, taking into consideration the recommendations made by the Technical Committee.
- Review and approve the selection of the partners / projects.
- Oversee and review the performance of the Facility and the FMU.
- Foster coordination with other development projects funded by Germany and other relevant actors.
- Ensure visibility and positively promote the Facility.
- Oversee and contribute to the mobilisation of resources to sustain the Facility.

Coordination with the donor / BMZ

KfW is the main responsible agency to coordinate with the donor / BMZ on the above-mentioned topics. In addition, it is envisaged to convene a meeting between the donor / BMZ and the Facility at least once a year. The meetings take place virtually or physically. The place and date will be agreed upon in advance. Additional meetings via video conference may be convened on an ad hoc basis, as necessitated by circumstances. Logistical arrangements are supported by the FMU.

Invitations for such meetings are sent out at least two weeks before the meeting together with a preliminary agenda, with the exception of extraordinary meetings. The FMU is responsible to prepare minutes and a report of such meeting.



ADVISORY GROUP (AG)

Composition of the Advisory Group

The Facility **Advisory Group (AG)** is comprised of:

Permanent Members:

- One GIZ representative
- One Civil Peace Service representative
- The FMU, including the Facility Director, the Peace and Conflict Expert and other members as required

Rotating Members:

- Two individuals in the function of LNGOs/high-level regional experts
- Two individuals in the function of international NGO, international high-level expert or academic institution.

The rotating members will be appointed to the AG by the Technical Committee (TC). The TC may appoint additional rotating members at any time.

Considerations for the nomination of the rotating members will include:

- Demonstrated expertise in peacebuilding
- Contextual experience, especially with regard to the intervention countries
- Good understanding of the Facility model
- Identify with and share the values and objectives of the Facility
- Have no conflict interest.

Nominations will, as much as possible, reflect gender and geographical diversity.

The term of membership of the rotating members to the AG is three years. Individual members that are repeatedly absent from the meetings or violate the principles of work as outlined in section 5 below can be dismissed by the TC.

If a designated AG member is unable to attend the meeting, they may name a replacement.

Each individual member of the AG shall have an equal voice.

The AG may invite other organisations or individuals to attend its meetings to provide expertise on specific issues or to act as observers. Before doing so, they must inform the TC in writing at least 2 weeks prior to the AG meeting, and receive the TC's written agreement.

Members or observers of the AG will not be remunerated for their service on the AG, but costs for face-to-face meetings would be covered by the Facility.

The composition of the AG may be adjusted by the TC as needed with a decision reached by consensus. KfW will participate as an observer to the AG.

The FMU will provide Secretariat support which includes administrative assistance to the AG, as required.

Role of the Advisory Group

The Advisory Group's role is to provide strategic advice to the Facility from a heterogeneous group of stakeholders. It acts as a 'sparring partner' and aims to encourage dialogue on technical and strategic issues. It is the external view on the peace related aspects, products and approaches. **The AG will:**

- Provide advice to help resolve major implementation challenges.
- Provide analyses and recommendations on best practices, such as an NGO-friendly selection process of the Facility.
- Review the Peace and Conflict Assessments (PCAs) and validate findings.
- Help shape and steer the Facility's learning and knowledge-sharing, aligning these activities with evolving policy discussions at regional and global levels.
- Provide advice to the Technical Committee on the development of capacity building and technical support activities for grantees.
- Provide recommendations on questions raised by the Donor / BMZ, Technical Committee, or FMU.

Meetings of the Advisory Group

The Advisory Group is expected to meet once a year, virtually or in person (with the first meeting taking place after the completion of the country-level PCAs). If a meeting is called in person, the Facility will cover the travel costs of the AG members. The place and date of the AG meetings will be agreed upon in advance.

The AG can be solicited by the Donor / BMZ or the Technical Committee for advice on an ad hoc basis. In such cases, an extraordinary AG meeting may be held.

The FMU will support with the organisation of the meetings, including the invitation of all members and observers, the proposed agenda, sharing of relevant documentation prior to the meeting, and logistical arrangements.

Invitations for the AG meeting are sent out at least two weeks before the meeting together with a preliminary agenda, with the exception of extraordinary meetings.

The FMU is responsible to prepare minutes and a report of each AG meeting. The draft minutes will be sent to all members and observers at the latest one week after the meeting for review. The members and observers will thereafter have five days to comment on the minutes. Based on the comments, the FMU will prepare and circulate a final report.

Decision Making Process and Recommendations

The Advisory Group is a discussion forum and is not meant to take any decisions.

It is however expected to make recommendations to the Donor / BMZ, Technical Committee or FMU.

To this end, the AG members will agree on recommendations through a simple majority vote of those present. Dissenting opinions will be documented in the minutes.

The donor / BMZ, TC and FMU are encouraged, but not obliged, to follow the recommendations of the AG.

Principles of work

The members and observers of the Advisory Group agree to follow all principles of good conduct. Each member and observer shall act in good faith and respect this Terms of Reference. They shall contribute to the success of the Facility and carry out their duties with integrity, confidentiality and in an informed and responsible manner. They will devote the time and care necessary to carry out their commitments to the Facility's work.

Conflicts of interest must be reported without delay to the members of the Technical Committee. Members or observers of the AG may not express their opinion on matters in which they find themselves in a situation of conflict of interest.



TECHNICAL COMMITTEE (TC)



Composition of the Technical Committee

The Technical Committee (TC) is comprised of the KfW Sector Team, the Facility Director, and the Peace and Conflict Expert. Other relevant KfW or FMU senior staff (including the Country Managers, the Head of Finance, Risk and Compliance and the Infrastructure, Social and Environmental Advisor) may participate on a needs basis.

If a designated committee member is unable to attend the meeting, the member institution may name a replacement.

The TC will have observers who may fully participate in TC deliberations but may not participate in the ultimate decision making of the TC. The NRC Germany Institutional Partnership Adviser will act as an observer. The TC can at any time grant an observer status to further institutions or individuals with a decision reached by consensus.

The FMU will provide Secretariat support which includes administrative assistance to the TC, as required.



Responsibilities of the Technical Committee

The Technical Committee's role is to discuss and support key processes for the good implementation of the Facility's work. **The TC will:**

- Monitor progress of the various Facility workstreams and activities.
- Make recommendations to the donor / BMZ on strategic questions such as the country or partners/projects selection.
- If relevant, adjust the minimum financial threshold for projects should the PCA and Early Market Engagement activities suggest the need for smaller size projects.
- Elaborate the selection criteria for the Call for Proposals
- Review the evaluation report prepared by the FMU recommending the partners/projects for funding.
- At the end of the partners' project inception block and before the initiation of the project implementation block, appraise the developed project document along with the needed tools for monitoring and safeguarding.
- Appoint the LNGOs and other experts that will sit on the Advisory Group.
Propose adjustments and appraise FMU proposals before their submission to the donor / BMZ.
- Operationalise decisions from the donor / BMZ.
- Support the mobilisation of resources to sustain the Facility.

Meetings of the Technical Committee

The Technical Committee meets quarterly for the first 18 months of the Facility's lifetime. After that, bi-annual meetings will be held. Additional meetings may be convened on an ad hoc basis, as necessitated by circumstances.

Any member of the TC may request for an extraordinary meeting by providing a justification for the request. The TC makes a joint decision through consensus on holding extraordinary meetings.

The meetings take place virtually or physically.

The FMU is responsible to prepare minutes of each TC meeting. The draft minutes will be sent to all members and observers at the latest one week after the meeting for review. The members and observers will thereafter have ten days to comment on the minutes. Based on the comments, the FMU will prepare and circulate a final version of the minutes.

Decision Making Process

Decisions are made by the Technical Committee by consensus.

Each individual member of the TC shall have one equal voice.

If consensus is not achieved in the first vote, the decision shall be postponed to an extraordinary session of the Technical Committee to clarify open questions. In the absence of consensus, the proposal shall be deemed to be rejected.

Principles of work

The members and observers of the Technical Committee agree to follow all principles of good conduct. Each member and observer shall act in good faith and respect this Terms of Reference. They shall contribute to the success of the Facility and carry out their duties with integrity, confidentiality and in an informed and responsible manner. They will devote the time and care necessary to carry out their commitments to the Facility's work.

Conflicts of interest must be reported without delay to the members of the TC. Members or observers of the TC may not express their opinion or participate in decision-making on matters in which they find themselves in a situation of conflict of interest.



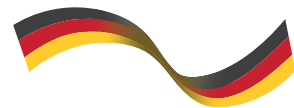
REVISIONS

- **Revisions of the ToR for the AG** need to be approved by the **donor / BMZ**.
- **Revisions of the ToR for the TC** can be approved by the **TC members** only.



NABNI
B4P FACILITY

DONORS



german
cooperation

DEUTSCHE ZUSAMMENARBEIT

Implemented By
KFW

Facility Management



NORWEGIAN
REFUGEE COUNCIL