

30 June 2022

Decision item 1.3

Adoption of the Governance Structure

First Steering Committee meeting

Systematic Observations
Financing Facility

**Weather
and climate
data for
resilience**



SOFF Steering Committee Meeting, 30 June 2022

Decision item 1.3: Adoption of SOFF governance structure (Operational Manual chapter 3, Governance)

The Steering Committee:

- Adopts the SOFF governance structure, as presented in Chapter 3 of the SOFF Operational Manual, as submitted to the Steering Committee on 15th June;
- Adopts the SOFF Advisory Board Terms of Reference and endorses its initial composition, as submitted to the Steering Committee on 15th June.
- Any Steering Committee Member may request the SOFF Secretariat to convene a technical-level preparatory meeting open to all Steering Committee Members on matters to be considered. The meeting is expected to take place within the 2-week timeframe agreed for the submission of documents to be reviewed by the Steering Committee.
- The Chairs or the nominee will represent AOSIS and the LDC Group at the Steering Committee.

Systematic Observations Financing Facility (SOFF)

Operational Manual

Chapter 3

3. Governance

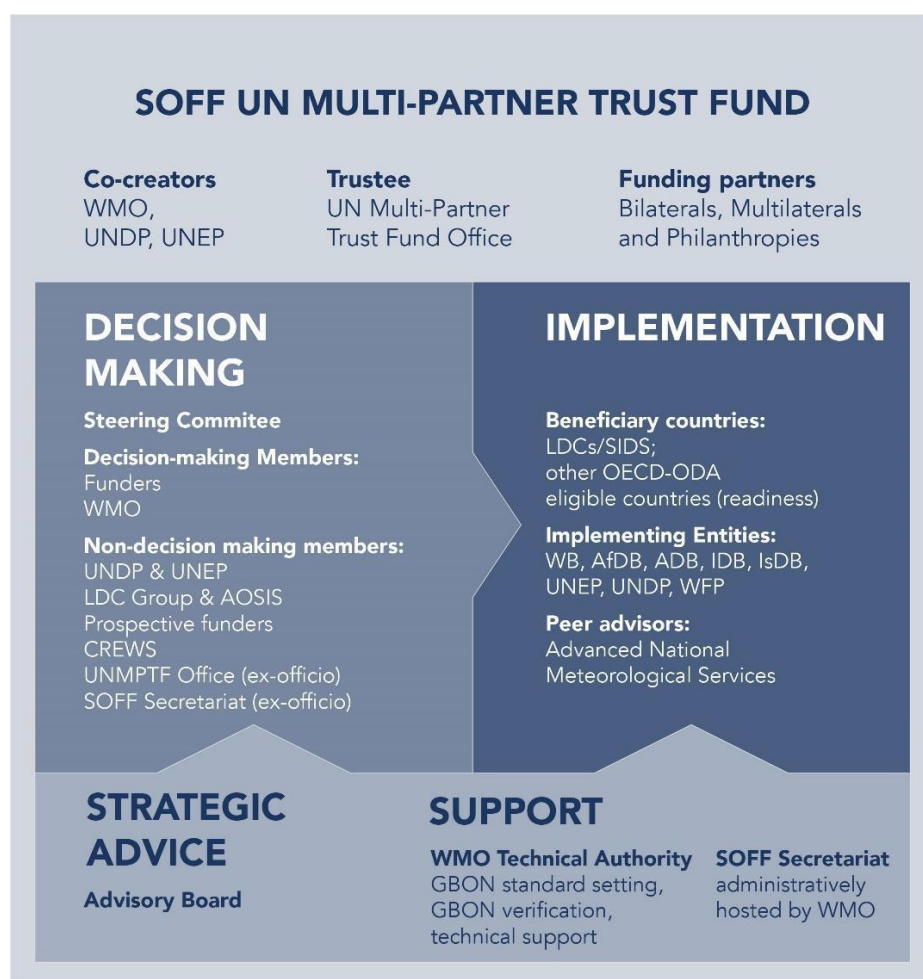


Figure 1. SOFF Governance and operational partners

SOFF Funders

To become a contributor to the SOFF UNMPTF, the bilateral or multilateral partner enters into an SAA for contributions with the UNMPTF Office, which acts as the SOFF Trustee. Other types of entities, such as philanthropic foundations, can contribute to the SOFF UNMPTF upon agreement by the Steering Committee and with the consent of the Trustee.

SOFF co-creators

SOFF is a "UN coalition fund." WMO, UNDP and UNEP are the SOFF co-creators. The three entities serve different roles in the SOFF governance and operations and provide overall championship.

Steering Committee

The Steering Committee is the decision-making body of SOFF. Its main functions are described below, and the detailed terms of reference are provided in Annex I.

- **Strategic direction:** Provide strategic direction that is consistent with the objective and scope of SOFF, taking into account the recommendations from the Advisory Board, and review and endorse strategic documents
- **Operations and programming:** Review and adopt the SOFF Operational Manual and the SOFF work programme, approve funding requests and the budget for the operation of the SOFF Secretariat
- **Oversight:** Review and endorse financial and programmatic monitoring reports from the SOFF Secretariat and the Trustee and commission regular independent external evaluations.

Membership

The Steering Committee has three categories of members:

- **Decision-making Members:** This category includes funders with contributions made to the SOFF UNMPTF and funders with a firm pledge (publicly announced political commitment to contribute a specific stated amount to the SOFF UNMPTF). Funders with a firm pledge are expected to transfer the funds to the Trustee within one year after the announcement of the pledge through a signed SAA. WMO is also a decision-making Member representing the SOFF co-creators.

WMO coordinates the SOFF co-creators representation in the Steering Committee. Ahead of each Steering Committee meeting, representatives from the three organizations meet to coordinate their position on the issues to be discussed.

- **Non-decision-making Members with voice:** These Members do not participate in decision-making but participate in the discussions and deliberations. These Members are beneficiary countries, represented by one delegate from the Alliance of Small Island States (AOSIS) and one delegate from the Least Developed Countries Group on Climate Change (LDC Group); Prospective Funders; UNDP and UNEP as co-creators; the Climate Risk and Early Warnings Initiative (CREWS); the SOFF Secretariat (ex-officio); and the Trustee (ex-officio).

Prospective funders are those that are considering a firm pledge and have notified the SOFF Secretariat accordingly. A prospective funder can be a non-decision-making Member of the Steering Committee for one year from its first participation in a Steering Committee meeting. The funder has to materialize the pledge to become a decision-making Member within that year or request the Steering Committee extend the consideration period.

- **Other non-decision-making ad-hoc participants:** The Co-Chairs (see 3.3.3) may invite other participants to the Steering Committee meetings at their discretion and taking into account Steering Committee Members' views. The ad-hoc participants may be asked to intervene in specific sessions. Peer advisors and SOFF IEs (see 4.4) with funding requests

under review or implementation may also be asked to participate in particular sessions to present or respond to questions from the Members.

Steering Committee Members are requested to nominate a principal representative and an alternate and to communicate any changes to the SOFF Secretariat.

Table 1. Composition of the Steering Committee

Decision-making members	Non decision-making members with voice	
<ul style="list-style-type: none"> Funders (including those with a firm pledge) WMO in representation of the SOFF co-creators 	<ul style="list-style-type: none"> UNDP and UNEP Chair or nominee of the LDC Group Chair or nominee of AOSIS CREWS Prospective Funders SOFF Secretariat (ex-officio) UNMPTF Office (ex-officio) 	<p>Other non-decision-making ad-hoc participants</p>

Steering Committee meetings

The Steering Committee meets as often as needed, at least twice a year, aiming to have one annual physical meeting. In consultation with the Steering Committee Co-Chairs, the SOFF Secretariat prepares the provisional agenda and documents and makes them available at least two weeks before the meeting. The SOFF Secretariat, in consultation with the Co-Chairs, invites the Members and the selected non-decision-making ad-hoc participants for each meeting.

Any Steering Committee Member may request the SOFF Secretariat to convene a technical-level preparatory meeting open to all Steering Committee Members on matters to be considered. The meeting is expected to take place within the 2-week timeframe agreed for the submission of documents to be reviewed by the Steering Committee.

In addition to the meetings, the Steering Committee may decide to apply an inter-sessional decision-making process handled by the SOFF Secretariat via email for specific topics (see 3.3.5).

Steering Committee Co-Chairs

The meetings are co-chaired by WMO and one representative of the funders. The Steering Committee's decision-making Members nominate the funder Co-Chair by consensus, on a rotating basis.

Decision-making and quorum

The minimum number of Steering Committee decision-making Members required to be present (in person or virtually) to conduct the meeting and make decisions (quorum) is two-thirds. The SOFF Secretariat verifies the quorum at the beginning of each meeting.

The Steering Committee aims at consensual decision-making taking into consideration the views of the non-decision-making Members and recommendations of the Advisory Board. If consensual decisions are not possible, decisions are made by at least a two-thirds majority of the decision-making funders plus WMO.

The Co-Chairs participate in the consensus decision-making of the Steering Committee and articulate the decisions taken. The SOFF Secretariat prepares the meeting minutes, which reflect the decisions taken, and then circulates the minutes to each Member. The Steering Committee's decisions are for public disclosure and posting on the SOFF website by the SOFF Secretariat.

After their adoption, the Co-Chairs sign the Steering Committee's decisions to allocate funds.

Inter-sessional decision-making by non-objection

The Steering Committee may decide, on a case-by-case basis, to make decisions between meetings by email on a non-objection basis, including on approval of funding requests. Non-objection decision requests are distributed to each decision-making Member and copied to the non-decision-making Members with voice. Standard non-objection review periods are expected to last fourteen calendar days. If a decision-making Member objects, the proposal is postponed, modified for a subsequent decision, or withdrawn.

3.3.6 Conflict of Interest

Prior to the consideration by the Steering Committee of funding requests, if any Steering Committee Member or its affiliate or employee is engaging in direct support to the preparation and/or implementation of the funding request which is under consideration by the Steering Committee, the Member shall disclose such involvement to the SOFF Secretariat through an email. The SOFF Secretariat will accordingly inform other Steering Committee Members.

If the Steering Committee Member fails to disclose the relevant involvement, the Steering Committee will determine appropriate action. The Steering Committee determines whether the involvement of the Steering Committee Members referred to above is such that it should recuse itself from the deliberation, discussion and/or decision with respect to the funding request concerned and will advise them accordingly.

Before each Steering Committee meeting, the SOFF Secretariat circulates a form to all Members to clarify their potential conflict of interest.

Advisory Board

The Advisory Board brings together relevant stakeholders across the meteorological value chain to provide recommendations to the Steering Committee. Its main functions are presented below, and its detailed terms of reference are provided in Annex II.

- **Strategic direction:** Provide recommendations to the SOFF Steering Committee on SOFF strategic direction
- **Operations and programming:** Provide strategic advice on programming and the portfolio of operations and contribute to assessing and maximizing the results of SOFF
- **Synergies:** Facilitate dialogue and consultations to maximize synergies between SOFF and the Advisory Board Members' and other relevant stakeholders' activities across the meteorological value chain
- **Learning and innovation:** Provide insights and foster learning and innovation.

Advisory Board membership

The Steering Committee endorses the composition of the Advisory Board and reviews it regularly, taking into account the recommendations of the Advisory Board. The role, composition, and effectiveness of the Advisory Board are reviewed as part of the SOFF evaluations.

Each organization communicates to the SOFF Secretariat the principal representative and an alternate. The SOFF Secretariat makes available the composition of the Advisory Board on the SOFF website.

3.12 Advisory Board Co-Chairs

As SOFF co-creators, UNDP and UNEP serve as the Advisory Board Co-Chairs. Any changes related to the Co-Chair arrangements require a decision by the Advisory Board and adoption by the Steering Committee.

3.13 Advisory Board meetings

The Co-Chairs of the Advisory Board convene a virtual meeting at least three weeks ahead of each Steering Committee meeting to prepare recommendations. At the end of the meetings, the Co-Chairs present a summary of the discussion, including the recommendations to the Steering Committee.

3.14 Decision-making

The Advisory Board Co-Chairs facilitate and manage the meetings using a general consensual approach to make common recommendations. In addition to these common

recommendations, Advisory Board Members may provide individual recommendations related to their area of expertise.

After each Advisory Board meeting, the SOFF Secretariat prepares the minutes and circulates them to each Member. The Secretariat distributes the recommendations to the Steering Committee Members two weeks ahead of their meetings. The Advisory Board recommendations are for public disclosure and posting on the SOFF website.

SOFF Secretariat

The SOFF Secretariat is administratively hosted by WMO and follows WMO Financial and Staff Regulations and Rules with respect to all administrative policies and procedures. It comprises a team of professional and administrative staff and operates under the overall guidance of the Steering Committee and is accountable to it. The SOFF Secretariat administratively reports to the Director of the Infrastructure Department of WMO.

As co-creators, UNEP and UNDP may each second one staff member to the SOFF Secretariat to be funded by the SOFF UNMPTF. The Steering Committee approves the budget of the SOFF Secretariat (staff costs and operational costs). The approved budget of the SOFF Secretariat is funded prior to the beginning of the period to which it relates as a direct cost to the SOFF UNMPTF.

The main functions of the SOFF Secretariat are described below, and its detailed terms of reference are provided in Annex III.

- **Governance:** Serve the SOFF Steering Committee and the SOFF Advisory Board in performing their functions
- **Operations and programming:** Coordinate SOFF operations, including programming and appraisal processes, and facilitate coordination and collaboration between beneficiary countries, IEs, peer advisors and WMO Technical Authority (see Section 4.4)
- **Financing:** Liaise with the Trustee to ensure the Steering Committee is informed about the SOFF UNMPTF administration and fiduciary oversight and collaborate with the Trustee to ensure it has the required information to perform its duties
- **Monitoring & Evaluation:** Monitor the SOFF portfolio and its performance based on information provided by peer advisors, the IEs, beneficiary countries and the Trustee, and per the SOFF results framework
- **Communication:** Engage SOFF stakeholders and facilitate information sharing and learning, transparent communication and outreach
- **Resource mobilization and outreach:** Coordinate SOFF resource mobilization and outreach activities in close collaboration with the Steering Committee.

Trustee

The UNMPTF Office performs the Administrative Agent (Trustee) function of SOFF. The Trustee's main functions are described below, and the detailed terms of reference are provided in Annex IV.

- **Support to SOFF administration:** Receive, administer, and release funds to IEs, WMO and other parties in accordance with decisions from the Steering Committee, prepare the consolidated financial reports and coordinate the necessary audits
- **Support to SOFF governance and operations:** Support the financial aspects of SOFF programming and operations and provide advice on operational and strategic documents

The costs for the UNMPTF Office Trustee function correspond to an administrative fee of one percent of the contribution by funders.

Annex I – Steering Committee Terms of Reference

The roles and responsibilities of the Steering Committee are:

- Guide and oversee the SOFF strategic direction and operations
- Adopt SOFF governance and operations documents, including the SOFF Operational Manual
- Adopt SOFF work and financial programme
- Approve SOFF funding requests and the work plan and budget of the SOFF Secretariat
- Endorse SOFF strategic and supporting operational documents, including the SOFF Operational Guidance Handbook and the resource mobilization and advocacy strategy
- Review financial and programmatic reports from the Trustee and the SOFF Secretariat and indicate necessary actions as needed
- Commission SOFF evaluations
- Endorse Advisory Board composition and review Advisory Board recommendations and take actions as needed to maximize synergies across the whole meteorological value chain and to ensure last-mile impact
- Exercise such other functions as it may deem appropriate to fulfill the purposes of SOFF

Annex II – Advisory Board Terms of Reference

Functions

- **Provide recommendations on SOFF direction** and contribute to assessing SOFF's expected results
- **Provide strategic advice** related to SOFF portfolio of operations
- **Facilitate dialogue and consultations** among SOFF stakeholders to maximize synergies between SOFF results and the activities of the Advisory Board members and other partners and organizations working across the meteorological value chain
- **Provide insights and foster learning** and innovation

Supported by the SOFF Secretariat, the SOFF Advisory Board will perform the tasks outlined below.

Tasks

- **Provide overall advice on SOFF strategic direction**, including SOFF long-term objectives, results framework, and scope
- **Review and provide recommendations on SOFF operational elements**, including SOFF Operational Manual
- **Review SOFF programming priorities** and provide recommendations including on opportunities for synergies with Advisory Board members' own country/regional activities and those of their peers and partners
- **Provide recommendations on SOFF monitoring and evaluation** and contribute to SOFF evaluations

Annex III – SOFF Secretariat Terms of Reference

Service SOFF governing bodies

- Liaise with SOFF Steering Committee co-chairs and members, organize meetings and prepare all relevant documentation
- Liaise with SOFF Advisory Board co-chairs and members, organize meetings and prepare all relevant documentation
- Support the SOFF co-creators – WMO, UNEP, UNDP – in the implementation of their different roles.

Coordinate SOFF operations and programming

- Coordinate the preparation of the SOFF Operational Manual and SOFF Operational Guidance Handbook and, as needed, their updates
- Coordinate and support the operational work between beneficiary countries, SOFF IEs, SOFF peer advisors and WMO Technical Authority
- Coordinate the preparation of the SOFF work programme
- Facilitate the preparation of funding requests and review them for completeness
- Keep portfolio overview
- Facilitate the provision of SOFF peer advisory services
- Liaise with the WMO Technical Authority to ensure streamlined delivery of the WMO Technical Authority functions.

Finance

- Liaise with the UNMPTF Office as SOFF Trustee to ensure the Steering Committee is informed about the SOFF UNMPTF administration and fiduciary oversight
- Support the Trustee activities, including the disbursement of funds to and legal arrangements with SOFF IEs, peer advisors, and countries
- Collaborate with the Trustee to ensure that the Trustee has all the information necessary to carry out its responsibilities, including notification to the Trustee of allocations approved by the Steering Committee.

Monitor, report and learn

In collaboration and coordination with the SOFF Advisory Board, IEs, SOFF peer advisors and WMO Technical Authority:

- Develop and monitor the SOFF results framework based on progress reports from the IEs, peer advisors and WMO for submission to and review by the Steering Committee
- Coordinate the development and monitor the implementation of the gender action plan
- Hold consultations with SOFF stakeholders to capture lessons learned, good practices and innovative solutions, including those related to the private sector and civil society engagement in SOFF implementation

- Coordinate preparation of SOFF annual reports to be publicly disseminated, in collaboration with the WMO Technical Authority and the Trustee
- Commission evaluations as decided by the Steering Committee.

Manage communications and knowledge sharing

- Develop a SOFF communication strategy and monitor its implementation
- Liaise with relevant stakeholders, including SOFF Advisory Board Members, SOFF IEs, funders, civil society and private sector organizations, to promote knowledge and information sharing and identify opportunities to strengthen SOFF visibility and reach
- Keep track of all relevant documentation and manage SOFF public communication, including SOFF website.

Mobilize partnerships and resources

- Manage SOFF relationships with beneficiary countries, potential multilateral and bilateral funders and other relevant stakeholders, including preparation of meetings, briefings, and the mobilization of political support for SOFF
- Develop a resource mobilization and outreach strategy and monitor its implementation.

Annex IV – Trustee Terms of Reference

The Trustee is responsible for the following functions:

Support to SOFF governance and operations

- Provide regularly updated information to the Steering Committee regarding the resource availability
- Ensure consolidation of statements and reports, based on submissions provided by each Implementing Entity, and provide these to each funding partner that has contributed to the SOFF UNMPTF account and to the Steering Committee
- Provide final reporting, including notification that the SOFF UNMPTF has been operationally closed;
- Provide tools for SOFF UNMPTF management and ensure transparency and accountability
- Provide support to SOFF design

Support to SOFF administration

- Sign Standard Agreements with donors and receive contributions from funding partners that wish to provide financial support to the SOFF UNMPTF
- Administer such funds received in accordance with its regulations, policies and procedures, as well as the relevant MOU and Fund Terms of Reference and SAA, including the provisions relating to winding up the Fund account and related matters
- Subject to availability of funds, disburse such funds to Implementing Entities and other Parties in accordance with decisions from the Steering Committee, taking into account the budget set out in the approved documents
- Release funds as direct costs, including for the operation of the SOFF Secretariat, based on the Steering Committee decisions
- Release funds for additional expenses that the Steering Committee decides to allocate; and
- Disburse funds to any Implementing Entities and other Parties for any additional costs of the task that the Steering Committee may decide.

In addition, the UN MPTF Office, through its online portal, GATEWAY (<http://mptf.undp.org>), provides real-time financial data generated directly from its accounting system, giving partners and the general public the ability to track contributions, transfers, and expenditures. The UNMPTF Office charges a cost for performing SOFF Administrative Agent functions in line with UNSDG policies and contribution agreements.

SOFF Advisory Board Terms of Reference and initial composition

The document presents the Terms of Reference (TORs) of the SOFF Advisory Board and its initial composition to be **reviewed and endorsed by the first SOFF Steering Committee** taking place 29-30 June, 2022.

After the establishment of the Advisory Board, its **composition will be reviewed regularly by the Steering Committee**, taking into account the Advisory Board's recommendations. The role and effectiveness of the Advisory Board are also reviewed as part of SOFF evaluations.

1. Terms of Reference

The Advisory Board brings together relevant stakeholders across the meteorological value chain to provide **recommendations to the Steering Committee**. Its main functions and tasks are presented below.

Functions

- **Provide recommendations on SOFF direction** and contribute to assessing SOFF expected results
- **Provide strategic advice** related to SOFF portfolio of operations
- **Facilitate dialogue and consultations** among SOFF stakeholders to maximize synergies between SOFF results and the activities of the Advisory Board members and other partners and organizations working across the meteorological value chain
- **Provide insights and foster learning** and innovation

Supported by the SOFF Secretariat, the SOFF Advisory Board will perform the tasks outlined below.

Tasks

- **Provide overall advice on SOFF strategic direction**, including SOFF long-term objectives, results framework, and scope
- **Review and provide recommendations on SOFF operational elements**, including SOFF Operational Manual
- **Review SOFF programming priorities** and provide recommendations including on opportunities for synergies with Advisory Board members' own country/regional activities and those of their peers and partners
- **Provide recommendations on SOFF monitoring and evaluation** and contribute to SOFF evaluations

Advisory Board meetings

The Co-Chairs of the Advisory Board convene a virtual meeting at least three weeks ahead of each Steering Committee meeting to prepare recommendations. At the end of the meetings, the Co-Chairs present a summary of the discussion, including the recommendations to the Steering Committee. Up to three meetings per year are envisaged.

Decision-making

The Advisory Board Co-Chairs facilitate and manage the meetings using a general consensual approach to make common recommendations. In addition to these common recommendations, Advisory Board Members may provide individual recommendations related to their area of expertise.

After each Advisory Board meeting, the SOFF Secretariat prepares the minutes and circulates them to each Member. The Secretariat distributes the recommendations to the Steering Committee Members two weeks ahead of their meeting. The Advisory Board recommendations are for public disclosure and posting on the SOFF website.

2. Composition

The organizations that are members of the SOFF Advisory Board are expected to be represented at the meetings by senior representatives. Each organization is invited to nominate a principal representative and an alternate.

As SOFF co-creators, UNDP and UNEP serve as the Advisory Board Co-Chairs. Any changes related to the Co-Chair arrangements require a decision by the Advisory Board and adoption by the Steering Committee.

The initial composition of Advisory Board for endorsement at the first Steering Committee meeting is the following:

- Adaptation Fund
- Global Environment Facility
- Green Climate Fund
- Climate Investment Funds
- United Nations Office for Disaster Risk Reduction
- Global Center on Adaptation
- Risk-informed Early Action Partnership
- InsuResilience
- Global Facility for Disaster Reduction and Recovery
- Centre for Disaster Protection
- Group on Earth Observations
- European Centre for Medium-Range Weather Forecasts¹
- Global Network of Civil Society Organizations for Disaster Reduction
- Association of Hydro-Meteorological Equipment Industry

¹ The Global Producing Centres are expected to have a seat in the SOFF Advisory Board on a rotating basis. It is proposed that ECMWF is the first one to be represented.