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**IMPLEMENTING THE STRATEGIC ACTION PROGRAMME FOR THE YELLOW SEA LARGE MARINE ECOSYSTEM: RESTORING ECOSYSTEM GOODS AND SERVICES AND CONSOLIDATION OF A LONG-TERM REGIONAL ENVIRONMENTAL GOVERNANCE FRAMEWORK  
(UNDP/GEF YSLME Phase II Project)**

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UNDP/GEF/YS/MSTP/ICC.1/1  
English only

**1<sup>st</sup> Meeting of the Management, Science and Technical Panel (MSTP-1)**

**1<sup>st</sup> Meeting of the Interim Commission Council (ICC-1)**

*Koreana Hotel, Seoul, RO Korea, 11-13 July 2017*

**Terms of Reference for YSLME Commission and Subsidiary Bodies,  
Rules of Procedure for the Interim Commission Council and  
Terms of Reference of Staff of the Secretariat**

1. This document has been prepared by the Secretariat.
2. Reference is also made to meeting document UNDP/GEF/YS/MSTP/ICC.1/inf.4.2 entitled Annexes of Project Document “Implementing the Strategic Action Programme for the Yellow Sea Large Marine Ecosystem: Restoring Ecosystem Goods and Services and Consolidation of a Long-term Regional Environmental Governance Framework” in relation to the subject of this document.

Introduction

3. Annex 3 and 4 of the Project Document contain the terms of reference (TOR) of the YSLME Commission and its Subsidiary Bodies including the Rules of Procedure for the Interim Commission Council, and the terms of reference for key project staff. Following the restructuring of the Secretariat from 6 to 4 staff, the Secretariat has revised these TORs to enable the full operation of the Interim Commission Council. Changes to the TOR are underlined for easy reference.

Recommendation

4. The Secretariat recommends that:
  - a. the 1<sup>st</sup> Meeting of the Management, Science and Technical Panel (MSTP):
    - i. endorse the revised TORs of the Interim Commission Council and its subsidiary bodies, Rules of Procedure for the Interim Commission Council, and the TORs of Secretariat staff, taking into account the comments for revision from the participants at the present meeting; and
    - ii. recommend for approval of the above documents as revised by the 1<sup>st</sup> Meeting of the Interim YSLME Commission Council.
  - b. the 1<sup>st</sup> Meeting of the Interim YSLME Commission Council:
    - i. adopt the revised TORs and Rules of Procedure as recommended by the 1<sup>st</sup> Meeting of the MSTP.

## **a. Elements for the Terms of Reference for the Future YSLME Commission**

### **Background**

The Yellow Sea SAP aims to facilitate the protection of marine environment and sustainable use of the marine and coastal resources in the Yellow Sea. To achieve this objective, the SAP contains regional environmental targets and the management actions that are required to meet those targets by 2020.

One of the actions envisaged in the SAP is the establishment of the YSLME Commission as a permanent institutional framework to continue and expand current efforts made under the first phase of the UNDP/GEF YSLME Project. The Commission is envisaged as a soft, non-legally binding, and co-operation based institution that will co-ordinate and enhance regional and national efforts to apply ecosystem based management. With the participation of the Yellow Sea countries, it is proposed that the Commission consist of the following bodies:

- Management, Science and Technical Panel (MSTP);
- Regional Working Groups (RWGs);
- Inter-Ministry Co-ordinating Committee (IMCC);
- National Co-ordinator (NC);
- National Working Groups (NWGs); and
- Secretariat.

The UNDP/GEF SAP implementation project is envisaged as the mechanism through which the Commission is established, with negotiation mechanism, conflicts resolution procedure and its sustainable financing mechanism and agreement. During the period of SAP implementation, it is envisaged that an Interim Commission will be established to serve as the mechanism for discussing and agreeing the final structure and details of the Permanent Commission and as the Project Board *sensu* UNDP.

### **Commission Bodies**

*Interim Commission Council*<sup>1</sup>, shall serve as the Project Board) responsible for making management decisions for a project in particular when guidance is required by the Project Manager. The Project Board plays a critical role in project monitoring and evaluation by quality assuring these processes and products, and using evaluations for performance improvement, accountability and learning. It ensures that required resources are committed and arbitrates on any conflicts within the project or negotiates a solution to any problems with external bodies. In addition, it approves the appointment and responsibilities of the Project Manager and any delegation of its Project Assurance responsibilities.

The Council membership shall consist of: participating countries represented by designated National Focal Points (NFPs) with assistance from the government officials of National Implementing Agencies and the IMCC chairpersons; representatives of UNDP/GEF, UNOPS, and other donor organisations; MSTP chairpersons; and representatives from the private sector and NGOs that are actively contributing to the implementation of the SAP. Regular meetings of the Council shall take place once a year. Special meetings may be convened as required. The Council provides overall strategic policy and management direction, and considers and approves regional activities and budgets suggested by the MSTP, and secures technical and financial resources necessary for implementing SAP management actions.

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<sup>1</sup> Following the completion of the 2<sup>nd</sup> phase of the UNDP/GEF project, the Commission Structure may be modified to meet the new requirements.

**Management, Science and Technical Panel (MSTP)**, a permanent body, provides the RWGs with managerial, scientific, and technical guidance and the Interim Commission Council with managerial, scientific, and technical advice. The Panel shall consist of NCs, RWG chairpersons, selected regional experts, and representatives of the private sector and NGOs actively engaged in SAP implementation, together with the Project Manager. Regular meetings are organised once a year, preferably back-to-back with the Council meetings. The Panel co-ordinates regional activities across the RWGs; provides them with suggestions to improve the activities; considers budget allocations for each activity; and makes recommendations to the Council for their approval of budgets, work plans and the execution of activities.

**Regional Working Groups (RWGs)**, The MSTP shall establish such regional working groups as are deemed necessary to effectively plan, co-ordinate and manage the various activities approved by the Interim Commission Council. Initially six such working groups will be established with responsibility for co-ordinating actions at the regional level focusing on: fish stocks (RWG-F); sustainable mariculture (RWG-M); habitat conservation (RWG-H); pollution reduction (RWG-P); monitoring/assessment (RWG-A), and sustainability (socioeconomics and governance (RWG-G). Each Working Group shall consist of experts nominated by the IMCC from each participating country<sup>2</sup>, and representatives from the private sector and NGOs. Each RWG shall organise regular annual meetings to prepare work plans for consideration of the MSTP and approval by the Council. Following Council approval, the RWGs shall monitor and supervise activities, in accordance with the guidance provided by the MSTP. In addition, the RWGs shall provide technical guidance to relevant NWGs and shall provide advice within its sphere of competence to the MSTP through the RWG chairperson.

**Inter-Ministry Co-ordinating Committee (IMCC)** co-ordinates national activities among relevant national ministries and institutions to ensure smooth implementation of national efforts in line with regional directions and objectives. The IMCC membership shall include the NFP and representatives from relevant ministries in the country. The National Co-ordinator (NC) shall serve as the secretary to the IMCC, and regular meetings shall be convened at least once a year. If more than one meeting is convened in any one year then one of these shall be organised before the annual meeting of the Interim Commission Council. The IMCC reviews the work plans that the NWGs prepare and provides them with guidance for improvement when necessary. The IMCC chairperson serves as a member of the Council and the IMCC reports to the MSTP through the NC.

**National Co-ordinator (NC)**, a full-time position appointed by the IMCC, the NC serves as the primary national contact for the RWGs and the Secretariat. The NC co-ordinates national activities among the NWGs under the direction of the IMCC; and serves as secretary to the IMCC. The NC assists the NFP in organising IMCC meetings and serves as a member of, and reports on national activities to the MSTP on behalf of the IMCC.

National Working Groups (NWGs), are established at the discretion of the IMCC, and are responsible for the design and implementation of management actions at the national level. Membership shall include environmental managers, scientists, and technical experts in the appropriate field of expertise. In close co-ordination with the respective RWG and the NWGs in other participating countries, each NWG shall prepare national work plans for the IMCC to consider and approve. The chairperson of each NWG reports on its activities to the IMCC.

**Commission Secretariat**, a permanent body, the Secretariat provides administrative support and regional co-ordination among the bodies of the YSLME Commission, such as the Council, the MSTP, the RWGs, and the NCs.

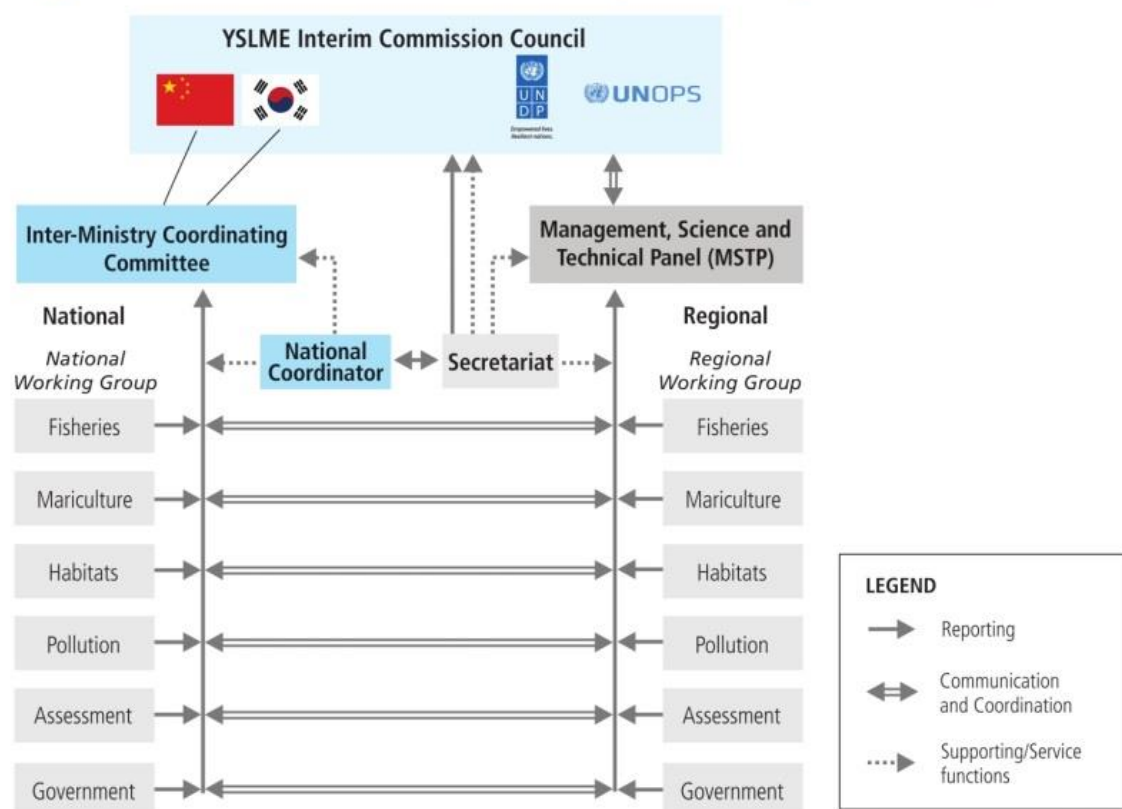
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<sup>2</sup>Normally such individuals would be the Chairs of the appropriate National Working Group .

**The YSLME Commission Secretariat** shall create a “Management Advisory Roster” being an open-ended database of regional environmental managers, scientists, and technical experts, nominated by the IMCCs in the respective countries. Individuals from this pool may be called upon from time to time to assist the Commission in the execution of activities to implement the SAP, including for example, serving as expert members on the various bodies of the Commission, or as consultants and advisors to the Secretariat for specific short term tasks. Considering the requirements of each regional working group, the Secretariat in close consultation with the NCs shall appoint appropriate persons from the roster, as expert members of each RWG. Considering the requirements of each national working group, NCs shall appoint appropriate persons as expert members of each NWG, and report such appointments to the appropriate regional bodies of the Commission.

**Figure 1:**

### Organizational Framework of the Yellow Sea Large Marine Ecosystem (YSLME) Commission



Reporting: Communication, co-ordination: Supporting/service functions:

NWG = National Working Groups; RWG = Regional Working Groups; IMCC = Inter-Ministry Co-ordination Committee; NC = National Co-ordinator; MSTP = Management Science and Technology Panel. National and Regional Working Groups include Fisheries = F; Mariculture = M; Habitats = H; Pollution = P; Assessment = A; and Governance = G.

## **b. Terms of Reference<sup>3</sup> for the 2<sup>nd</sup> YSLME Project**

### **The Interim YSLME Commission Council**

The Interim Commission Council is a body that serves as the supreme decision-making authority with respect to the implementation of SAP related activities. During the implementation of the UNDP/GEF SAP Implementation Project (the second phase of the YSLME Project), an Interim Commission Council will be established to serve as the Project Board. The following sections describe the membership, meetings, and functions of this body.

#### **Membership**

The Interim Commission Council shall consist of:

- Participating countries with assistance from GEF National Implementing Agencies and IMCC chairpersons of each participating country;
- Chairperson of the Management, Science and Technical Panel (MSTP);
- A representative of the UNDP/GEF;
- A representative of UNOPS;
- Representatives from private sector bodies actively engaged in SAP implementation
- Representatives from accredited NGOs actively engaged in SAP implementation<sup>4</sup>.

Additional members including representatives from other relevant government agencies in the participating countries may be added at the discretion of the Council. During the second phase of the YSLME Project, the Project Management Office shall serve as the Secretariat of the Council.

#### **Meetings**

Regular meetings of the Council shall be convened once a year. A chairperson and a vice-chairperson who shall be responsible for chairing the meetings shall be selected by the members from amongst the members, and shall serve until the commencement of the next regular meeting.

Special meetings may be convened by the chairperson: (i) when a majority of the Council members make a request for such a meeting to the Secretariat; and (ii) at the request of the Secretariat when circumstances demand.

The Council can invite other organisations and projects to attend the meetings as observers.

#### **Tasks**

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<sup>3</sup>All Terms of Reference under this Annex and Rules of Procedure should be considered indicative. Therefore, they will be discussed and finalized before the implementation of the 2<sup>nd</sup> YSLME project, preferably at the first meeting of the Interim YSLME Council.

<sup>4</sup> The membership of the private sector and NGOs needs further consideration as concerns expressed on this issue.

- (1) Provide overall strategic policy and management direction in implementing the SAP and executing the UNDP/GEF SAP implementation Project;
- (2) Review, amend, and approve regional activities, work plans, and budgets for SAP implementation, that are suggested by the MSTP;
- (3) Co-ordinate the work of the participating countries to ensure that the activities meet regional and national environmental concerns and priorities;
- (4) Secure technical and financial resources necessary to implement the activities;
- (5) Review the progress of the activities and provide guidance to the MSTP and the Secretariat for better management and co-ordination;
- (6) Facilitate necessary actions for policy reform to harmonise national legislation;
- (7) Promote co-operation with relevant international, regional, and national organisations and projects;
- (8) Facilitate the participation of the private sector and NGOs in SAP implementation;
- (9) Disseminate the findings and results of SAP implementation to broad audiences, within and outside the region;
- (10) The Interim Commission Council established at the commencement of the UNDP/GEF SAP Implementation Project shall finalise and arrange for national approval of all the Terms of Reference for the bodies deemed necessary for the Project including overall organizational structure of the bodies; and,
- (11) Finalise and arrange for national approval of the membership and Terms of Reference for the permanent Commission Council to be established during the execution of the UNDP/GEF SAP Implementation Project

### **Other matters**

Notwithstanding the membership and terms of reference specified in this document, the Interim Commission Council shall have the power to amend, from time to time, the membership and terms of reference of the Council.

**c. Terms of Reference for the 2<sup>nd</sup>YSLME Project  
Management, Science and Technical Panel**

The Management, Science and Technical Panel (MSTP), a permanent body, provides the Regional Working Groups (RWGs) with managerial, scientific, and technical guidance and the Interim Commission Council with managerial, scientific, and technical advice. The following sections describe the membership, meetings, and functions of this body.

**Membership**

The Panel shall consist of:

- The National Co-ordinators (NCs) from each participating country;
- The chairpersons of each Regional Working Group. The relevant experts on social economic and governance fields shall be invited as the member of the Panel;
- Leading regional experts, taken from the Management Advisory Roster, identified by the Secretariat;
- Representatives from private sector organisations actively engaged in SAP implementation;
- Representatives of NGOs actively engaged in SAP implementation; and
- The Project Manager.

During the second phase of the YSLME Project, the Project Management Office shall serve as the Secretariat of the Panel.

**Meetings**

Regular meetings shall be convened once a year preferably before the Interim Commission Council meetings. A chairperson and a vice-chairperson who are responsible for chairing the MSTP meetings shall be elected from amongst the members. The chairperson attends the Council meetings to present the recommendations and reports prepared by the Panel.

**Tasks**

- (1) Review and co-ordinate regional activities for SAP implementation, proposed by each RWG;
- (2) Provide the RWGs with technical guidance and suggestions to improve the activities where necessary;
- (3) Consider the recommendations of each RWG concerning proposed budget allocations for each activity;
- (4) Provide the Interim Commission Council with recommendations on proposed regional activities, work plans, and budgets;
- (5) Facilitate co-operation with relevant international, regional, and national organisations and projects to enhance the effectiveness and efficiency of SAP implementation;
- (6) Monitor the progress of the regional activities and ensure the quality of outputs; and,
- (7) Report to the Council through the MSTP chairperson on the progress of activities and SAP implementation.

**Other matters**

Notwithstanding the membership and terms of reference specified in this document, the MSTP may make recommendations to the Interim Commission Council, to amend, from time to time, the membership and terms of reference of the Panel.



#### **d. Terms of Reference for the 2<sup>nd</sup>YSLME Project Inter-Ministry Co-ordinating Committee**

The Inter-Ministry Co-ordinating Committee (IMCC) co-ordinates national activities among relevant national ministries and institutions to ensure smooth implementation of national efforts in line with regional directions and objectives. The following sections describe the membership, meetings, and functions of this body.

##### **Membership**

The IMCC shall consist of:

- Government executive officials at the GEF National Focal Agency (i.e., GEF National Operational Focal Point [NFP]), the GEF National Implementing Agency, and all the other relevant ministries that have responsibilities in marine and coastal issues in the Yellow Sea;
- National Working Group (NWG) chairpersons; and
- Representatives from private sector organisations actively engaged in NSAP implementation; and,
- Representatives of NGOs actively engaged in NSAP implementation.

The National Co-ordinator (NC) serves as a secretary to the IMCC.

##### **Meetings**

Regular meetings shall be convened at least once a year. If more than one meeting is convened in any one year then one of these shall be organised before the annual meeting of the Interim Commission Council. A chairperson and a vice-chairperson responsible for chairing the IMCC meetings are elected from amongst the members. The IMCC chairperson serves as a member of the Council. The IMCC reports to the Management, Science and Technical Panel (MSTP) through the NC.

##### **Tasks**

- (1) Prepare, on behalf of the government, the national positions on policy issues for the Interim Commission Council to consider and present the positions to the Council through the IMCC chairperson;
- (2) Nominate regional environmental managers and science and technical experts for inclusion in the Management Advisory Roster;
- (3) Establish the NWGs with leading experts in the country in line with the requirements, focal areas, and activities of the RWGs;
- (4) Appoint the NC and the NWG chairpersons based on nominations by the GEF National Focal Agency (i.e., NFP) and the GEF National Implementing Agency;
- (5) Review and co-ordinate national activities under the NSAP implementation, that the NWGs propose;
- (6) Provide the NWGs with guidance and suggestions to improve the national activities to meet national and regional environmental concerns and priorities;
- (7) Secure technical and financial resources necessary to implement the national and regional activities;

- (8) Monitor the progress of the national activities and ensure the quality of outputs;
- (9) Facilitate co-operation with relevant national organisations and projects to enhance the effectiveness and efficiency of the national activities;
- (10) Report to the MSTP through the NC on the progress of the national activities;
- (11) Facilitate the participation of the private sector and NGOs in SAP/NSAP implementation; and
- (12) Disseminate the findings and results of NSAP implementation to broad audiences, nationally, regionally, and internationally.

### **Other matters**

Notwithstanding the membership and terms of reference contained in this document, the IMCC shall have the power to amend, from time to time, the membership and terms of reference. Such amendments shall be reported to the next meeting of the Interim YSLME Commission Council.

**e. Terms of Reference for the 2<sup>nd</sup>YSLME Project**  
**National Co-ordinator**

The National Co-ordinator (NC), a full-time position appointed by the Inter-Ministry Co-ordinating Committee (IMCC), shall serve as the primary national contact for the RWGs and the Secretariat. The following section describes the functions of this individual.

**Tasks**

- (1) Serve as a secretary to the IMCC, assisting the National Operational Focal Point in organising IMCC meetings;
- (2) Assist the IMCC to review and co-ordinate national activities under the NSAP implementation, secure technical and financial resources necessary to implement the national activities, and monitor the progress of the activities to ensure the quality of outputs;
- (3) Compile a register of national management, scientific and technical experts in maritime affairs for consideration by the IMCC as nominated members of the Management Advisory Roster;
- (4) Recommend appropriate national experts from the Management Advisory Roster as NWG members to the IMCC;
- (5) Co-ordinate the national activities among the NWGs under the direction of the IMCC;
- (6) Report to the Management, Science and Technical Panel (MSTP) on behalf of the IMCC on the progress of national activities;
- (7) Serve as a member of the MSTP, contributing to the regional co-ordination, the provision of guidance to the RWGs, and the preparation of regional work plans and budgets;
- (8) Liaise closely with the Secretariat, supporting it on matters regarding SAP/NSAP implementation;
- (9) Assist the IMCC to facilitate the participation of the private sector and NGOs in SAP/NSAP implementation and to disseminate the findings and results of the implementation to broad audiences; and
- (10) Such other tasks as the IMCC shall from time to time decide.

## **f. Terms of Reference for the 2<sup>nd</sup>YSLME Project**

### **National Working Groups**

National Working Groups (NWGs) shall be established at the discretion of the Inter-Ministry Co-ordinating Committee (IMCC), and are responsible for the design and implementation of management actions at the national level. The NWGs are organised in line with the requirements, focal areas, and activities of the RWGs. The following sections describe the membership, meetings, and functions of such bodies.

#### **Membership**

Each NWG shall consist of:

- A chairperson nominated by the GEF National Focal Agency (i.e., National Operational Focal Point [NFP]) and the GEF National Implementing Agency and appointed by the IMCC;
- Leading experts in the relevant fields of natural and social science nominated by the IMCC and appointed by the National Co-ordinator (NC); and
- Representatives from the private sector and NGOs.

The NC shall serve as the Secretariat of the NWG.

#### **Meetings**

Each NWG shall organise its regular meetings as necessary, but at least once a year. The meeting shall preferably be held in advance of the RWG meetings. The chairperson of the NWG attends the IMCC meetings and the RWG meetings, to present recommendations and activity reports prepared by the NWG.

#### **Tasks**

- (1) Prepare, in close co-ordination with the respective NWGs in other participating countries, national activities with work plans to implement the NSAP for the respective RWG to consider and agree upon;
- (2) Monitor and evaluate the progress of national activities and amend them, as necessary, in consultation with the RWG;
- (3) Report to the IMCC through the NWG chairperson on the progress of the national activities;
- (4) Report to the RWG through the NWG chairperson on the execution of national activities; and,
- (5) Facilitate the execution at national level of activities identified by the RWG as appropriate to implement the regional SAP, in addition to those activities relevant to the implementation of the NSAP.

#### **Other matters**

Notwithstanding the membership and terms of reference contained in this document, the IMCC, has the power to amend, from time to time, the membership and terms of reference of the NWG, and shall report such amendments to the MSTP.

### **g. Terms of Reference for the 2<sup>nd</sup>YSLME Project the Secretariat**

Interim YSLME Commission Council Secretariat, a permanent body that provides administrative support and regional co-ordination among: the Interim Commission Council; the Management, Science and Technical Panel (MSTP); the Regional Working Groups (RWGs); and the National Co-ordinators (NCs). During the second phase of the YSLME Project, the Project Management Office (PMO) headed by the Project Manager shall serve as the Secretariat, facilitating regional and national efforts relevant to SAP/NSAP implementation. The following section describes the functions of this body.

#### **Tasks**

- (1) Organise meetings of the Interim YSLME Commission Council and the regional meetings of the subsidiary bodies as well as other activities relevant to the implementation of the SAP management actions.
- (2) The Secretariat reports to the Council and the MSTP through the Project Manager.
- (3) Serve as a secretary to the meetings of the Council, the MSTP, and RWGs, liaise with, and provide administrative support to these bodies in the execution of their responsibilities;
- (4) Draft policy, managerial, and technical papers on SAP implementation in co-operation with the RWGs and NCs as part of the preparation for the Council and MSTP meetings;
- (5) Prepare and present activity implementation reports to the Council and the MSTP through the Project Manager;
- (6) Appoint regional experts as RWG members from the Management Advisory Roster;
- (7) Assist in organising all the regional meetings, including the ones mentioned above in Terms of References for Council, MSTP, and RWGs, as well as other regional co-ordination activities relevant to the implementation of the SAP;
- (8) Assists UNOPS in administering contracts for consulting services under SAP implementation, following U.N. rules;
- (9) Monitor the progress of all regional activities of the Interim YSLME Commission Council and other subsidiary bodies to ensure that activities are implemented in line with the strategic policy and management direction provided by the Council, and that high-quality outputs are secured on time and within budget;
- (10) Liaise closely with the NCs to ensure smooth implementation of national efforts in line with regional efforts and objectives;
- (11) Assist the Council and the MSTP in promoting the co-operation with relevant organisations, including the private sector and NGOs; and
- (12) Assist in disseminating the findings and results of SAP/NSAP implementation to broad audiences nationally, regionally and internationally.

#### **Other matters**

Notwithstanding the terms of reference contained in this document, the Interim Commission Council has the power to amend, from time to time, the terms of reference of the Secretariat.

## **h. Elements of Rules of Procedure for the Interim YSLME Commission Council**

### **Rule 1: Membership**

1. The Interim Commission Council shall consist of: representatives from the countries participating in the UNDP/GEF Yellow Sea Project (hereinafter called the “Yellow Sea countries”), the chairperson of the Management, Science and Technical Panel (MSTP), one representative each from UNDP/GEF and UNOPS, and representatives of the private sector and NGOs actively engaged in SAP implementation<sup>5</sup>.
2. Each Yellow Sea country shall be represented by: the GEF National Operational Focal Point (NFP) assisted by the Chairperson of the Inter-Ministry Co-ordinating Committee (IMCC) and a Government Official(s) from National Implementing Agency designated by the NFP.
3. The Interim Council may decide by consensus that other organisations become Council Members.
4. Notwithstanding the Rules contained in this document, the Council has the power to amend, from time to time, the membership of the Council.

### **Rule 2: Meetings**

1. The Interim Commission Council shall hold regular meetings once a year, upon convocation by the Council Chairperson. At each regular meeting, the Council shall decide on the dates and venue of the next meeting. For the role of the Chairperson, see Rule 4 in this document.
2. Special meetings may be convened by the Chairperson: (i) when a majority of the Council members make a request for such a meeting to the Secretariat; and (ii) at the request of the Secretariat when circumstances demand. The Secretariat shall circulate the request for holding a special meeting to all Members and each country’s National Co-ordinator (NC) with a deadline for response. The Secretariat shall inform the Members of the consensus response.
3. The Chairperson shall decide on the dates and venue of a special meeting in consultation with the NCs and the Secretariat.

### **Rule 3: Agenda**

1. The Secretariat shall prepare the agenda for each meeting in consultation with the Chairperson.
2. The agenda for a regular meeting shall include *inter alia*, the following items:
  - a. Adoption of the agenda;
  - b. Activity report of current year (progress report);
  - c. Proposed work plan and budget for the subsequent year and onwards;
  - d. Any other items the inclusion of which has been decided at a previous meeting;
  - e. Items proposed by any Member;
  - f. Outstanding and arising issues and
  - g. Adoption of the report of the meeting.
3. The agenda for a special meeting shall consist only of those items that are proposed for consideration in the request to convene the meeting.
4. The Secretariat shall circulate a provisional agenda with supporting documents to the Members at least two weeks before the opening of the meeting.

### **Rule 4: Chairperson**

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<sup>5</sup> The membership of the private sector and NGOs needs further consideration as concerns expressed on this issue.

1. The Chairperson of the Interim Commission Council shall be selected from each Yellow Sea country in rotation, in alphabetical order.
2. A Chairperson and a Vice-chairperson who shall be responsible for chairing the meetings shall be selected by the members from amongst the members, and shall serve until the commencement of the next regular meeting. If the Chairperson cannot preside at a meeting or any part thereof, the Vice-Chairperson shall act as the Chairperson with the same powers and duties.
3. The Chairperson shall serve for a period of one year.
4. In addition to exercising the powers and duties conferred upon him/her elsewhere in the Rules, the powers and duties of the Chairperson shall be to:
  - a. Ensure that all the tasks of the Council, as described in the Terms of Reference, are fully carried out;
  - b. Convene regular and any special meetings;
  - c. Declare the opening and closing of each meeting;
  - d. Preside at all meetings: direct discussion, accord the right to speak, and announce decisions;
  - e. Call a speaker to order if their remarks are not relevant to the subject under discussion;
  - f. Ensure observance of the Rules described in this document; and
  - g. Make such decisions and give such directions to the Secretariat, that ensure the business of the Council is carried out efficiently and in accordance with its wishes.

#### **Rule 5: Secretariat**

1. The Project Management Office serves as the Secretariat during the bridging period and second phase of the YSLME Project.
2. In addition to exercising the powers and duties conferred upon it elsewhere by the Rules, the Secretariat shall:
  - a. Issue the invitations to the meetings;
  - b. Prepare the provisional agenda for the meetings in accordance with Rule 3;
  - c. Make all necessary arrangements, including secretarial assistance, for the meetings of the Council and its regional subsidiary bodies;
  - d. Prepare the progress report, work plan, and budget;
  - e. Prepare meeting reports; and
  - f. Perform other functions and tasks, as described in the Terms of Reference, or entrusted to the Secretariat by the Council.

#### **Rule 6: Conduct of business**

1. A majority of the Members shall constitute a quorum.
2. Proposals from any members shall be introduced in writing and submitted prior to the meeting for the Secretariat to circulate to the Members.
3. The decisions of the meetings shall be made by consensus.
4. Where consensus cannot be achieved during a meeting, the Secretariat in consultation with the Chairperson shall facilitate negotiations to seek resolution during the subsequent inter-sessional period. The Secretariat shall report the results of the negotiations to the Members.
5. The Interim Commission Council may adjourn the discussion of any issue on which a consensus cannot be reached and refer it to a working group of the Council. The working group shall be charged with resolving the issue and be required to report the outcome of their work to the Council when the discussion resumes.
6. The record of the meeting, including all the decisions made, shall be kept by the Secretariat which shall circulate the record to the Members in the form of a draft report before the closure of the meeting. Any Member who disagrees with any part of the report may propose an amendment for consideration by all members during the adoption of the report.

7. The Secretariat shall distribute the final version of the report to the Members within two weeks following the closure of the meeting.
8. Between meetings, any proposal for a decision falling within the competence of the Interim Commission Council shall be circulated in writing by the Secretariat to the Members with a specified deadline for reply. On the basis of the responses the Secretariat will inform members in writing of the views expressed and the consensus position.

#### **Rule 7: Subsidiary bodies**

1. The subsidiary bodies of the Interim Commission Council shall consist of the regional bodies (MSTP and Regional Working Groups), the national bodies (IMCC and National Working Groups), and the Secretariat.
2. The membership, meetings, and tasks of each subsidiary body shall be defined in their Terms of Reference.
3. The Rules of Procedure of each subsidiary body shall follow those of the Council.

#### **Rule 8: Language**

The working language of the Interim Commission Council shall be English.

#### **Rule 9: Participation of observers**

1. The Interim Commission Council may invite observers to participate in its meetings.
2. Upon the invitation of the Chairperson, observers may participate in the discussion of issues within their competence or scope of activities, without the right to participate in decision-making.
3. Observers may, upon invitation of the Chairperson, submit written statements that shall be circulated by the Secretariat to the members of the Council or to the concerned subsidiary bodies.

#### **Rule 10: Amendments and suspension**

Any Rules contained in this document may be amended or suspended by the Interim Commission Council.



## **Annex 4. Terms of Reference for Key Project Staff**

### **1. Chief Technical Advisor (CTA) (Project Manager)**

#### ***Overall Responsibilities:***

The CTA shall be responsible for the overall coordination, management, monitoring and supervision of all aspects of the GEF Yellow Sea LME Project entitled *Implementing the Strategic Action Programme for the Yellow Sea Large Marine Ecosystem: Restoring Ecosystem Goods and Services and Consolidation of a Long-term Regional Environmental Governance Framework* (YSLME), under the policy/technical guidance of the Interim Commission Council. He/she shall liaise directly with the Governments of the participating countries and the National Project Coordinators (NPCs) and the representatives of the GEF partners, in order to develop the annual and quarterly work plans and budgets for the project. He/she shall explore all the possibilities in involve all the coastal countries in the YSLME project if the geopolitical situation allows.

He/she shall carry out all necessary political and technical negotiations to ensure the establishment of the YSLME Commission. He/she shall provide necessary political and technical options to the governments of the participating countries and other project partners to facilitate necessary agreements reached necessary for establishing the Commission, including the agreement reaching, conflict solving and sustainable financing mechanisms, based on the agreements of the Interim Commission Council.

He/she shall be responsible for all substantive, managerial and financial monitoring and reporting of the Project. He/she will provide overall supervision for all staff in the Secretariat as well as guiding and supervising all external policy relations. He/she is responsible for the coordination and monitoring of international inputs. While he/she is directly accountable to UNOPS, the CTA shall consult with, coordinate closely with, and report as appropriate to the Principal Project Resident Representative (PPRR), and the UNDP/GEF Task Manager. He/she will also seek additional funding and partners, and integrate their inputs to project workplans and budgets. Funding could be cost-shared or in parallel. He/she should closely liaise with other complementary or parallel initiatives to ensure maximum complementarities.

#### ***Duties:***

*The CTA will have the following specific duties:*

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#### **(1) Project implementation and management:**

- to prepare the annual and quarterly workplans and budgets of the Project on the basis of the Project Document, in close consultation and coordination with the National Project Coordinators, Regional and National Working Group Chairs to coordinate and monitor the activities described in the work plans, and ensure timeliness and quality of outputs;
- to review the annual and quarterly workplans and budgets of Regional Working Groups (RWGs), and collate them into overall workplans and budgets;
- to coordinate and oversee the implementations of the workplans as approved by the Interim Commission Council, in close consultation with the Chairpersons of RWGs;
- to prepare all the progress and financial reports of the project implementation and submit them to the Interim Commission Council for considerations and approvals;

- to maintain the overall responsibility for the efficient, cost-effective use of project funds, in accordance with UNDP/GEF rules and regulations;
- to prepare and oversee the development of Terms of Reference for consultants and contractors, select in consultations with UNDP PPR, NPCs, the international consultants and contractors; and

(2) Supervisory functions:

- to supervise the work of all other Secretariat staff, project consultants (long-term and short-term) to be recruited for the project implementation, and the project staff seconded by the governments of the participating countries;
- to manage the offices of the Secretariat, their staff, budgets, and the imprest accounts established under the project for implementing the project activities;

(3) Coordinating functions:

- to liaise with the GEF National Focal Points (NFPs), the National Project Coordinators (NPCs), UNDP (both the country office in China and UNDP/GEF), UNOPS and GEF;
- to liaise with other organization and projects to ensure maximum synergy, avoid duplication with existing efforts and initiatives. To ensure proper coordination and cooperation with other relevant organization and project in implementing the activities within the framework programme for the East Asian Seas region
- to act as Secretary for the Interim Commission Council for its annual and special, whenever necessary, meetings, including preparing all the meeting documents and the reports of the meetings;
- to represent the project at the events when deemed necessary, and to liaise with IW Learn to share project experiences and information.

## **Skills and Experience Required**

### ***a. Education***

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- Post-graduate degree in marine science, environmental management or a directly related field

### ***b. Work Experience***

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- At least 10 years of experience in the fields related to the assignments, preferably within the UN system, and at least five years' experience at a senior project management level.
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### ***c. Key Competencies***

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- Proven political and technical knowledge in the region of the region, and in particular, of the Yellow Sea coastal countries would be a strong asset;
  - Familiarity with the goals and procedures of UNDP and other international organizations, preferred;
  - Demonstrated advanced diplomatic and negotiating skills and excellent interpersonal skills with sensitivity to cultural and political differences;
  - Good knowledge and skill in multilateral co-operation, in particular the skill in initiation and negotiation of regional co-operation;
  - Demonstrated skill in understanding the roles of local governments in the region and working with them to achieve project objectives assigned tasks and skill to work with the local governments in implementing the project activities;

- Fluency in spoken and written English necessary, good knowledge on one of the languages of the coastal countries of the Yellow Sea is an asset.

## **2. Environment Officer**

### ***Overall Responsibilities:***

Under direct supervision of the CTA (Project Manager), the Environment Officer will be responsible for the implementation of the project activities based on the workplans approved by the Interim Commission Council, including information capture, exchange and networking between a wide range of participants in the YSLME including government officials, scientists, non-governmental organizations and the public at large. He/she will work closely with the Chairperson of the Regional Working Groups (RWGs) and other project partners to prepare workplans, to manage the implementation of the relevant project activities, prepare reports of the implementation and deliver all the necessary outcomes and outputs. He/she is expected to commit one third of work time in travel for coordination, monitoring, organization of training workshops, field visits, and interaction with local communities in the project demonstration sites.

### ***Duties***

The Environment Officer will have the following specific duties:

- to coordinate and supervise the implementation of the project of those components relevant to natural sciences (including but not limited to fisheries, mariculture, pollution and ecosystem health, ecosystem-based community management), including preparing workplans and budgets for each component, coordinating implementation of the activities within the workplans; preparing the reports of the implementation and deliver in the appropriate forms of the project outcomes and outputs;
- to work with the project team and short-term consultants engaged by the projects in related areas of expertise;
- to liaise with other regional organizations and projects, such as WWF, PEMSEA, UNEP/NOWPAP, IW:Learn, and other organizations involved in establishing and management of marine resources and environments;
- to supervise data exchange and the maintenance of the data communications network, in particular the YSLME data and meta databases established during the first phase of the project;
- to assist with the administration of other information-related technical issues where required by the Coordinator.

### ***Qualifications, Education and Experience***

- post-graduate degree in marine and/or environmental sciences, marine and environment managements or a directly related field;
- at least 5 years' experience in similar international posts dealing with project implementations & management; experiences working with local governments and communities are preferred;
- familiarity with the environmental problems of the YSLME region would be advantageous.
- Fluent in spoken and written English is a requirement.

## **3. Environmental Economist**

### ***Overall responsibilities:***

Under the directives and supervisions of Chief Technical Advisor (CTA, Project Manager), the Environmental Economist will contribute to the environmental economics and sustainable development

aspects, and the negotiations of the establishment of the YSLME Commission of the project. He/she will be responsible to oversee the relevant social sciences components of the project. He/she will assist the CTA to implement relevant actions in the necessary negotiations on the establishment of the YSLME Commission, including agreement-reaching, conflict-solving and sustainable financing mechanisms of the Commission. He/she is expected to commit one third of work time in travel for coordination, monitoring, organization of training workshops, field visits, and interaction with local communities for the project implementation.

### ***Duties***

The Environmental Economist will have the following specific duties:

- Assist in planning the necessary negotiation processes for the establishment of the YSLME Commission, in particular the sustainable financing mechanism of the Commission;
- define the economic benefits of the management actions designed in the regional SAP, based on the regional guidelines of economic valuation development during the 1<sup>st</sup> phase of the project and other relevant guidelines, to present economic benefits of the management actions;
- to provide necessary training activities, in particular to the local governmental officials and communities in the area to incorporate economic benefit arguments and develop investment proposals;
- to be actively involved in knowledge management, capacity building programmes, institutional development, EIA, development of economic tools;
- to coordinate with the Environment Officer in the capture and management of national and regional economic and technical information within the project database;
- to assist in the completion of reports related to environmental economics, including priority investments and pollution hot spots, with special emphasis on costs and benefits of actions aimed at ameliorating the environmental degradation of the YSLME;
- to coordinate activities and outputs of the economic and technical studies, including liaising with consultants and relevant international agencies;
- to assist with the other tasks where required by the CTA.

### ***Skills and Experience Required:***

- postgraduate degree in environment economics, business administration and, preferably additional qualifications in environmental management;
- at least 5 years' experience in similar posts in international organizations dealing with relevant negotiations for regional environmental agreement and management projects;
- familiarity with goals and procedures of international organisations, in particular of the GEF partners;
- proven experiences in working with local governments and communities;
- familiarity with environmental problems of the YSLME; and
- fluency in English.

## **4. Administrative Assistant**

### ***Overall responsibilities:***

Under the supervision of the Chief Technical Advisor (CTA), the Administrative Assistant will manage the day-to-day operations of the PCU, particularly with respect to finances, technical services, procurement (including importation, permits, etc.) and personnel matters (in close cooperation with the counterpart staff of UNOPS and the UNDP Country Office in Beijing). The post holder will be the principal line of liaison

between the Secretariat and the UNOPS in all financial and administrative matters.

The post holder will also be responsible for the management of the project's management information systems (MIS) including computer data base management, maintenance of computer-based statistics regarding the management of the project (particularly contracting), project activities and use of the outputs, as well as liaison with UNOPS HQ ICT team to ensure UNOPS ICT standards and policies are followed.

### ***Duties***

#### **(i) Administrative Functions:**

The incumbent will provide routine administrative support on the proper day-to-day functioning of the Secretariat by supervising the provision of all necessary supplies and services including maintenance contracts, office supplies and communications. He/she shall be responsible for the proper running and upkeep of the PCU hardware including the computers, copiers, etc.

#### **(ii) Finances**

Under delegated authority the Administrative Assistant will administer the petty cash and imprest account on behalf of the Chief Technical Adviser (CTA) and prepare relevant documents including monthly cash statements, requests for replenishment and budget reviews and revisions. He/she shall be responsible for preparing all relevant documents for administering the imprest account for final approval by the Chief Technical Adviser (CTA), in conformity with the stipulations of the financial regulations of UNOPS.

The incumbent will provide routine support in preparing and maintaining the local records of project accounts, particularly those pertaining to the imprest fund. He/she shall provide support in preparing all relevant documents for administering the imprest account for final approval by the Chief Technical Adviser (CTA), in conformity with the stipulations of the financial regulations of the executing agency. He/she shall prepare bank reconciliations and records of total project expenditure (including, where possible, full records of counterpart contributions to the project).

The incumbent will provide routine support in monitoring Project expenditures with reference to the approved budget. He/she will routine support to the Project Manager in preparing budget proposals and also attend to all financial and budgetary aspects of the implementation of the Project including the following specific duties: to monitor expenditures - this will entail monitoring the relevant contract information (i.e. liaising with the agencies and the Secretariat), monitoring special Components of the YSLME and, Provide support in reviewing the executing agency finance records of expenditures against MODs and budget lines; to assist in preparing draft budget revisions and working budgets in consultation with the Portfolio Manager at UNOPS and the Chief Technical Adviser (CTA); to assist the project staff to prepare budgets for meetings and activities and to review incoming authorizations to ensure adequate recording against budget lines (and take appropriate action to correct and/or revise requests and alert UNOPS); and to assist CTA to prepare special budget and financial statements and to regularly brief the CTA on the financial status of the project.

#### **(iii) Procurement**

The incumbent will basic routine support in regarding all duties relevant to local procurement. He/she will maintain records of suppliers, obtain competitive bids for the consideration of the Chief Technical Adviser (CTA) and complete the relevant documentation including that pertinent to the tax status of the PCU. He/she will maintain precise records of all goods purchased on behalf of the Project. The incumbent will also be responsible for maintaining proper equipment inventories as well as for ensuring the proper labelling

and recording of equipment delivered to the field. Records will also be maintained of all materials purchased by the other donors and used within the regional network.

(iv) Personnel Matters

The incumbent shall assist all the Secretariat staff with personnel matters relevant to the performance of official duties. This work will include the obtaining of visas (a service to be limited to duty travel). Such assistance will be provided in consultation with the Chief Technical Adviser (CTA) and in close liaison with the UNOPS and the relevant sections of UNDP. Assistance will include, supply of forms for personnel services (including medical reimbursements) and advice on their completion where

(v) Management Information System

The incumbent will work closely with the Chief Technical Adviser (CTA) and project technical officers on the development and maintenance of a statistical data base on project management. This work will include *inter alia*, records of all contracts, participation in YSLME events, records of all MODs opened, information regarding the project expenditures within each budget category and for each project thematic area.

***Qualifications, Education and Experience***

- higher educational diploma in administration & finance or a directly relevant field;
- five years proven experience in administration and budget management, UN experience is preferred.
- Or a bachelor's degree and one year of relevant experience
- proven experience in working with enterprise resource planning system (ERP) as well as implementing and maintaining computer-based systems for effective management of project financial reporting, budgeting, performance statistics, monitoring & evaluation, resource allocation, etc.;
- proven working experience in accounting desirable; and
- fluency in English and a local language.