

# GLOBAL ROAD SAFETY PARTNERSHIP CONSTITUTION

APPROVED BY GRSP STEERING COMMITTEE 23 June 2009

The Global Road Safety Partnership (GRSP) was established as part of the Business Partners for Development (BPD) programme, initiated by the World Bank. With the support of international organisations, a group of global business partners, the International Federation of Red Cross and Red Crescent Societies (IFRC) and several national governments, GRSP began its activities in 1999. This constitution describes the way in which GRSP is constituted and governed.

## 1 AIMS AND OBJECTIVES

### 1.1 Nature of the Partnership

GRSP is a voluntary association between business, civil society and governmental bodies who share a common interest in road safety and collaborate in an effort to reduce road casualties in low- and middle-income countries by using a partnership approach. The members of the association are called „partners“. GRSP's Secretariat is hosted by the International Federation of Red Cross and Red Crescent Societies and as such is subject to its internal rules and regulations. The partners guide the overall GRSP programme through a Steering Committee (SC) of all voting partners and a smaller Executive Committee (EC) that is elected by the voting partners. The EC appoints a Chief Executive Officer (CEO) who heads a Secretariat that manages the GRSP programme on a day-to-day basis.

### 1.2 Objectives of the GRSP Programme

GRSP's principal objective is to facilitate the sustainable reduction of road traffic casualties in low- and middle-income countries through partnerships between business, civil society and government. GRSP's main activities are to identify and promote relevant good practice and to support or deliver projects involving collaboration between two or more partners which are designed to test and demonstrate good practice in reducing the number of road casualties.

## 2 PARTNERS

There are two principal categories of partner:

### 2.1 Voting Partners

All types of voting partners must be invited to join GRSP by the EC.  
GRSP includes the following types of voting partners:

#### 2.1.1 Corporate members

Corporate Members each pay an annual cash subscription of at least CHF 75,000. They may also share the cost of GRSP staff, for example by secondment.

#### 2.1.2 Non-profit Members

Non-profit members who each pay an annual cash subscription of at least CHF 15,000. These partners consist of „not for profit“ organisations (e.g., research organisations and trade associations).

#### 2.1.3 Multilateral and bilateral members

Multilateral and bilateral members who each pay an annual cash subscription of CHF 75,000 or provide substantial support to the GRSP programme of equivalent value in other ways (e.g., by way of grants, staff secondments, or hosting arrangements). These include government departments whose remit permits them to participate in international programmes. The EC will decide on a case by case basis which organisations not making a cash contribution fall into this category by providing „substantial support“ in other ways.

## **2.2 Non-Voting Partners**

All types of non-voting partners may apply for membership of GRSP. Membership is subject to acceptance by the EC (except for Honorary Partners).

### **2.2.1 Expert Partners**

These partners may be accepted by the EC because:

- they are actively engaged in road safety activities which complement GRSP activities in some way (e.g., United Nations organisations);
- they represent specific aspects of the public interest involved in road safety (such members may include the medical profession, police and emergency medical services); and
- they are able to comment and advise on the programme, to contribute knowledge and ideas and provide quality control.

These partners include NGOs and various specialist committees of international bodies. No annual subscription fee is charged to these partners.

### **2.2.2 Honorary Partners**

The founding members of GRSP and all former Chairmen are Honorary Partners.

No annual subscription fee is charged to these partners.

Where a Founder member is also a Contributing member, their names will appear in two categories (Multi-Lateral and Bilateral Members” and “ Honorary Partners”. By right of their Multilateral and Bilateral Member status, each of these members will be a voting partner. If the organisation ceases to be a contributing partner, they will be listed only under “ Honorary Members” and will be a non-voting partner.

### **2.2.3 GRSP Partnership Organisations**

GRSP has supported the creation of a number of partnership organisations in various countries. No annual subscription fee is charged to these partners.

### **2.2.4 City Partners**

Cities may become supporting partners of GRSP with the approval of the EC and payment of a nominal fee of CHF 5000 per annum. This is in order to help create a network of cities that recognise the value of an association with GRSP on an international level.

### **2.2.5 Associate Partners**

It is recognised that small and medium sized companies may wish to make a contribution to GRSP. Companies may become supporting partners of GRSP with the approval of the EC and payment of a minimum annual fee recommended by the CEO and approved by the EC. Associate Partners will receive paper and electronic copies of the GRSP newsletters and Annual Reports.

### **2.2.6 Friends of GRSP**

Private individuals wishing to make a contribution to GRSP can do so by making a minimum donation of CHF 100, or CHF 20 for students and people under 21. Friends of GRSP will receive electronic copies of the GRSP newsletters and Annual Reports.

## **2.3 Promotion and Use of Logo**

All Partners may promote their association and contributions to GRSP and are entitled to use the GRSP logo, subject to the established rules set out in Appendix 1.

## **2.4 Commitment**

In the interests of stability and forward planning, all Partners are expected to make a commitment for three years, but may withdraw from the programme subject to giving 12 months notice.

## **3. GOVERNANCE STRUCTURE**

### **3.1 International Federation of Red Cross and Red Crescent Societies**

As a hosted programme of the IFRC, the GRSP Secretariat is subject to and required to operate within the internal rules and regulations of the IFRC, including the Fundamental Principles of the International Red Cross and Red Crescent Movement, as well as the legal, financial, human resource and other operating procedures of the organisation.

### **3.2 Steering Committee**

#### **3.2.1 Steering Committee Representation**

All types of Voting Partners as well as Expert Partners and Honorary Partners of GRSP are entitled to representation on the Steering Committee (SC). Members represent their organisations and do not serve in a personal capacity.

#### **3.2.2 Steering Committee Meetings and Functions**

The SC meets once per year. It sets the overall policy and direction of the GRSP programme and elects the members of the EC, the Chairman and Vice-Chairman. It approves:

- proposed changes in the composition and membership of the EC; and
- proposed changes in the GRSP Constitution.

#### **3.2.3 Steering Committee Decisions**

SC decisions shall be determined by a minimum two-thirds majority of those present and voting.

#### **3.2.4 Steering Committee Voting**

All Voting Partners, including the Chairman and Vice-Chairman, are entitled to vote, with one vote per member.

#### **3.2.5 Chairman**

The Chairman is elected for a two-year term and can be re-elected for a maximum of one additional two-year term. The term begins at the end of the annual SC meeting at which the election is held. The Vice-Chairman is elected for a two-year term and can be re-elected for a maximum of one additional two-year term.

#### **3.2.6 Members entitled to stand for chair and vice-chair**

Only members who have served for at least one year on the EC at the time of the election are eligible to stand for election as Chairman and Vice-Chairman. This is to ensure that officers of GRSP have some previous experience of its governance.

#### **3.2.7 Nomination of EC members**

Any member entitled to vote may make nominations for the posts of Chairman, Vice-Chairman and EC member. Nominations must reach the CEO no later than one month before the SC meeting. The vote shall be by:-

- a) written vote during the SC meeting by voting members present and
- b) written votes confidentially submitted to the CEO by voting members who are unable to attend the SC meeting.

If the current Chairman is standing for re-election, members present shall choose one of their numbers to act as chair for the purposes of moderating any discussion and the vote. A simple majority of members voting shall determine the outcome. In the event of a tied vote the person chosen to chair the discussion shall have a second casting vote.

#### **3.2.8 Stand down of Chair**

Should the Chairman stand down for any reason during his/her term of office, he/she will be replaced by the Vice-Chairman until the next SC meeting, at which an election for Chairman will be held. The EC shall select one of its members to serve as the interim Vice-Chairman until the next SC meeting.

### 3.2.9 Terms of office

Terms of office as Chairman and/or Vice-Chairman can be additional in time to membership of the EC (e.g., a member may serve six years on the EC followed by a further eight years as Vice-Chairman and Chairman).

### 3.2.10 Retiring Chairman

A retiring Chairman or Vice-Chairman is entitled to serve for a further year as a co-opted member of the EC, following his/her retirement.

### 3.2.11 Required Quorum

The required quorum for the SC shall be the attendance of 60% of the members either by physical presence or by telephone.

## 3.3 Executive Committee

### 3.3.1 Function of Executive Committee

The Executive Committee (EC) works closely with the CEO who controls day-to-day management of the programme. Members of the EC in categories A, B and C below (other than founding members) are elected by the SC for a term of three years. Members of the EC represent their organisations and do not serve in a personal capacity. The EC consists of:

- A) Representatives of five corporate members – by election
- B) Representatives of four non-corporate members – IFRC as founding member and three by election
- C) Representatives of three government members – DFID and World Bank as founding members, and one by election
- D) At the discretion of the EC, up to three co-opted members – whose term would end when a new Chairman is elected but who would be eligible for further co-option.
- E) The CEO, who is the secretary of the EC and the SC.

Only categories A, B and C are entitled to vote. The „protected“ position of founding members ends if they cease to remain contributing members of GRSP. They would then be replaced by elected representatives from the same category.

### 3.3.2 Withdrawal of member of EC

If an elected member withdraws from the EC for any reason before the end of the three year term, he/she will be replaced by election at the next SC meeting.

### 3.3.3 Member Withdrawal from GRSP

If a member withdraws from GRSP and that member has a representative on the EC then that representative will immediately lose his/her seat on the EC.

### 3.3.4 EC member re-election

No elected member may be re-elected for more than one additional term (a total of six years).

### 3.3.4 EC meeting attendance

EC members are expected to attend meetings in person. However, recognising the scheduling constraints and travel costs imposed by a global calendar, each member may nominate a designated alternate within their own organisation. While substitution will not normally be desirable, it is recognised that it may be necessary.

### 3.3.5 The EC approves:-

- the business plan,
- operating budgets,
- entry of GRSP into new countries,
- invitation of new Voting Partners or acceptance of applications of new Non-Voting Partners,
- appoints the CEO in consultation with the hosting organisation for the Secretariat and
- any other matters referred to it by the CEO.

### 3.3.6 EC Decisions

EC decisions are normally made on a consensus basis. However, in the event that this is not possible, decisions will be valid if they are supported by at least two-thirds of the EC members present and voting at the meeting.

### 3.3.7 Required Quorum

The required quorum for the EC shall be the participation of 60% of the members either by physical presence or by telephone, including at least one member of each of the sectors set out in 3.3.1 A, B, and C above.

## **4 RIGHT OF VETO OF THE HOST ORGANISATION**

As long as the IFRC remains host to the GRSP Secretariat it will retain a right of veto over any decision relating to GRSP which it feels is counter to the Fundamental Principles of the International Red Cross and Red Crescent Movement or could bring the IFRC, its name, logo or personnel into dispute or disrepute.

## Appendix 1: USE OF THE GRSP LOGO



GLOBAL  
ROAD SAFETY  
PARTNERSHIP

### USE OF GRSP LOGO

Copyright to the GRSP logo is owned by the Global Road Safety Partnership and vested in its Secretariat in Geneva. Use of the logo is restricted.

Those permitted to use the logo, and the circumstances under which it may be used, are described below. Any use of the logo not described below requires the prior permission of the GRSP Secretariat.

The logo comprises the symbol and text, as shown on the top right hand corner of this page. The symbol should not be used without the text. Details of the symbol, fonts and colours which may be used are available from the Secretariat.

### AUTHORIZED USERS AND USES

#### 1 GRSP Secretariat and Advisors

- 1.1 The Secretariat and GRSP Advisors may use the logo on all GRSP publications, communications and presentation material.

#### 2 Partners

- 2.1 All partners are encouraged to identify their organizations as „Partners of the GRSP“ and to include the GRSP logo alongside this statement. Partners may make this statement of fact on publications, communications and presentation material, including their social responsibility policies and actions – subject to exclusions 3.1, 4.1 below.
- 2.2 Steering Committee members may additionally use the GRSP logo on publications, communications and presentation material related to and in connection with their activities in the road safety field – again subject to exclusions 3.1, 4.1 below.
- 2.3 All other use of the GRSP logo is subject to the prior written approval of the GRSP Secretariat.

#### 3 Exclusions

- 3.1 The logo cannot be used to imply endorsement of a company, product or service.

#### 4 National Customizing

- 4.1 GRSP Partnership Organisations, including national committees, are encouraged to identify their linkage to the global programme. They may customize the logo by adding a country name in either English or the local language. However, all customizing must be approved in writing by the GRSP Secretariat in Geneva. No other changes to the logo shall be accepted.

#### 5 Misuse / Unauthorized Use

- 5.1 The GRSP Secretariat and the local GRSP partnerships have the responsibility to monitor the use of the logo according to these global and any local guidelines, to refuse its use in inappropriate cases, and to retract authority to use the logo from those to whom it has been granted in cases of misuse. Misuse of the logo should be reported to the local partnership and to the GRSP Secretariat. The GRSP Secretariat in Geneva reserves the ultimate right to determine any matter regarding the logo use, including the right to revoke any rights of use established hereunder.