

GLOBAL ROAD SAFETY PARTNERSHIP CONSTITUTION

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

2.1 Due diligence to accept partners

2.1.1 In considering whether or not to engage a company, organisation, institution or individual as a Partner, GRSP must screen and evaluate the interested party within the framework provided by the IFRC's Due Diligence Assessment Procedure for Corporate Partnerships, as hosting agency for GRSP. Consequently, GRSP:

2.1.1.1 must evaluate whether or not the interested party's products, services and business practices:

- are consistent with the mission and fundamental principles of the IFRC, as hosting agency, as well as GRSP
- in no way have the potential to embarrass, or in any way undermine the value of the emblems or reduce the respect due to the emblems of the

International Red Cross and Red Crescent Movement and of GRSP name, logo and trademark; and

- are consistent with the IFRC's rules, procedures and protocols in this regard, as hosting agency.

2.1.1.2 is encouraged to partner with interested parties that:

- respect humanitarian values and commit to a programme of action to support GRSP's work
- are leaders in exhibiting corporate social responsibility through policy and practice
- respond positively to input from GRSP aimed at improving their business practices in a way that promotes social responsibility
- provide products and services that relate to GRSP's mission or activity and who would be the best possible partner in helping GRSP to achieve its aims, increase its reach and enhance awareness of its work
- are prepared to support volunteer action
- promote the education, health and social welfare of their employees to an extent that goes beyond what the law requires
- promote responsible production and use of their products and services and adhere to the principles of sustainable development
- have a positive image, good reputation and a track record of good ethical behaviour

2.1.2 In consideration of the framework and guiding criteria above-mentioned:

2.1.2.1 Applications from interested parties from the following industry sectors will not be considered and are automatically disqualified:

- Arms and ammunition manufacturers
- Pornography
- Tobacco

2.1.2.2 In view of the proven linkage between alcohol consumption and traffic accidents, interested parties that derive 10% or more of their funding or revenues from the development, production, distribution, sale of products, related-products or services from or funded by the alcohol industry will be treated similarly to the categories mentioned in 2.1.2.1

2.1.2.3 Applications from interested parties who fall outside the above mentioned industry sectors must be screened and evaluated in accordance with IFRC rules and regulations and through a tailor made screening by the GRSP CEO for referral to the GRSP Executive Committee for consideration and approval.

2.1.3 In order to ensure full compliance with section 2.1, current Partners will be reassessed on an annual basis in accordance with IFRC rules and regulations and through a tailor made screening by the GRSP CEO for referral to the GRSP Executive committee for consideration and approval where necessary.

2.2 Principal categories of partners

2.2.1 Voting Partners

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

2.2.1.1 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.

2.2.1.2 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).

2.2.1.3 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.

2.2.2 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).

2.2.2.1 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.

2.2.2.2 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.

2.2.2.3 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.

2.2.2.4 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.

2.2.2.5 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.

2.2.2.6 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.

2.2.2.7 Two Year Introductory Offer Membership for Corporate Members

In order to allow organisations to learn and understand the “partnership approach” prior to any offer of full membership, a two year Introductory Offer category of membership is available. The joining fee for this Introductory Offer for corporate entities would be CHF 15000 per annum. There will be a maximum period of two years of membership in this category. Members in the “Introductory Offer” category do not have voting rights, and nor can they be elected to the Executive Committee.

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 Chairman and Vice-Chairman and the other members of the EC. 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 Election of Chairman and Vice-Chairman and terms of office

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. Terms of office as Chairman or Vice-Chairman can be additional in time to membership of the EC, subject to an overall maximum time of ten years served.

3.2.6 Exceptional Extension of Chairman in absence of a candidate

Should the position of Chairman not receive a candidate for election, and if the current Chairman is willing to serve, the Steering Committee may, on an exceptional basis, ask the incumbent Chair to serve for up to a further period of one year while a search for a new Chair is carried out. Such an extension may be permissible even if the incumbent Chair has served for four years already.

3.2.7 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.

3.2.8 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 members 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.

3.2.9 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.

3.2.10 Retiring Chairman

A retiring Chairman or Vice-Chairman may 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 voting members either by physical presence or by telephone.

3.3 Executive Committee

3.3.1 Composition and Function of the 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 C, D and E below (other than founding members) are elected by the SC for a term of three years. Categories A and B (Chair and Vice-Chair) shall serve as members of the EC, in accordance with the conditions as stipulated in clause 3.2.5. Members of the EC represent their organisations and do not serve in a personal capacity. The EC consists of:

- A) The Chair of the GRSP Steering Committee (*elected under clause 3.2.5*)
- B) The Vice-Chair of the GRSP Steering Committee (*elected under clause 3.2.5*)
- C) Representatives of five corporate members – by election
- D) Representatives of four non-corporate members – IFRC as founding member and three by election
- E) Representatives of three government members – DFID and World Bank as founding members, and one by election
- F) 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
- G) The CEO, who is the secretary of the EC and the SC.

Categories A, B, C, D and E 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 Maximum length of time to be served by an individual on the Executive Committee

For all the categories of elected members on the Executive Committee, the maximum period of elected service for an individual (regardless of any change in organisational affiliation of such individual) shall not exceed ten years in total. This clause does not apply to the founding members.

3.3.3 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.

3.3.4 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.

3.3.5 EC member re-election

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

3.3.6 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.

3.3.7 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.

3.3.8 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.

3.3.9 Required Quorum

The required quorum for the EC shall be the participation of 60% of the voting 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.