



**Agenda item 28: PIDC Board 2018/19 Induction Briefing**

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**Recommendation**

The PIDC Board is invited to:

- a) **note** their responsibilities as Board Members;
  - b) **endorse** the elected Committee Members; and
  - c) **support** the Secretariat operations whenever needed or required.
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**Purpose**

This session intends to introduce new and current Board Members to their roles and the functions of the Board within the PIDC organisational structure.

**Background**

2. This induction session has been developed to introduce Members to their role as PIDC Board Members. The Regular Annual Meeting and PIDC Board have developed high standards of meeting procedures, presentations, reports, and discussions that seek to promote good governance in the organisation. These introductory orientation sessions have been established to maintain these high standards with guidelines set in place to standardise practices which are open to change as and when circumstances require.

3. The establishment of PIDC's legal entity status now requires the Board to act on behalf of the PIDC Membership to provide governance oversight of the day-to-day operational activity of the PIDC Secretariat, other Subsidiary Bodies and Committees. This functionality of the Board is outlined in the PIDC Constitution.

4. Each Member on the Board shall in this regard be required to appoint a representative of seniority to act on its behalf in the exercise of Board functions and that representatives shall be empowered to fully participate in Board functions and decision-making processes. Board Members bring a wide range of skills and expertise to their role, but they will not necessarily have a full understanding of working within the PIDC environment. Consequently, the induction programme provides the opportunity for Board Members to familiarise themselves with the PIDC working environment.

**Committee Elections**

5. In addition the session provides the opportunity for Board Members to nominate Committee Members from the new Board Membership. The PIDC according to our Constitution enables the Board to establish from time to time, Subsidiary Bodies that are deemed necessary for its effective operation or to provide advice and recommendations to the PIDC on matters within their respective areas of competence. Three Committees have been identified to play a crucial monitoring role in the functions of the Board and this

includes the: (i) Human Resources Committee; (ii) Audit and Risk Committee; and (iii) Governance Committee.

6. The Human Resources Committee has been established to provide on-going support in the recruitment and performance management of Secretariat staff. The Audit and Risk Committee enables the Board to effectively manage financial and non- financial risks to the PIDC, with a focus on protecting and enhancing the PIDC's reputation and financial viability. While the Governance Committee, has been established to act on behalf of the PIDC, providing governance oversight of the day-to-day operational activity of the PIDC Secretariat, other Subsidiary Bodies and Committees.

7. In this regard, Board Members are subsequently required to elect Committee Members including Chairs and Vice-Chairs for each of these Committees. Article 12.2 of the PIDC Constitution requires the PIDC Committees to have a Chairperson and Vice-Chairperson appointed by the Board. To facilitate this process, Committee Members are invited to discuss and agree to a Chairperson and Vice-Chairperson with nominations to be subsequently presented to the Board for its endorsement.

*Table 1: Record of Board Committee Membership*

Sub-Committee Name Membership Period: July 2017 – June 2018	Members		
	Chair	Vice-Chair	Members
1. Governance	FSM	Samoa	Fiji, Samoa, FSM & Tonga
2. Human Resources	Australia	RMI	Australia, Fiji, Kiribati, RMI
3. Audit & Risk	PNG	Australia	Fiji, Australia & PNG
<b>Chair acts as Ex-Officio member in all Sub-Committees</b>	<b>NZ</b>		

❖ **Fiji as the Chair is the Ex-Officio member in all Committees**

## Conclusion

8. A package of induction material has been developed to provide an overview of the PIDC environment that reflects the changes to the organisation under its Constitution and responsibilities under the Host Country Headquarters Agreement. The primary audience for the induction material is the new Members of the PIDC Board.