

The GRI Council's Guardian Group

Terms of Reference

November 2016

1. Guardian Group raison d'être

1.1. Purpose

Full institutional partners are at the heart of the GRI and constitute the Council of Partners. Whereas the Board is legally and financially responsible for the GRI and the Support Centre runs its operations and manages projects, the Guardian Group works, on behalf of the Council of Partners and with the Support Centre and the Board to uphold the vision, mission and operating ethos of the GRI and to ensure all three elements are actively supported, acted upon and visible in the GRI and in all related activity.

1.2. Principles

The following principles underpin the work of the Guardian Group:

- We work collaboratively and out of a peer based approach
- With openness and transparency both within the Group and the Community
- With a willingness to challenge and be challenged
- Freely contributing to the development of the GRI and the Council of Partners

In addition to these principles, Appendix 1 outlines the values, vision, mission and guiding principles that apply to all Partners (to be reviewed in terms of rationalising).

1.3. Activities

- Co-design and co-facilitate Council meetings in partnership with the Core Team and other contributions
- Identify and keep aware of emerging new impact initiatives within the partnership
- Encourage and help to sustain an involved, active and influential GRLI partnership
- Identify new potential Institutional Partners & encourage them to join the GRLI
- Review GRLI Partnership and Associate applications with the Support Centre when required
- Contribute to the overall good governance of the GRLI by co-designing and co-facilitating transparent and robust processes to ensure Partner representation in the Governance structures of the GRLI
- Uphold and guard the values, guiding principles and operating guidelines on behalf of the Partnership (see Appendix 1).
- The GRLI Guardian Group meets minimum four times a year and attend the AGM which might coincide with one of those meetings
- Guardian Group meetings agenda is open for Guardians to add items to as required and then circulated among Guardians prior to the meeting
- The Guardian Group Chair represents the views of the Guardian Group as well as the Council of Partners before the GRLI Board of Trustees

2. Guardian Group Composition

2.1. The number of seats and mandate duration

The Guardian Group is comprised of maximum 10 members:

- 5 members representing the Council of Partners following an open call to the Partnership
- 3 members by invitation of the Guardian Group, including the Chair who will be ratified by the Board
- 2 seats are left open for additional contribution on an ad hoc basis as may be required
- The Chair of the Guardian Group is ratified by the Board and subsequently becomes a member of the Board in his/her ex-officio capacity

The mandate of a Guardian as well as a Guardian Group Chair is normally for the duration of two years renewable once or extended by a year provided there is a balance between the need to ensure continuity and renewal. Please see section 2.2. for details on the mandates renewal process and section 3 on the Group performance assessment.

2.2. Guardian Group renewal process

2.2.1. Renewal Principles

In order to ensure a due continuity as well as an influx of new perspectives, ideas and connections, the composition of the Guardian Group is regularly renewed. The renewal process takes place according to the following principles and in accordance with the GRLI Board Internal Rules and Regulations framework:

- The Support Centre is mandated to invite every year Partners to nominate individuals and/or to be a candidate as a potential Guardian to fill in the vacant seats in this category (up to 3 seats).
- The mandate is normally for the duration of 2 years which may be renewable or extended by one year.
- Prior to the official commencement of the mandate, new Guardians receive a six-month long induction from one of the most experienced Guardians. This 'buddy system' allows the new Guardians to familiarise themselves with the organisation as a whole (GRLI staff, internal procedures, impact projects, etc.) as well as the working mode and regulations of the Guardian Group. For more details on the buddy system, please see section 2.2.5.
- The process of electing and appointing the Chair is as follows:
 - Current Guardians are invited to nominate a Chair
 - The nominee is presented to the Board Executive Committee for ratification

2.2.2. Renewal Calendar

The Guardian Group renewal process takes place annually. The 2016 renewal calendar looks as follows:

- October - Call for nominations
- 25th November - Deadline for receiving nominations
- End of November - Review of nominations by the Guardian Group and the Core Team
- December - Confirmation of Guardians elect
- January - Introduction of Guardians elect to Council of Partners
- February/June - Induction of Guardians elect (see section 2.2.4.)
- July - Formal start of the 2 year mandate

2.2.3. Selection Criteria and requirements for potential Guardians

A desired profile of a GRLI Guardian:

- Guardian Group should be representative of the whole GRLI community and, therefore, it is open to individuals who demonstrate a strong commitment to the values and work of the GRLI.
- The nominee/candidate profile needs to reflect characteristics such as creative, open minded, flexible, non territorial, walks the talk, available, transactional and transformational, with a critical view and able to constructively challenge the status quo

Requirements from potential Guardians:

- Guardians are requested to participate in at least 4 Guardian meetings per year which are typically held virtually by quarter and attend the AGM which counts toward one of the 4 meetings
- Guardians are expected to be actively involved in the GRLI All Gathering Momentum (AGM) annual meeting by means of (1) co-facilitating the AGM, (2) interacting with the Partners and (3) updating Partners on relevant GRLI actions and/or identify emerging innovations.

Those nominated will be approached to confirm their willingness to candidate and will be asked to provide a mandate as below. Assuming there is a choice of appropriate candidates coming forward, the Guardian Group in cooperation with the Core Management Team will select the best person(s) to meet the specifications.

Feedback will be available to all candidates not successful in being appointed to the Guardian Group.

2.2.4. Application

Those wishing to put themselves forward are asked to fill out an [online application form](#) where they provide a mandate for how they wish to actively contribute to the agenda of the Guardian Group.

If you wish to apply to become a GRLI Guardian, please complete the application form available here: <https://thegrli.typeform.com/to/s6W5Mn>.

2.2.5. Induction for new Guardians

In order to ensure a full integration of the new members into the Guardian Group and high effectiveness of the group as a whole, new Guardians shall receive an appropriate induction which includes:

- a copy of the Guardians Group Terms of Reference with a detailed description of Guardian’s responsibilities and obligations towards the Guardian Group and the GRLI community
- access to relevant GRLI procedures and documentation
- orientation, also called a “buddy system”:
 - ❖ this is an assignment of an experienced and knowledgeable current but outgoing Guardian (‘buddy’).
 - ❖ A ‘buddy’ shall be assigned by a Chair upon the commencement of the Guardianship by a new member for a duration of 6 months.
 - ❖ When appropriate, an outgoing Guardian shall be available to their “buddy” beyond these 6 months which could also be after the end of their mandate.
 - ❖ The role of a “buddy” is to mentor and assist new Guardians with getting familiar with the operational mode of the Guardian Group.

3. Guardian Group Performance Assessment

To ensure that the Guardian Group enacts its purpose and makes a meaningful progress, it shall perform an assessment of its effectiveness annually. GRLI Guardian Group uses all of the following effectiveness assessment tools:

- **self-assessment** by the Guardian group on its own performance against the Group’s stated activities as well as individually against the stated priorities of Guardians on application to the group
- **qualitative feedback from the GRLI Board, Support Centre and the Council** against the stated responsibilities of the Guardians
- GRLI Partners assess Guardians’ relevance to their institutions and initiatives as well as transparency and fairness of the appointment and selection processes in governance structures
- The Council meetings, in which Guardians are actively involved, to be assessed through a **post-meeting survey** (<https://thegrli.typeform.com/to/APV9gz>) and plenary feedback rounds at the end of a council meeting.

Appendix 1 GRLI Ethos, Values and Guiding Principles

GRLI Values

A number of values have been identified which establish a starting point for globally responsible leadership (Globally Responsible Leadership: a Call for Engagement, 2005):

Fairness	justice, fair play, even handedness
Freedom	the right of free expression and action and accountability, the pursuit of liberty
Honesty	integrity, truthfulness, openness, achieving goals through honest means, keeping promises, being worthy of the trust of others
Humanity	recognition of our mutual dependence on one another, care for the sick, the needy, the elderly
Responsibility & Solidarity	stewardship of economic and societal value creation, care for the environment, responsible use of power
Sustainable Development	meeting the needs of the present without compromising the ability of future generations to meet their own needs
Tolerance	respect for what is different, embracing cultural diversity
Transparency	open communication, proactive dialogue, active listening, engagement of stakeholders

These values are not an end point, but a starting point for individuals and organizations.

GRLI'S Vision & Mission

Our Vision:

Globally responsible leadership and practice in organisations and societies worldwide.

Our Mission:

- To lead the discourse on what globally responsible leadership and practice represent beyond current mainstream experience and understanding.
- To create vibrant and committed communities of responsible action – communities that are engaged in hands-on projects, employing unique methods of co-creation and peer learning, and producing visible, effective and much needed results.
- To convene organisations and individuals, across all spheres of society, committed to sustainable human progress built on recognition of the need for deep and systemic change.

GRLI Guiding Principles

- Everything we produce is a contribution to the global commons and is freely shared.
- What we do should create hands-on results on the ground, stand the chance of producing long-lasting, scalable effects, and is not being done better elsewhere.
- Our operating mode is built on the entrepreneurial approach of “Think big. Act small. Start now.”
- We recognise that effective change requires work at individual, organisational and systemic levels. (see 4.2 below).
- Making an impact at the organisational and systemic level requires committed, dedicated and empowered individuals who are willing to bring a ‘whole person’ approach to their work and to their lives.

Beyond these guiding principles, we believe the principles of the UN Global Compact, the UN Universal Declaration of Human Rights should be considered as shared principles, required by all governments, corporations and individuals in order to behave as globally responsible leaders.

GRLI Operating Guidelines to support Partners

Given the purpose of the Guardian Group is to: ‘work, on behalf of the Council of Partners and with the Support Centre and the Board to uphold the vision, mission and operating ethos of the GRLI and to ensure all three elements are actively supported, acted upon and visible in the GRLI and in all related activity’ the Chair of the Board invited the Guardians to share their view on what could happen or needed to happen with regard to a situation where a Partner or Associate requires support during challenging times.

During a rich, robust and value shared discussion, the Guardians identified the following as principles:

- All business and academic activity occurs within a much wider socio-economic context which shapes and influences how an organisation operates
- Not all individuals connected with any business or academic institution may either know about, approve of or have the ability to influence the actions of the wider system
- The Guardian Group would not wish sanctions to be imposed on any Partner or member of the GRLI community but would wish to use the opportunity to learn more about the conditions in which such situations occur and how to identify, prevent, minimise for the future
- The Guardian Group would wish the GRLI to work out of a relational approach with anyone within the community i.e. how can we help you to stay rather than to leave?
- The Guardian Group would wish any person, business or academic institution within the GRLI community to hold themselves to account first and foremost and have the opportunity to identify their own preferred course of action before any decisions are made by a Board, Committee or Group
- When a partner or member is burdened with a significant public scandal which inherently poses reputational risk to the GRLI, it is recommended that they would themselves identify and highlight the dissonance between current circumstances and the values and ethos of the GRLI. When applicable the partner would be asked to step down from any GRLI Governance bodies (Board or Guardians) on which they may serve. The GRLI would encourage them to remain within the GRLI Community and encourage any collective learning that may arise from the situation.
- The Guardian Group would recommend that representation on Governance bodies (Board or Guardians) could resume once there is some resolution to the situation.
- Finally there is recognition that not all cases are covered by the media and the GRLI should continue to remain a safe forum within which to discuss similar issues.

In conclusion it is recognized and valued that all members of the GRLI Community have the opportunity to shape and influence the creation of a set of principles that would apply more generally for the future.