

PARTNERSHIP FOR MARKET READINESS (PMR)

Rules of Procedure for the Meetings of the PMR¹

I. Definitions

1.1 Capitalized terms hereinafter appearing in these Rules of Procedure shall have the following meanings:

(a) “Bank” means the International Bank for Reconstruction and Development.

(b) “Co-Chairs” means the two (2) co-chairs of the Partnership Assembly Meeting (as defined below) who are designated in accordance with Section 6.1 of these Rules of Procedure.

(c) “Delivery Partners” means, collectively, the Bank as the principal delivery partner under the PMR, and other multilateral development banks or UN agencies that serve as additional delivery partners under the PMR, as set forth in the PMR Governance Framework (as defined below).

(d) “Contributing Participant” means any donor that has contributed financially to the PMR and that has entered into an administration agreement with the Bank.

(e) “Experts” means experts, including those drawn from a roster of experts established by the Secretariat (as defined below), who are invited to attend the relevant meetings of the PMR described in Section 4.3 of these Rules of Procedure.

(f) “Implementing Country Participant” means any country that has submitted an expression of interest to participate in the PMR and whose participation has been confirmed at the organizational meeting or any meeting of the Partnership Assembly.

(g) “Observers” means the countries, organizations and entities relevant to the activities of the PMR and the Delivery Partners, who are invited to observe the meetings of the PMR described in Section 4.2 of these Rules of Procedure.

(h) “Partnership Assembly” or “PA” means the assembly comprising all Contributing Participants and Implementing Country Participants, established in accordance with, and for the purposes set forth in, the PMR Governance Framework.

¹ As amended per Resolution PA8/2014-4 on March 5, 2014.

(i) “Partnership Assembly Meeting” or “PA Meeting” means any meeting of the Partnership Assembly.

(j) “Partnership Committee” or “PC” means the committee established in accordance with, and for the purposes set forth in, the PMR Governance Framework.

(k) “Partnership Committee Meeting” or “PC Meeting” means any meeting of the Partnership Committee.

(l) “Partnership Committee Member” or “PC Member” means any PMR Participant (as defined below), elected as a member of the Partnership Committee.

(m) “PMR Governance Framework” means the constituting document of the PMR, adopted at the organizational meeting of the PMR, as may be amended from time to time in accordance with its terms.

(n) “PMR Participant” means any Contributing Participant or Implementing Country Participant, as a participant of the Partnership Assembly.

(o) “Secretariat” means a team established by the Bank to assume the roles and responsibilities of the secretariat of the PMR set forth in the PMR Governance Framework.

(p) “Technical Partner” refers to those defined under Section 4.8 of the PMR Governance Framework.

II. Scope of Application

- 2.1 These Rules of Procedure shall apply to all PA Meetings, and where applicable, all PC Meetings.

III. Frequency and Means of PA Meetings

- 3.1 The PA Meeting shall be held twice a year, or at any other frequency as may be decided by the Partnership Assembly on the basis of recommendation by the Secretariat. The Partnership Assembly shall, prior to the closing of each PA Meeting, decide the timing and place of the next PA Meeting.

- 3.2 The PA Meetings may be held in person or through any electronic means where the representatives of the PMR Participants are able to hear each other simultaneously.

IV. Attendance

- 4.1 The PA Meetings shall be opened to all PMR Participants, Technical Partners, Observers and Experts pursuant to the provisions of this Section IV.
- 4.2 The Secretariat, in consultation with the Co-Chairs, may invite Observers to attend the PA Meetings. Such Observers may, upon invitation of the Co-Chairs, participate in the proceedings of the PA Meeting; provided that, the Co-Chairs may decide to limit participation in the PA Meeting to PMR Participants, Technical Partners and Delivery Partners for any specific agenda item.
- 4.3 The Secretariat may invite Experts to attend any agenda item of the PA Meetings. Such Experts may, upon invitation of the Co-Chairs, provide expert advice to the PA Meeting.
- 4.4 Technical Partners, Observers and Experts shall not have a right to vote.

V. Quorum and Agenda

- 5.1 A quorum for any PA Meeting shall be two-thirds (2/3) of all PMR Participants.
- 5.2 The Secretariat shall prepare the provisional agenda for each PA Meeting in consultation with the Co-Chairs, and shall circulate such provisional agenda together with supporting documents at least fourteen (14) days prior to the first date of the PA Meeting. The agenda shall be discussed and adopted by the PMR Participants present at the PA Meeting at the beginning of each meeting.

VI. Co-Chairs of the PA Meetings

- 6.1 Subject to Section 6.2 below, the Partnership Assembly shall, prior to the closing of each PA Meeting, elect a representative from the Contributing Participants and a representative from the Implementing Country Participants to act as the Co-Chairs for the next PA Meeting. The Partnership Assembly shall, at any time, elect a replacement in the event any of the Co-Chairs is no longer able to serve in that capacity.

- 6.2 Unless otherwise agreed upon by the Partnership Assembly, the Bank's Vice President for the Sustainable Development Network or his/her representative shall chair the first two (2) PA Meetings.
- 6.3 The term of the Co-Chairs shall run from the day at which they are elected until the day where new Co-Chairs are elected.

VII. Conduct of Business

- 7.1 The Co-Chairs shall preside over the PA Meeting, declare the opening and closing of the PA Meeting, submit to the PMR Participants for consideration all matters appearing on the adopted agenda of the PA Meeting, and give the floor to the PMR Participants, Observers and Experts to express their views, as the Co-Chairs deem appropriate.
- 7.2 The Co-Chairs may limit the time allowed to each speaker and the number of times each speaker may speak on a question.

VIII. Decision Making

- 8.1 Decisions of the Partnership Assembly shall be made by consensus of the PMR Participants present at the PA Meeting, and any PMR Participant who holds a different view may request to record its view as a note to the decisions. If all efforts to reach a consensus have been exhausted and no decision has been reached, decision shall be taken by two-thirds (2/3) majority of the Contributing Participants and two-thirds (2/3) majority of the Implementing Country Participants, present and voting at the PA Meeting, on the basis of one (1) vote per PMR Participant.

IX. Decisions without PA Meeting

- 9.1 The Partnership Assembly may, without conducting a PA Meeting, make decisions on the following matters on a no-objection basis, in accordance with the procedures set forth under this Section IX: (a) in the absence of the establishment of the Partnership Committee, approve allocation of PMR resources to the Implementing Country Participants; and (b) consider any other matter that the Secretariat, in consultation with the Co-Chairs, determines and requests should not be postponed until the next PA Meeting.

- 9.2 Upon the determination that a proposed decision shall be considered on a no-objection basis under Section 9.1 above, the Secretariat shall, by electronic means or such other rapid means of communication, send to each PMR Participant an invitation, together with the relevant documents, to review and approve the proposed decision. Subject to the disclosure requirement under Section XIV (*Disclosure*) below, the Secretariat may circulate to the relevant Observers and Experts, the invitation and/or the relevant documents, on the proposed decision.
- 9.3 The invitation shall specify a period of at least fourteen (14) days, during which any PMR Participant may object, and any relevant Observer or Expert may comment.
- 9.4 If there is any question or comment to the proposed decision circulated by the Secretariat, any PMR Participant or any relevant Observer or Expert may send such question or comment to the Secretariat. Upon receipt, the Secretariat shall promptly coordinate with the parties concerned to provide clarification on the questions or comments raised.
- 9.5 In the event the Secretariat, in its discretion, determines that it warrants additional time to address any question or comment, unless any PMR Participant objects, the Secretariat may, on an exceptional basis, extend the period prescribed in the invitation by up to fourteen (14) days. At the expiration of the period prescribed, the proposed decision shall be approved, unless the Secretariat has received any objection from any PMR Participant.
- 9.6 If there is an objection raised by any PMR Participant, the Secretariat shall include such matter as an item in the agenda for the next PA Meeting to be held. The Secretariat shall notify all those that received the communications under this Section IX of the action taken pursuant to this Section 9.6.

X. Conflict of Interest

- 10.1 A PMR Participant shall recuse itself from taking part in any decision at the PA Meeting which is related to its activities undertaken pursuant to the PMR, including, without limitation, matters related to its funding proposals and implementation matters related thereto.

XI. Record of the PA Meetings

- 11.1 The Secretariat shall prepare record of the decisions of the PA Meeting for approval by the Partnership Assembly.

XII. Language

- 12.1 All PA Meetings shall be conducted in English and all documents of the PA Meetings shall be in English.

XIII. Establishment, Membership and Meetings of the Partnership Committee

- 13.1 The Partnership Committee, which shall consist of an equal number of representatives from the Contributing Participants and the Implementing Country Participants as members, shall be established through a decision of the Partnership Assembly.
- 13.2 The Contributing Participants and the Implementing Country Participants shall elect representatives from their respective groups to serve as PC Members and shall determine their own respective criteria and mechanism for such elections, basing on the considerations specified in Section 4.7(a) of the PMR Governance Framework. The results of the elections shall be recorded as a decision of the Partnership Assembly.
- 13.3 The term of each PC Member shall last for one (1) year. A retired PC Member may be re-elected for subsequent term.
- 13.4 The frequency of the PC Meetings shall be determined by the PC Members, and where possible, the PC Meeting shall be held in conjunction with a PA Meeting.
- 13.5 The PC Meeting shall be opened to the PC Members, all other PMR Participants, Observers and Experts following the same conditions prescribed in Section IV (*Attendance*) above.
- 13.6 Decisions of the Partnership Committee shall be made by PC Members on a consensus basis, and any PC Member who holds a different view may request to record its view as a note to the decisions. If all efforts to reach a consensus have been exhausted and no decision has been reached, decision shall be taken by two-thirds (2/3) majority of the PC Members representing the Contributing Participants and two-thirds (2/3) majority of the PC Members representing the

Implementing Country Participants, present and voting at the PC Meeting, on the basis of one (1) vote per PC Member.

- 13.7 Except otherwise specified in this Section XIII or otherwise decided by the Partnership Assembly, the Rules of Procedure set forth for the proceedings of the PA Meetings shall apply *mutatis mutandis* to the proceedings of the PC Meetings.

XIV. Disclosure

- 14.1 The Bank may disclose these Rules of Procedure and any document or information related to the PMR in accordance with the World Bank Policy on Access to Information.

XV. Amendment

- 15.1 These Rules of Procedure may be amended by consensus of the Partnership Assembly.

XVI. Overriding Authority of the PMR Governance Framework

- 16.1 In the event of any conflict between any provision of these Rules of Procedure and any provision of the PMR Governance Framework, the provisions of the PMR Governance Framework shall prevail.