

Rules of Procedure for the Multi-Stakeholder Group (MSG) of the Extractive Industries Transparency Initiative in Germany (D-EITI)

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We welcome and support the German Government’s decision to implement the Extractive Industries Transparency Initiative (EITI). Our shared aim is to ensure that the EITI Standard is fully implemented in Germany in an innovative and efficient manner in accordance with the EITI Principles, thereby making a positive contribution to the EITI’s development and rollout while strengthening transparency and dialogue in the German raw materials sector. Through respectful and constructive cooperation based on trust and equality within the Multi-Stakeholder Group (MSG), we are aiming for success in the joint governance of the D-EITI and wish to establish this form of cooperation as a model of good practice.

1 Role of the MSG

- (1) The MSG shall be responsible for the governance of the D-EITI with the initial aim of enabling Germany to meet its objective of gaining candidacy, followed by compliance with EITI. The MSG shall be responsible for decision-making on the direction, implementation, monitoring, evaluation and development of the D-EITI process and shall ensure that the D-EITI contributes to an informed public debate about the extractive sector in Germany.

- (2) The MSG shall be jointly responsible for ensuring that the views and interests of the various constituencies are taken into account in the direction and implementation of the D-EITI.
- (3) The MSG members shall be representative of the three constituencies, comprising government, extractive industry companies and civil society, and must consult regularly with these constituencies in a manner which is clear and comprehensible and achieves transparent results. In order to perform this task, the MSG members shall report and provide full and reliable information to their respective constituency.
- (4) Specifically, and with reference to the EITI Standard of 11 July 2013, the MSG's responsibilities shall be to:
 - prepare the application for EITI candidacy
 - define the scope, depth and format of EITI reporting in Germany and involve the agencies responsible for implementation
 - support the development and approval of the Terms of Reference for an independent Administrator
 - approve the D-EITI reports and produce the MSG's Annual Activity Reports
 - oversee the D-EITI reporting process and support validation
 - develop, apply, undertake annual reviews of and update a fully costed national work plan
 - develop and apply a communications strategy.
- (5) The MSG shall report to the German Government as and when appropriate and necessary.

2 Chair, Membership, Management

- (1) The MSG shall be chaired by the German Federal Ministry for Economic Affairs and Energy (BMWi). The MSG shall consist of fifteen (15) primary members, with five (5) representatives from each of the three (3) constituencies. Additional members may be appointed upon the proposal of, and by consensus among, the MSG members.
- (2) Members shall be appointed by the German Government for a period of at least two (2) years. The constituencies shall nominate their members independently and ensure that they are representative. In order to safeguard the MSG's functionality, continuity of membership shall be maintained as far as possible. In the event of a member resigning before their term of office ends, their successor shall be appointed by the German Government upon the proposal of the relevant constituency.
- (3) Each of the three constituencies shall nominate alternates for their members in the MSG. The alternates shall be appointed in accordance with the procedure described in paragraph (2) and shall receive all MSG invitations, papers and minutes of meetings as a matter of course. Alternate members may attend MSG meetings but may vote only in the absence of the primary member.
- (4) Experts may be nominated to attend MSG meetings in an advisory capacity or for information purposes by agreement with the MSG members. The Chair may grant them a right to speak. In addition, observers may attend the meetings but will not have speaking or voting rights. The Chair shall be notified of the nomination of additional attendees no later than ten (10) days in advance of the relevant meeting.
- (5) A standing observer slot will be allocated to the EITI International Secretariat.

- (6) The management of the MSG's business shall be undertaken by the D-EITI Secretariat in consultation with the Chair and the spokespersons of the constituencies. The Secretariat shall be available to all constituencies on an equal basis and shall attend the meetings of the MSG without having a right to vote. Its functions shall include the preparation of meetings.
- (7) MSG resolutions, outcomes and other documents shall generally be available electronically. The D-EITI Secretariat shall retain all documents for the MSG in a format which ensures that they can be accessed electronically at any time.
- (8) The Chair shall inform the MSG members on a regular basis about matters arising in the ongoing conduct of business. The Chair may grant the D-EITI Secretariat the right to speak when this is necessary for the purpose of reporting.

3 Meetings

- (1) The Chair will set the date and place of the meetings, and shall set the agenda, in consultation with MSG members. The agenda shall be circulated to MSG members no later than five (5) weeks before the meeting date. The D-EITI Secretariat shall, as a rule, circulate draft resolutions to MSG members up to five (5) weeks before the meeting date. The MSG members shall elicit their respective constituency's opinions on the drafts.
- (2) The Chair shall lead the meetings. By consensus among the MSG members, the Chair may nominate a facilitator to conduct an MSG meeting.
- (3) The MSG will generally meet every twelve (12) weeks until Germany becomes fully compliant with EITI. The MSG will then decide on the frequency of its meetings as required.
- (4) The MSG members shall generally convene for the meetings in person. Attendance may also take place via video link or conference call if technical facilities so permit. With the consent of the MSG, the Chair may, in individual cases, agree that resolutions may be adopted by means of a written or electronic procedure out-of-session.
- (5) The Chair may call an extraordinary meeting at any time or at the request of at least three (3) members of one of the constituencies. The D-EITI Secretariat shall prepare minutes of the MSG and working group meetings, detailing their outcomes, which shall be presented to the Chair for approval. The minutes shall be circulated electronically to the MSG members promptly after meetings and, after their adoption by the MSG members, shall be made publicly available as soon as possible on the EITI website. Adoption of the minutes shall take place in accordance with the provisions of Section 5 (below) on Decision-Making/Voting.
- (6) In accordance with the Chatham House Rule, views expressed during the meeting shall not be attributed to any particular speaker. The minutes shall merely list the names of the attendees. Exceptions may be made at attendees' request. All those present shall be obliged to adhere to the Chatham House Rule; this applies outside the meetings as well. Every MSG member shall respect the diversity of opinions expressed in the course of the work of the MSG or its sub-groups.
- (7) A request for a brief recess during the meeting for group consultation purposes shall be granted at any time. The duration of the recess shall be decided on a case-by-case basis by the Chair.

4 Working Groups

- (1) The MSG may set up working groups to deal with particular tasks and issues. Each working group shall designate an MSG member to lead it.
- (2) At least one (1) member of each constituency shall be represented in each working group. With due regard for the financial resources available, experts and other knowledgeable persons may be invited to participate in working groups.
- (3) The MSG's Rules of Procedure shall apply *mutatis mutandis*.

5 Decision-Making/Voting

- (1) In accordance with the consensus principle to which the EITI is committed, all decisions shall be adopted unanimously.
- (2) In cases where a consensus cannot be reached, a formal vote will be taken at the discretion of the Chair.
- (3) A quorum of nine (9) MSG members (or alternates) with a minimum of three (3) representatives from each of the three (3) constituencies must be represented in decision-making.
- (4) Decisions shall be taken by a two-thirds or greater majority of exercised votes (i.e. minus abstentions), which must include a minimum of three (3) votes from each of the three (3) constituencies. If this majority is not achieved, a working group will be formed, comprising equal representation from each constituency, to discuss and negotiate a recommendation to proceed to the MSG. This may be tabled at the meeting itself or at the next MSG meeting. Once the sub-group has provided its recommendation, the MSG will seek to reach a decision at a subsequent MSG meeting on the basis of a two-thirds majority and the consent of the MSG members from each constituency, analogous to decision-making in the MSG.
- (5) Votes shall be taken on a show of hands.
- (6) Each member shall have one vote. The results of votes, including abstentions, shall be recorded.

6 Conflicts of Interest and Code of Conduct

- (1) The provisions of the EITI Association Code of Conduct shall apply to the D-EITI, unless otherwise stated in these Rules of Procedure.
- (2) In addition to the EITI Association Code of Conduct, any attendees, whether full MSG members, proxies, alternates, observers or experts, should declare any conflict of interest, as defined in the Code of Conduct, to the Chair in writing before attending an MSG meeting or voting.

7 Transparency

The provisions of the EITI Openness Policy, which forms part of the EITI Standard (Part II, Chapter 6), shall apply to the D-EITI unless otherwise stated.

8 Entry into Force

These Rules of Procedure shall be adopted unanimously and shall enter into force with effect from 10 March 2015.

9 Amendments to the Rules of Procedure

- (1) Amendments to these Rules of Procedure shall be adopted by the MSG unanimously.
- (2) Proposed amendments to these Rules of Procedure, with brief reasons, shall be submitted to MSG members and the EITI Secretariat at least two (2) weeks prior to the relevant meeting.

Reference Documents

EITI Standard: <http://eiti.org/document/standard>

EITI Association Code of Conduct: <http://eiti.org/document/code-of-conduct>

EITI Guidance Notes and Standard Terms of Reference: <http://eiti.org/document/guidance-notes-implementing-countries>