



# International Detention Coalition

Human rights for detained refugees,  
asylum seekers and migrants

## IDC Governance Terms of Reference

April 2014

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### 1. Background

The International Detention Coalition (IDC) is a unique global network, of over 300 civil society organisations and individuals in more than 70 countries, that advocate for, research and provide direct services to refugees, asylum-seekers and migrants affected by immigration detention.

The IDC works to ensure that the human rights of refugees, asylum seekers and migrants impacted by immigration detention are respected, protected and fulfilled.

The IDC aims to bring about changes in legislation, policy and practice that prevent, mitigate and respond to the harms associated with immigration detention and that promote alternatives to detention. The IDC does this through network and capacity building, advocacy, awareness raising and campaigns, research and reporting.

### 2. IDC Governance History

In September 2005, the IDC formalized a 3-year Steering Committee to provide a governance structure for the work of the IDC, which was coordinated by 2 volunteers and supported by the role of 13 regional representatives in 12 regions.

In June 2008, a decision was made for the IDC to move towards becoming an incorporated organization with the capacity to receive funds and employ staff. Oxfam Australia undertook to support the IDC during this period of transition from a volunteer network to a funded not-for-profit organization. Pro-bono legal advice was sought in September 2008 and a Governance Working Group was formed, comprised of representatives from the Steering Committee, Oxfam Australia and the former IDC Coordinators, and the current IDC Director, aimed at working on the legal obligations required to become an incorporated body.

In February, 2009, the IDC Statement of Purpose and Constitution were completed, and forwarded to the Steering Committee, together with a list of 5 people interested in joining the Governance and Finance Committee (Board), which was adopted on the March 2<sup>nd</sup>, 2009 IDC General Meeting.

At the IDC Retreat in Kuala Lumpur in April 2014, a number of revisions to the IDC Governance Structure were approved, outlined in the revised Terms of Reference Below.

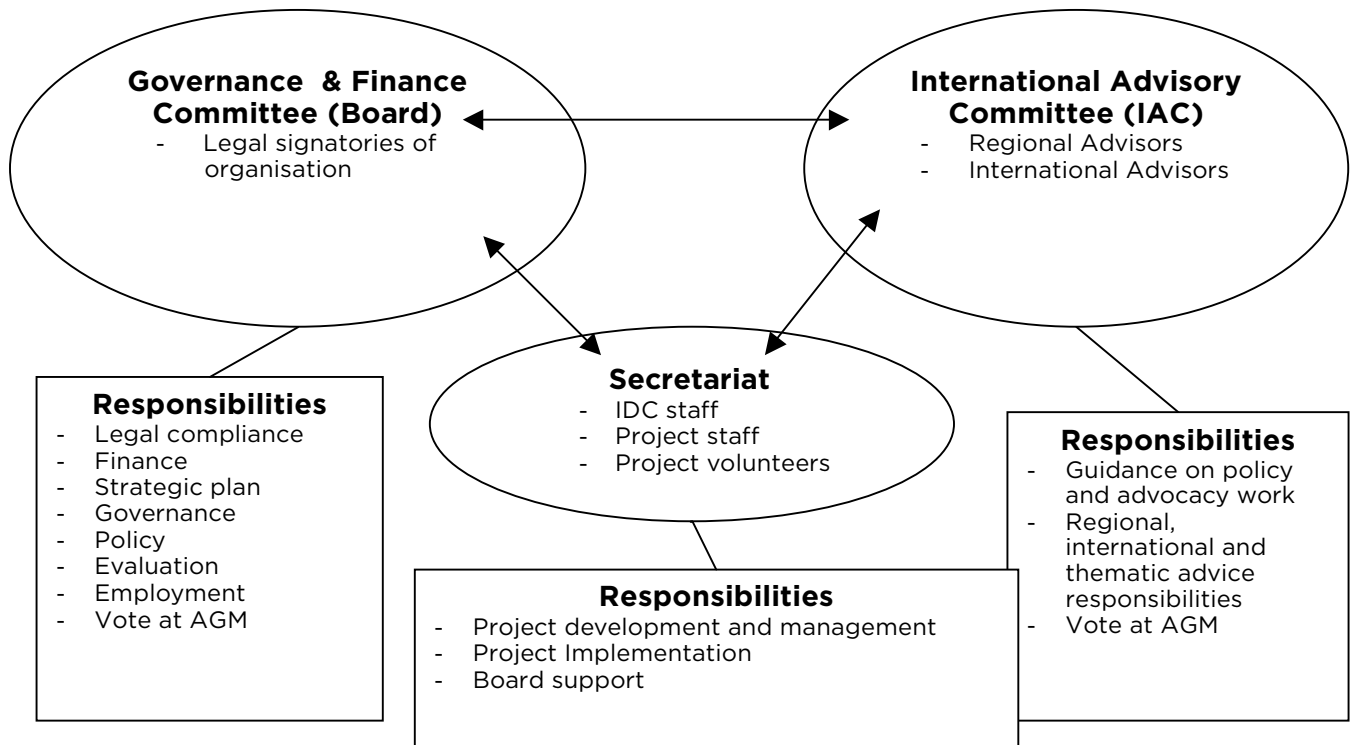
### 3. IDC Governance Structure

Given the changing nature of the IDC from a volunteer network to a formal incorporated organization, and the accompanying legal requirements in Australia under Victorian law (*Associations Incorporation Reform Act 2012*), an IDC Governance structure has been developed which takes into account the small secretariat and limited resources to manage, while ensuring international and member representation and input.

The IDC governance structure has 3 levels:

- 1) Governance and Finance Committee (Board)
- 2) International Advisory Committee (IAC)
- 3) Secretariat

### 3.1 IDC Governance Structure diagram



### 3.2 IDC Governance Structure outline

1) Governance and Finance Committee (Board) - Between 5 and 7 members oversee governance and finance matters, such as staffing, budgetary, finance and reporting requirements. They also approve the IDC Strategic Plan. At least two IAC representatives sit on the Board, with two Board members required by law to be Australian residents. The Board meet each quarter and formally table, minute and approve reports by the Secretariat and oversee operations. The Board carry the legal responsibility for the organization.

2) International Advisory Committee (IAC) - A maximum 30 individuals drawn from the IDC membership, provide input and guidance on the 4 key areas of work of the IDC. They are eligible to vote at the annual AGM and may nominate for a Board position. Regional Advisors are drawn from the IAC.

Regional Advisors (RA) - Regional Advisors are drawn from the membership within each of the 5 regions that IDC work. Their advice on regionally relevant issues help guide strategic planning of the organisation. Their advice also helps IDC staff make informed decisions about regional matters.

International Advisors (IA) - International Advisors are drawn from the membership based upon their international and/or thematic areas of expertise. Their advice on areas relevant to the IDC's 4 key areas of work and strategic priorities help to enhance our expertise, strategic planning and global advocacy.

3) Secretariat - The Director, staff and volunteers develop, implement and manage the IDC Strategic Plan and operations, and provide executive support as needed.

## 4. Roles and Responsibilities

### 4.1 Governance and Finance Committee (Board)

The role of the Board is:

- To adhere to the IDC Code of Conduct
- To be sufficiently informed in all matters that are on the meeting agenda to make responsible and competent decisions that relate to the organization's legal, financial and governance requirements.

- To ensure the compliance with all associated regulatory bodies that relate to the ongoing registrations of the entity.
- To be accountable to the IDC membership and focus on establishing and maintaining the corporate governance of the IDC,
- To have an overview of the operational focus on finance, funding, policy, appointment and reporting.
- Board members are elected annually on a three (3) year rotation

Primary responsibilities include:

- Chair an Annual General Meeting. See the IDC Constitution for further details on meetings and membership.
- Commit a minimum of 1-2 days per month to the work of the IDC
- Commit to attendance of the assigned quarterly meetings.
- Oversee and evaluate the work of the Secretariat and provide support and direction to the Director as required.
- Participate in the evaluation of the IDC at the organizational and program levels as required.
- Make final decision on IDC Strategic Plan following consultation with IAC members.
- Be accountable to the IDC membership by reporting annually to IDC members.
- Review, minute and approve the reports and make decisions relating to budget, Director work-plan and governance matters.
- Ensure relevant employment processes and policies are in place.
- Appointment and performance management of the Director
- Ensure that the entities fiscal accountability is upheld
- Assist the Secretariat as required with financial, fundraising and other operational requests.
- Review all IDC financial records at least once every quarter, and assist the Secretariat in the event of annual auditing and the preparation of financial reports
- Approve the Annual Report and Financial Statement.
- Respond to the Secretariat in a timely manner to relevant matters.

#### 4.2 International Advisory Committee

The International Advisory Committee, which replaces the previous Steering Committee, provides guidance and counsel on IDC advocacy and policy work, including input into the development and implementation of the IDC Strategic Plan.

##### IAC membership

The IAC will be comprised of no more than 30 total representatives, and distributed among regional and international or individual representatives to ensure a proper regional and international expertise and feedback.

Apart from individual members, IAC membership is organizational, namely committee members representing an organization- with changes of staff requiring the organization to re-nominate a replacement committee representative, who will need to be approved by the Board.

IAC members shall be appointed for a 3-year period on a rotational basis, after which time the positions become open, following IAC nominations and voting and approval by the Governance and Finance Committee.

IDC associate members will be informed of IAC membership vacancies, who can nominate by email to the Board. The Board will approve membership based on the following criteria:

- 1) IAC members must work on issues relating to the detention of refugees, asylum seekers and migrants;
- 2) IAC members must have a demonstrated commitment to the aims, objectives and principles of the IDC;
- 3) IAC members must have an active engagement with at least one of the four key areas of the IDC's work: networking & capacity building, advocacy, campaigns, and research & reporting.
- 4) Consideration will be given to the representational and strategic needs of the organization, including thematic focus and regional priorities in appointing the committee.

Primary responsibilities include:

- To adhere to the IDC Code of Conduct
- Provide advice and input on the creation of - strategic plans for the IDC, broad policies, major initiatives, press releases and selection of priority issues or countries upon which to focus
- Assist the Secretariat in requests related to advice and guidance on related IDC work, including project initiatives, advocacy, policy and research work
- Participation in campaign appeals and actions as required
- Support with fundraising initiatives or in-kind support as required

- Representation of the IDC at national and regional events and networks and promotion of the IDC through organizational networks
- Respond to Secretariat requests in a timely manner, and inform the Secretariat if they are to be unavailable for extended periods
- Vote in elections for the Board (see the IDC Constitution)
- Are eligible to nominate to join the Board
- Issue statements on behalf of the IDC when authorized
- Publicly represent IDC in an official capacity when authorized
- Represent the IDC as an IDC expert, in approved meetings.

#### Meetings

The International Advisory Committee will meet once a year in Geneva in an Annual Planning Meeting, which Board, IAC and associate members can attend. Teleconference call-in options will be explored, and made available where possible for IAC members unable to attend. Conference calls will also be organized as required.

#### 4.2.1 Regional Advisors

The IDC Secretariat has developed a regional strategic engagement and coordination model to assist the development and implementation of its strategic and operational plan approved by the Board.

IDC operations are divided into the following 5 regions - Asia-Pacific, Africa, Middle East and North Africa (MENA), Americas and Europe. Additional international and sub-regional advisors may be specified in the IDC strategic and operational plan depending on prioritization and need as approved by the Board.

Each region or sub-region may be allocated a Regional Advisor based in the region, who works together with the Regional Coordinator and Secretariat, to develop and implement the IDC's work in the region according to the approved strategic plan. Regional Advisors replace the previous Regional Representative role, as per the Board decision in April 2014.

Regional Coordinators (staff) are the Secretariat lead for a nominated region, who work collaboratively with the relevant Regional Advisors (volunteer) and other key stakeholders in developing regional initiatives across the IDC's four key areas of work together with IDC members.

Regional Advisors assist the IDC Secretariat, advising and working in collaboration with the Regional Coordinator, members and stakeholders and overseeing, developing and implementing regional and national initiatives.

#### Primary responsibilities include:

In addition to the IAC responsibilities, Regional Advisors agree to work with the IDC Regional Coordinator and assist the IDC Secretariat and IAC in a number of areas, including:

- Developing and implementing country or regional projects outlined in the IDC Strategic Plan;
- Identifying new members for the coalition in their region;
- Recommending membership from the region, together with the Secretariat, with any concerns raised directly with the governance committee prior to the approval decision;
- Assisting in the receipt and dissemination of information from the coalition as required and from its regional members in communications relating to the work of the coalition;
- Working with the Regional Coordinator, Secretariat and members in the regions to identify regional priorities relating to detention and identifying what work to do relating to those priorities;
- The Regional Advisors agrees to work within the approved IDC Strategic Plan and Regional plans and Secretariat Policies and Procedures.
- To commit time each month to IDC activities, and maintain contact with the IDC Secretariat and Regional Coordinator on a regular basis and as required.

#### 4.2.2 International Advisors

International Advisors assist the IDC Secretariat, advising and working in collaboration with the Technical Coordinators, members and stakeholders and overseeing, developing and implementing global or thematic initiatives.

#### Primary responsibilities include:

In addition to the IAC responsibilities, International Advisors agree to work with the IDC Technical Coordinators and assist the IDC Secretariat and IAC in a number of areas, including:

- Developing and implementing technical projects outlined in the IDC Strategic Plan;
- Recommending individual and international membership, together with the Secretariat, and respond to any concerns raised by the Board prior to the approval decision;
- Assisting in the receipt and dissemination of information from the coalition as required and from its global members in communications relating to the work of the coalition;

- Working with the Technical Coordinators, Secretariat and members to identify global priorities relating to detention and identifying what work to do relating to those priorities;
- The International Advisors agree to work within the approved IDC Strategic Plan and Regional plans and Secretariat Policies and Procedures.
- To commit time each month to IDC activities, and maintain contact with the IDC Secretariat and Technical Coordinators on a regular basis and as required.

#### 4.2.3 Appointment and approval process of the International Advisory Committee

A standardized nomination and approval process has been developed for relevant parties interested in serving on the International Advisory Committee, whether as a Regional Advisor or International Advisor.

The process includes:

- 1) The IDC Secretariat undertakes to announce to broad IDC membership available positions within the International Advisory Committee on the IDC website and via email communications, including in the International Detention Monitor newsletter
- 2) Members may self-nominate or be nominated for a position on the International Advisory Committee as an International or Regional Advisor together with a member reference forwarded to the Board
- 3) Current International Advisory Committee members may nominate or be nominated to be re-appointed with a member reference forwarded to the Board.
- 4) The Board will vote on vacant International Advisory Committee positions at the next Board meeting.
- 5) The Board seeks more information if required or re-opens positions that are not filled.

#### 4.3 Secretariat

The Secretariat of the IDC is made up of the Director and any additional IDC staff, interns and volunteers.

Primary responsibilities include:

- The Director is responsible for the development and implementation of the IDC Strategic work-plan, the management of IDC operational responsibilities and for providing support to the executive as required.
- The Director is responsible for support, strategy, technical advice, management and oversight of all global and regional initiatives and staff. The Director will focus his work on building a sustainable, accountable and successful organization, providing operational oversight, governance support, supervision to team leaders, drawing in new resources and partners to the IDC and providing country and technical strategic advice and government engagement.
- The Technical, Regional and Administration Team Leaders provide supervision and support to relevant Coordinators in monthly individual and team meetings. Team leaders in turn report to the Director monthly. Issues of risk and critical priorities are escalated to the Director. The Administration Coordinator will provide Board support as needed.
- Regional Coordinators are responsible for key activities in the assigned region and building NGO networks and capacity through informing, developing and implementing regional and national advocacy strategies and work plans. Regional Coordinators are responsible for Director approved national projects, including line management of national project staff, consultants and interns. A national project proposal form must be completed and approved by the Director.
- Technical Coordinators work at a global level in collaboration with the Regional Coordinators and are responsible for guiding, resourcing, strategic and technical support for core IDC operations in their area of focus.
- All staff have dotted line interaction and responsibilities to other staff members within their job description and work plan