

SLOCAT Impartiality Committee

Report of the SLoCaT first Impartiality Committee

Version #3 Adjusted in view of comments received from members, Secretariat and Board

Submitted to the Board of the SLoCaT Foundation April 30, 2016

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**1. BACKGROUND**

**1.1 INTRODUCTION**

According to Chapter III of the Constitution of the SLoCaT Foundation, an independent Impartiality Committee (IC) must be set up to help the Foundation ensure the impartiality of its governance and functioning. The first IC was set up in January 2016 following the Annual Meeting of the Board of the SLoCaT Foundation. The appointed members of the IC are Maryvonne Plessis-Fraissard (Chair), Michael Fahy and Henrik Gudmundsson. The Terms of Reference (ToR) for the IC, as referred in Section 6 of the By-Laws, were presented by the SLoCaT Secretary General (SG) and agreed at a convening meeting between the SG and the IC on February 4<sup>th</sup> 2016.

**1.2 THE TASKS OF THE IMPARTIALITY COMMITTEE**

In the ToR, the IC is instructed to conduct the following tasks with a view to address possible partialities,

- Task 1: Review the Governance structure of the SLoCaT Foundation, including the functioning and implementation of the *existing* governance structure of the SLoCaT Foundation, as well as recommending an needed *changes* in the governance structure.
- Task 2: Review the Financing structure of the SLoCaT Foundation, including a review of the financing structure of the SLoCaT Foundation, and whether organizations providing financial support to the SLoCaT Foundation are deriving undue influence from this.
- Task 3: Review of the functioning of the SLoCaT Secretariat, including issues pertaining to the structure, the positioning and hosting arrangements of the Secretariat.
- Task 4: Prepare a report on the findings of the IC.
- Task 5: Provide guidance on “additional topics at an ad-hoc basis”.

The full ToR provides more details for the work process (Annex 1).

## **2. IC INTERPRETATION OF MANDATE**

### **2.1 GENERAL APPROACH TO THE IMPARTIALITY REVIEW**

The IC understands ‘Impartiality’ in general as a moral standard of fairness, or more specifically as a principle of justice holding that decisions should be based on objective criteria, rather than on the basis of bias, prejudice, or preferring the benefit to one person over another for improper reasons [see Wikipedia].

To review impartiality one may adopt different approaches, including,

- a deductive, or *ax ante* approach, reviewing the basis for decisions, as for example as embedded in constitutions, rules, or informal modes of operation,
- an inductive, or *ex post* approach, addressing decisions made or outcomes of those, to trace possible bias back to potential origins.

The IC has adopted a combination of these approaches by reviewing key documents of the SLoCaT Foundation and Partnership, as well as interviewing a carefully selected set of individuals involved in the work of the Foundation and partnership in different capacities. This approach is in line with the description of IC in the SLoCaT By-laws, and the ToR for the IC. The detailed methodology of the IC is described below in section 3.

### **2.2 IMPARTIALITY IN THE CONTEXT OF SLOCAT**

Impartiality issues take shape after the context in which they arise (see below). Multiple grounds for potential impartiality characterize the particular context in which the SLoCaT Partnership and Foundation is operating,

- SLoCaT is seeking to align a wide set of organizations with partly different constituencies, modalities, interests, philosophies, resources, contributions, and geographies, behind a common objective,
- SLoCaT is addressing a concern that is defined through generally open and contestable concepts such as ‘sustainable’, ‘low-carbon’, and even ‘transport’,
- SLoCaT is actively engaged in several complex policy arenas through different organizational platforms and partnership arrangements, and
- SLoCaT is operating through a new and relatively unique representative decision making structure.

In the view of the IC, it is unlikely that complete impartiality in all aspects could be guaranteed, or that all aspects of impartiality could easily be detected. The IC has concentrated its efforts on identifying any major manifestations and possible causes of partiality as it relates to the SLoCaT Foundation and as specified in the IC ToR. The SLoCaT Constitution (Chapter III) and the By-Laws (Chapter 6) refer to impartiality in terms of whether the SLoCaT Foundation, “in all of its functioning, will ensure that it represents all groups that have an interest in sustainable, low carbon transport in an impartial and balanced manner”. The impartial representation of all major groups in the Foundation’s functioning has been the key concern for the IC. Accordingly, a careful selection of interviewees was made from groups that represent different constituencies, and types of membership, as presented in section 3 on the methodology (Table1). The IC has focused on the three functions as specified in its ToR, which are the Governing Structure, Finance, and Secretariat.

The IC also addressed additional topics, such as the relations with the Original Equipment Manufacturers (OEMs), automotive industry and/or other organizations, to the extent it could affect the impartiality of the Foundation, as proposed in the ToR. In fact, interviewees have raised or pointed to several additional questions in regard to the activities, plans, management and future of the SLoCaT Foundation and Partnership. Issues mainly related to the impartial governance and functioning of the Foundation are reflected in this report.

### 2.3 THE IMPARTIALITY OF THE IC

To ensure the impartiality of the IC itself the By-Laws of the SLoCaT Foundation defines a set of criteria to be fulfilled by the members. The SLoCaT Board has reviewed the credentials of the IC members in regard to these criteria before appointing the IC.

In addition, the IC members have been alert to any potential conflicts of interest or bias arising during the work of the Committee. The IC has internally discussed such potential conflicts openly and has taken measures to avoid them, for example by making all key decisions jointly, and by not allocating interviews to members who may have had earlier close connections with any particular organization or individual.

To the best of their knowledge, the IC members have conducted their review in an impartial way.

## **3. METHODOLOGY AND FOCUS**

### 3.1 WORK PLAN AND DOCUMENTS REVIEWED

During the convening telephone meeting, clarifications were sought on the terms of reference and the IC was informed of the time needed for Board and partners to review IC reports. An IC Work Plan was developed on the basis of that information. It was carried out flexibly as planned (Annex 2).

The key documents reviewed are the “Constitution of the Incorporated SLoCaT Foundation”, the ‘By-Laws of the SLoCaT Foundation’, as well as the ‘Bellagio Declaration on Transportation and Climate Change’. Additionally, the Secretariat provided documents relating to Annual meetings, Board meetings, Finance, Membership and Quarterly Reports (Annex 3). These documents have been consulted by the IC in an ad hoc manner.

### 3.2 – INTERVIEW PLAN AND FORMAT

The IC designed a 21 interview plan which was carried out completely, except for two interviews which could not be scheduled, so 19 interviews were completed. The plan included the interviews of the Secretary General (SG), the nine Board members, a sample of three among the eight Secretariat staff (including the SG), and a sample of 9 others among the 93 SLoCaT members, distributed by type of institution and categories of contribution (Table 1). The geographical distribution of the interview plan is also presented below (Map 1). Key actors such as the SG, the Board Chair and Board Treasurer and Vice Chair, were interviewed collectively by the three IC members. The other interviews were distributed between IC members.

Type of Institution Contribution to SLoCaT	Academia Research	NGO Foundation	Private Sector	Transport Operator	UN Based Multi-national Bilateral Development	Total
	Number of interviews / total number of institutions					
Full or partial Waiver	0 of 15	0 of 21	0 of 2	0 of 3	1 of 9	1 of 50
In kind Contribution	1 of 1	1 of 7	-	-	0 of 4	2 of 12
Annual Fee payer	1 of 1	1 of 7	1 of 3	0 of 1	1 of 4	4 of 16
Supporter of Foundation	1 of 2	4 of 7	1 of 1	2 of 2	3 of 3	11 of 15
Members interv'd / Total members	3 / 19	6 / 42	2 / 6	2 / 6	5 / 20	18 / 93
Secretariat	- - - -	3 interviews from a staff of eight		- - - -		3
Total number of interviews in the Plan						21

Table 1 - Impartiality Committee Interview Plan.  
Categories of institutions and contribution to SLoCaT  
are according to SLoCaT internal documentation.



Map 1 - Impartiality Committee Interview Plan.  
Geographical distribution of interviewees  
Countries are shaded by GDP per capita

A standard letter was sent to all interviewees, presenting the TORs of the IC, and proposing a broad agenda for the interview (Annex 4). A flexible template was used for interviews, leaving time for open exchanges. All interviews were conducted through SKYPE or telephone conference. The notes of the interview were sent as a courtesy and for clarification to each non Board Member interviewees. It was not necessary to do it with the Board Members since they receive the IC draft report for comment which affords them the opportunity to comment on the IC interpretation of their input. As proposed in the letter, the interviews focused on:

- a) What is the interviewees' professional experience as it relates to their association with SLoCaT, and how they see their role in the SLoCaT partnership?
- b) In the interviewees judgement, how has SLoCaT been able to promote sustainable low carbon transport, and has it done so fairly and impartially?
- c) Do interviewees have any area of dissatisfaction or concerns with respect to the ability of SLoCaT to fulfill its partnership mission as the primary collective public face of sustainable low carbon transport community?
- d) Have interviewees experienced within the Partnership, any issues of conflict of interests, and how have these issued been addressed?
- e) Do interviewees have any suggestion on how to improve the effectiveness of the Partnership, especially with regards to its governance, finances or administration?

#### **4 - SUMMARY OF RECOMMENDATIONS**

<b>GOVERNANCE</b>		<b>Ref</b>
Implementation of the <i>existing</i> governance	<ul style="list-style-type: none"> <li>- Clarify By-Laws 7.1.e to confirm expectations on board members to contribute as individuals and not serving as the representative of their parent organization.</li> <li>- Translate objectives into rolling short and medium term goals to prioritize actions and evaluate success.</li> <li>- Reaffirm open critical approach to technology: decisions and work plans conform to this approach.</li> </ul>	<p>5-3</p> <p>5-1b</p> <p>5-8</p>
<i>Changes</i> in the governance structure	<ul style="list-style-type: none"> <li>-Instigate a structured debate towards revisiting strategic identity to rid itself of partiality concerns associated with existing strategic identity.</li> <li>- Allow Membership only for organizations committing to SLoCaT strategy.</li> <li>- Assign minimum number of Board position(s) for Big South representation.</li> <li>-Pursue active membership from developing world.</li> <li>- Establish a Partnership gender participation target and corrective plan, and roll it out, as done for the Secretariat.</li> <li>- Provide reasonable travel expenses support for independent Board members' to enable participation to board meetings and expand the pool of eligible candidates.</li> </ul>	<p>5-2a</p> <p>5-2b</p> <p>5-7a</p> <p>5-7b</p> <p>5-7c</p> <p>5.7d</p>
<b>FINANCE</b>		
Budget & Financing	<ul style="list-style-type: none"> <li>-Ensure funding is from the general account against workplan, except for in-kind contributions, and manage exceptions as steps towards more integrated planning.</li> <li>- Complete ongoing waiver review and thereafter enforce the fee payment rule.</li> <li>- Promote the responsibility of Board and members to fund raising participation.</li> </ul>	<p>5-4a</p> <p>5-5a</p> <p>5-5b</p>
Influence from financing organizations	<ul style="list-style-type: none"> <li>- Formalize the procedure to secure the Board can take decisions on ad hoc sponsorships for specific initiatives.</li> <li>- Disallow memberships from individual manufacturers and welcome sponsorships from organizations committing to SLoCaT objectives.</li> </ul>	<p>5-4b</p> <p>5-4c</p>
<b>SECRETARY GENERAL AND SECRETARIAT</b>		
Succession Plan	<ul style="list-style-type: none"> <li>-Celebrate achievements while remaining attentive to the needs to evolve.</li> <li>-Develop succession plan for SG and key Board Members, possibly strengthening the capacity of the Secretariat.</li> </ul>	<p>5-1a</p> <p>5-1c</p>
Work sharing among members	<ul style="list-style-type: none"> <li>-Pursue the membership cleanup to improve the engagement and responsiveness of member and increase the Partnership capacity.</li> <li>-Formalize further in kind contributions to promote them and remove the perception of partiality.</li> <li>-Review ways to improve members and partners' involvement and increased sharing of work among members through three ongoing avenues.</li> </ul>	<p>5-6a</p> <p>5-6b</p> <p>5-6c</p>
<b>OTHER</b>		
Impartiality Committee	-Consider broadening the mandate and terms of reference of the IC, from impartiality to governance; introduce specific themes every year as needed	5-9

Note: Ref, the references column, provides the paragraph of the detailed discussions of the Findings and Recommendations Chapter.

Table 2 –Summary of Recommendations

## **5- FINDINGS AND RECOMMENDATIONS**

### **5.1 – OVERALL FINDINGS**

The 19 interviews carried out conveyed consistently and without exception, the satisfaction of the members and Board members with the founding vision and achievements of SLoCaT. There were consistently positive comments regarding the perfect combination of personality and skills of the Secretary General, topped with dedication, vision, fund-raising and un-fatigable energy. They also repeatedly acknowledged the Board Chairmanship, and the energy, and smart responsiveness and usefulness of the Secretariat, especially with respect to the management of events. Overall, the reinforcing positive praise confirms the unique achievements of the SLoCaT partnership and Foundation. It testifies of how SLoCaT established itself with a combination of a clear vision and flexible and adaptive evolution. As it became larger and more complex, the working of the partnership improved with the establishment of the Foundation, which afforded an appropriate framework for more substantial interaction between members. Generally there are no major problems with impartiality in the institutional set-up.

The objectives of SLoCaT to “continue to act as the primary collective public face of sustainable low carbon transport community” is more a vision than an objective. It was helpful whilst a framework agreement was sought from the entire universe of transport stakeholders. In the post COP21 era, it is necessary to translate the vision into a sequenced action plan. There is a general perception that the lack of a SLoCaT long term strategy and work plan today hampers the choices to be made regarding financing and contributions, partnership, and funding priorities. This issue will be treated from a different perspective under the strategic outlook chapter, yet although recommendations may overlap, it is mentioned here since it generates a situation perceived to be a cause of partiality.

The success of SLoCaT has rested heavily on the exceptional personality of its Secretary General. With the establishment of the Foundation, it has broadened its base and substantially secured a more permanent footing. Still, SLoCaT remains a young outfit in a volatile world on a highly complex and rapidly evolving arena at the crossroads of the transport, climate, SDG, and urban agendas.

### **RECOMMENDATIONS**

- a) Celebrate SLoCaT remarkable achievements while remaining attentive to the fact that it needs to evolve at the pace of the change of transport, climate, SDG, and urban agendas.
- b) Translate objectives into rolling short and medium term goals that can be used to prioritize actions and evaluate success.
- c) Develop a sequenced succession plan for its Secretary General and key Board Members, including the possibility to strengthen the capacity of the Secretariat.

## 5.2 - STRATEGIC OUTLOOK

The Bellagio Declaration laying the strategic foundations for the SLoCaT partnership was crafted seven years ago by representatives from 18 different organizations working on transport and climate change in developing countries, with a strategic outlook pointing towards COP-15 in Copenhagen. It is noteworthy that many of the original constituents continue to make significant contributions to the accomplishments and results of the partnerships, even if the scope of action has broadened from the original framework and the partnership itself has expanded to over 90 organizations, many of which have a broader scope for their work.

The objectives of the Partnership were reformulated through the adoption of the Constitution and By-Laws in 2014/15, with stronger focus on integrating sustainable low carbon transport in global policy frameworks addressing climate change, sustainable development, and the urban agenda. Since then, the policy landscape has evolved even further, primarily with the COP-21 Agreement and the adoption of the SDGs; it now includes associated targets pertaining to transport, while addressing all UN member states on the planet, including OECD countries in addition to Developing countries.

While this legacy entails a significant asset for the partnership, it also seems, in the contemporary context, to contribute tensions that may have implications for governance, impartiality, and functioning of SLoCaT. These tensions concern the Principle one for Effective Climate Action adopted in the constitutive Bellagio Declaration of SLoCaT, called the integrated ‘Avoid-Shift-Improve’ policies (A-S-I). This A-S-I principle, referred to by many interviewees, appears to be interpreted in broadly two different ways.

Some SLoCaT members appear to interpret the A-S-I concept as an invitation to ground its global strategies on the appropriate balancing the three pronged A-S-I approach. It promotes partial strategies for reducing negative (climate) impacts across all three A-S-I approaches, all transport modes and policy measures on an equal footing. The impartiality of this approach rests on the appropriate balance of these efforts. Among those are members who emphasize improvements in fuel efficiency of motor vehicles or aircraft. The corollary of this approach for the Partnership is to embrace all organizations (or associations) that are willing and able to make or support advancements in either of the A-S-I dimensions.

Others partners, however, seem to apply the principle by way of a hierarchy, where measures to ‘avoid’ transport, or ‘shift’ from say, motor vehicles to public transport and cycling are preferred because they stand to deliver “net” reductions in impact. The impartiality of this approach rests on the right prioritization of efforts, whereby the ‘improve’ objectives are seen with suspicion, especially if claimed by the car industry associated with huge financial interests and polluting records. The corollary of this approach for the Partnership is to prioritize the participation of organizations (or associations) that work effectively to promote preventive ‘avoid’ or ‘shift’ strategies, focusing more on local urban mobility where “Avoid and Shift” dominate the agenda

while at the same time staying clear of policy areas like aviation and maritime transport, where climate strategy is dominated by ‘improve’ efforts.

The IC proposes that the possible implications of these respective positions (here simplified) could impact SLoCaT’s scope of involvement among transport modes and modal split; its choice for accepting membership; its practice for Board eligibility; and its acceptance of financial contributions. Ultimately, its impartiality and strategic effectiveness will be defined differently in the pursuit of sustainable transport. It could be useful to revisit the use of SLoCaT strategic tools in the current post CPO21 implementation stage. It could however be even more important to try and disengage from the potentially false dichotomy between strategic options, caricatured above.

a) The A-S-I principle does not in itself instigate a hierarchy as stated in the Bellagio Declaration and in many of subsequent documents. It speaks of integrated strategies, combining all three components in order to address the overall system performance of the transport sector in an effective way. This take on the principle is as valid and relevant today as when it was crafted. The three prongs could be viewed each as essential (rather than exclusive or competing) components to the one strategy for reaching climate goals adopted at COP-21, and thus as legitimate components for the SLoCaT strategy. The IC observed that this interpretation seems to carry a wide support among the interviewed partners when it comes to its governance implications, even while individual partners may legitimately pursue different political priorities in regard to the three prongs.

b) The usefulness of the A-S-I strategic concept as a universal concept fostered in the climate change policy area with a view to reduce GHG emissions, is tested in the newer escalating agendas of transport systems and Mobility-as-a-Service. This is the case of urban/rural accessibility and equity; of connectivity and inclusiveness versus performance and sustainability; of freight transport and the last mile; of cyber-security, privacy, safety and systems resilience; of socio economic megatrends, versus the pace of technology advances and inclusiveness; of lagging regulatory framework and the emergence of mega data and quasi monopolies... The IC proposes that transport specific metaphors could be developed for the contemporary SLoCaT agenda.

c) Some members express the concern that unconditional adoption of the “Improve” strategy could lead to a dilution of SLoCaT’s message. “Improve” should be understood as an effective net reduction of emissions, not as a carte blanche for membership of organizations who would offer only marginal or ineffective improvements, while at the same time promoting a significant expansion of emitting activities, leading to a net increase in emissions. Welcoming into the SLoCaT membership, all self-proclaimed supporters of improving the environmental performance of transport presents a divisive prospect. Even more so, directly accepting individual car manufacturers or other fossil fuel dependent companies, some with tarnished environmental credentials, is problematic. The IC proposes that membership approach should be addressed in other ways than via an ‘Avoid-Shift-Improve’ strawman debate. It could for example be through a membership policy avoiding membership or sponsorship of individual companies, and inviting only associations or organizations who would commit explicitly to the

integrated pursuit of the SLoCaT strategy, or to any revised principles that would be adopted. It appears that the 2016 Annual Board Meeting and subsequent Board meeting have taken decisions broadly in line with this recommendation.

Finally, to the question: would it be helpful for governance of the Foundation, to clarify what ‘sustainable, low carbon transport’ really means today? There are benefits and risks to this endeavor.

The benefits refer to the need for a refreshed identity for SLoCaT, beyond the legacy of past declarations and goals strongly focused on Climate Change, the developing world, and the urgency of recognition in global agendas. A renewed strategic identity could help SLoCaT define the scope for extending or revising membership, prioritize new agendas, and address tensions emerging from the resonance between legacy and evolved context.

The risk of an approach expecting ‘to define sustainable transport’ is that the debate is potentially endless and fraught with conceptual and strategic pitfalls, due to its inherent normativity. The contestability of the elements of the equation could fuel dichotomies within the partnership rather than help bridge them, or in the end lead to a compromise that would offer little in terms of strategic guidance anyway.

The IC proposes that a debate on the definition of sustainable transportation would necessarily lead to improved solutions of governance and clearer strategic perspectives for SLoCaT. Furthermore, the IC highlights the timeliness, to the Partnership, of a discussion on the strategy identity, allowing for a clearer agreement of potential membership. It could be accomplished through a debate about timed strategies and workplan for progress, within and across the three domains of climate, SDG, and urban agenda.

### RECOMMENDATIONS

- a) Instigate a structured debate towards a renewed strategic identity for SLoCaT post Bellagio and POST COP-21/SDG’s/ HABITAT III2016, to rid itself of partiality concerns associated with elements of existing strategic identity, and in this context also revisit the scope and validity of strategic principles such as Avoid-Shift-Improve, with a possible revision, extension, or renewal.
- b) Set rules for membership that allow only organizations or associations who commit to, and demonstrate the integrated pursuit of the current SLoCaT purpose and objectives as defined in its strategy.

### 5.3 – BOARD FUNCTION

There is a lack of clarity among Board Members, regarding their role at the Board with respect to representing their constituency while working for the pursuit of SLoCaT’s objectives. This results in a notable discrepancy between members, some representing their constituents in a literal fashion, others doing so in a more informal and global way. By its nature, the board is made up of individuals selected for their complementary expertise, and their differences of perspective is what is sought and valued.

Still, the purpose of the Board is not to give extra weight to specific views, and the Chair has the challenging role of recognizing the various points of views while focusing the debates on the best interest of the organization and its objectives. This point is well documented:

“Academic institutions or boards resourced with individuals with expert authority often struggle with challenging an expert view, or will suffer from squabbling and unanswerable debate. In these structures it is important that the chair focuses attention on the collective role of the board in decision making rather than allowing the board to defer or locate a decision in the hands of the one who is the expert or defer a decision for want of a better answer. “ Gill, A. (2011) 'Challenge in the boardroom'

#### RECOMMENDATION

Clarify By-Law 7.1.e to emphasize that board members are expected to contribute as individuals, sharing and bringing to weight the perspective of their parent organization towards SLoCaT’ s objectives, yet not serving as the representative of their parent organization as in a negotiating process.

#### 5.4- FINANCIAL INFLUENCE

The question of the financial influence of supporters was posed in the mandate for the IC. Through the various discussions and document reviews, it was found that some funds were tied to specific pieces of work, and sponsorships were taken into consideration when priorities were made among competing events. In a broadening agenda, individual funding for specific SLoCaT work runs the risk of diverting effort and resources onto activities that are not necessarily seen as a priority by the wider membership. In all cases, the focus of SLoCaT was not found to be significantly influenced.

The potential for money to influence the agenda on an on-going basis, exists also with Board members, especially those seats reserved to representatives of organizations that provide measurable contributions to the Foundation. This is addressed in the Constitution by ensuring that these members never constitute a majority.

The fear of dominance by strong economic interests, especially associated with large industrial companies, is legitimate. A way to address this issue, while engaging with the largest spectrum of stakeholders, has been keeping away from individual enterprises’ contributions, and accepting the funding either from foundations or industries associations, or vehicle producers organizations. The European Union engagement with Technology Platforms may also serve as a useful model to avoid financial dominance ([http://ec.europa.eu/research/innovation-union/index\\_en.cfm?pg=etp](http://ec.europa.eu/research/innovation-union/index_en.cfm?pg=etp)).

#### RECOMMENDATIONS

- a) Ensure that funding, as a rule and except for the purpose of in-kind contributions, be from the general account against the agreed workplan, and manage opportunistic exceptions as steps towards more integrated planning.

- b) Formalize the procedure to secure the Board can make well informed decisions in regard to ad hoc sponsorships for specific initiatives co-owned by SLoCaT.
- c) Disallow memberships from individual manufacturers while welcoming sponsorships from foundations, industry associations and the like, committing to SLoCaT purpose and objectives.

#### 5.5 - SLOCAT FINANCING STRUCTURE

SLoCaT requires tighter and more formal financial management if it is to cultivate the perception and practice of impartiality.

A large number of SLoCaT members, over half of them, benefit from membership fee or partial fee waivers. For UN based and development agencies, representing 20% of waiver cases, this is the only way to overcome the interdiction to fund other institutions. Other waivers seem to be justified because of the limited capacity of small NGOs and academic outfits active in the Big South: still the willingness of developing countries outfits to pay fees at least partially, and to contribute in kind, is reported as higher than that of some OECD based entities with large budgets. This situation is under review by the Secretariat and a deadline is set for June 2016 for payment or exclusion. The unequal commitment among members of richer countries may reflect the - correct - perception that SLoCaT derives a benefit from a larger membership. SLoCaT needs to continue to manage that perception with flair, and should enforce the fee payment systematically, with clear exception rules. A waiver of financial contribution should be granted only in justified cases.

Much of the financial build-up of SLoCaT is due to the skills and personality of the Secretary General. While a strong leader is an advantage to the Foundation, too strong dependence on the SG may also represent a threat to the partnership. The Board, members and a strengthened secretariat also need to participate to the fund raising effort, as it is already the case to some extent.

#### RECOMMENDATIONS

- a) Complete the ongoing waiver review and thereafter enforce the fee payment rule systematically, with clear exception rules.
- b) Promote the responsibility of Board and members to fund raising participation.

#### 5.6 – ENGAGEMENT OF MEMBERS

SLoCaT capacity rests heavily on the work of the small Secretariat which is working “at the pleasure of the members”. This capacity represents today a limitation in the face of a diversification and progress of the SLoCaT agenda.

A major part of the work consists in ensuring participation to relevant events and the elaboration of corresponding position documents. Another part is the continued update of SLoCaT knowledge, research and positioning on emerging issues of sustainable transport. There is a

consensus that the partnership members should participate and contribute more to this work. This is made difficult by tight deadlines, and the need to “chase members” for input. Several avenues to improve the situation include:

- a- A member review has identified a number of inactive members and a cleanup and vigorous new member invitation effort is ongoing. Membership is not just about paying dues or contributing support, but weighing in with each organization’s unique potential.
- b- In kind contributions may be substantial and are valuable: they consist in waiving fees to events, paying for travel to events, representing SLoCaT at events, substantially writing or contributing to papers (80% of the work), or being consistently responsive for calls for inputs, etc.. Still the definition of in kind contributions and its recording and reporting remain informal. It is also unclear how much attention is given to promote in kind contribution as an “other” expected member contribution. Especially when made in lieu of a fee payment, in kind contributions need a measure of recording to dismiss any risk of perception of partiality, as it has already been initiated in quarterly reports. The value of these contributions could also be estimated as a way to acknowledge and further encourage the participation of members, and to monitor SLoCaT leveraging capacity.
- c- A working group methodology, such as the one used by SLoCaT for the preparation of Habitat III, may be applied more broadly. Close topical working groups are also set with SLoCaT partners willing, able and ‘authorized’ to represent, and in a sense ‘be’ and ‘act as’ SLoCaT rather than just ‘themselves’, at agreed events. Although challenges may arise with miscommunication and impartiality, these avenues are trusted as having potential among a number of core, historic and most active members.

### RECOMMENDATIONS

- a) Pursue the cleanup of inactive members and invitation of new members’ effort to improve the engagement and responsiveness of members and partners, and to increase the Partnership capacity.
- b) Formalize in kind contributions through continued description and recording as a way to promote them and remove the perception of partiality.
- c) Review ways to ensure more active members and partners’ involvement, and increased sharing of work through the three ongoing avenues of review of members’ engagement, in kind contributions, and working groups.

### 5.7 – GEOGRAPHIC AND GENDER DIVERSITY

SLoCaT membership and board need to gradually better balance OECD and Big South representation, while ensuring appropriate gender mix in its governance.

Among the SLoCaT 93 members, only 13 were identified as coming from the “Big South”. It is difficult to secure the participation and of developing countries NGOs and academia, because they do not have the means to participate to the yearly SLoCaT events, and are mostly focused on local issues. The link with the global debate is effectively provided by the UN and MDB

organizations which are appropriately represented among SLoCaT members: there are seven multilateral development organizations and seven UN based institutions. The membership of active NGOs and especially established academia from developing countries is under represented across the domains of climate, SDG, and urban agenda, and should be actively pursued. At the Board, except for the experience of development agencies, the Big South perspective is represented by only one specialized NGO.

While SLoCaT Secretariat presents a good gender balance, that of the Board and member representatives remains insufficient. This is significant for SLoCaT when considering that specific issues plague the access, affordability and safety of transportation for women. In addition, women are woefully absent from the design, research, and management of transportation infrastructure and services; this results in their exclusion from participation to the sector and its 7-9% of GDP wealth creation, and, more importantly, this results in services, vehicles and infrastructure mostly unresponsive to women demands and needs. When promoting Sustainable Low Carbon Transport across the three domains of climate, SDG, and urban agenda, it is indispensable that partnerships like SLoCaT give adequate voice to women and contribute to improved gender sensitivity.

#### RECOMMENDATIONS

- a) Assign a minimum appropriate number of Board position(s) to qualified individual(s) with developing world background, experience and practice.
- b) Pursue active membership of established academia, government officials and engaged NGOs from developing world.
- c) Establish for the Partnership, like it is done for the Secretariat, a gender participation target and corrective plan, and roll it out.
- d) Provide reasonable SLoCaT Foundation support for travel expenses to enable independent Board members to participate in person in up to 2 board meetings a year, and to expand the pool of eligible candidates.

#### 5.8 – OPEN, CRITICAL APPROACH TO TECHNOLOGY

SLoCaT needs to pursue an open, critical approach to technology if it is to fulfill its objective of enabling, facilitating and supporting the Partnership in promoting sustainable low carbon transport in the diverse circumstances of development. As the organization starts to engage more in the debate about action, it is tempting to start to refer to, and to promote, different technologies. To maintain its position SLoCaT needs to be perceived as promoting sustainable low carbon transport in a technology neutral and science based manner. It needs to continue to avoid supporting (directly or indirectly) one technology over another, but rather should continue to push the move to lower and lower carbon sustainable transport systems. For example, electric vehicle technology will not have the same sustainability impact in a hydroelectric rich country than in a coal based economy. For different reasons, electric vehicles may contribute positively

towards sustainability in a rich economy with a robust distribution system, but it may have a short term negative impact in a lesser endowed economy with insufficient electric production, uneven access and unreliable distribution capacity.

In the field of sustainable transport many categories of users have, and will continue to have in the years to come, considerable choice over modes used for any one journey. Support of any one technology would be over alternatives and introduce a bias as well as risking losing part of the membership. Furthermore, it is the sustainability of the complete transport system in its geographical, economic, social and environmental context that needs to be pursued, and not that of selected segments or modes. All transport systems today are a complex combination of multimodal options with complex tradeoffs regarding resilience, affordability and inclusiveness. They use a mix of technologies that will change with the ecologic and economic conditions and that will evolve with equipment and systems performance. Technology partiality leads to the risk of excluding the appropriate technology mix which may, in other contexts, be the most appropriate solution for that particular transport system.

RECOMMENDATION

Reaffirm SLoCaT open, critical approach to technology: decisions and work plans to conform to this approach.

5.9 – IMPARTIALITY COMMITTEE MANDATE

The Terms of Reference of the Impartiality Committee are narrowly circumscribed while the issues leading to partiality or impartiality are broadly related to the governance of SLoCaT.

RECOMMENDATION

Consider broadening the mandate and terms of reference of the Impartiality Committee, while paying attention to the effort required, from impartiality to governance, that would necessarily include impartiality. Specific themes could also be introduced every year as needed.

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## ANNEX 1

### IMPARTIALITY COMMITTEE TERMS OF REFERENCE

# Impartiality Committee of the SLoCaT Foundation

## Background

In the development process of the Constitution and By-laws of the SLoCaT Foundation, the members of the SLoCaT Partnership and the Ad-Hoc Committee overseeing the institutionalization of the SLoCaT Partnership had emphasized the need to create a mechanism to maintain SLoCaT Partnership's impartial nature vis-à-vis various modes of transport and different constituencies. After the establishment of the SLoCaT Foundation, the Board of the SLoCaT Foundation decided to establish an independent committee to assess the impartiality of the SLoCaT Foundation in terms of its governance and functioning.

The first Impartiality Committee of the SLoCaT Foundation was set up in January 2016.

## Members:

- Maryvonne Plessis Fraissard
- Michael Fahy
- Henrik Gudmundsson

## Objective

The objective of the Impartiality committee is to assess the impartiality of the SLoCaT Foundation in terms of governance and functioning, as stated in Chapter III of the Constitution and Section 6 of By-laws of the SLoCaT Foundation.

## Terms of Reference

### Task 1: Review the Governance structure of the SLoCaT Foundation

In assessing the impartiality of the governance structure of the SLoCaT Foundation, the Impartiality committee should;

- Review the functioning and implementation of the existing governance structure of the SLoCaT Foundation.
- Recommend changes in the governance structure of the SLoCaT Foundation in places where the current structure is threatening the impartiality of the organization

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### Task 2: Review the Financing structure of the SLoCaT Foundation

The work of the SLoCaT Partnership is financed by two main sources of funding; the Supporters of the SLoCaT Foundation and the Annual Support Fee paid by the members of the SLoCaT Partnership. In its review, the Impartiality Committee is asked to:

- Review the financing structure of the SLoCaT Foundation (Annual Support Fees and

Contributions by SLoCaT supporters).

- Assess whether organizations providing financial support to the SLoCaT Foundation are deriving undue influence from this.
- Where necessary, recommend changes pertaining to the financial structure of the SLoCaT Partnership or the manner in which SLoCaT supporters are involved in the activities of the SLoCaT Partnership and SLoCaT Foundation.

### **Task 3: Review of the functioning of the SLoCaT Secretariat**

The SLoCaT Secretariat is an administrative entity, mandated by the Board of the SLoCaT Foundation, that services the SLoCaT Partnership and the SLoCaT Foundation. Currently, the core staff of the SLoCaT Secretariat is based in Shanghai, China where they are hosted by CESGShanghai,

a private sector company through a service contract.

The Impartiality Committee is requested to;

- Review the structure and positioning of the SLoCaT Secretariat
- If necessary, recommend changes pertaining to the structure, the positioning and hosting arrangements of the Secretariat

### **Task 4: Prepare a Impartiality Evaluation Report of the SLoCaT Foundation**

Based on its review of the functioning of the governance and financing structure of the SLoCaT Foundation, as well as the SLoCaT Secretariat; the Impartiality Committee is requested to prepare an Impartiality Evaluation Report of the SLoCaT Foundation. The development process of the report should include the following steps;

- The Impartiality Committee will prepare a draft report to be submitted to the Board of the SLoCaT Foundation
- The Board of the SLoCaT Foundation will give its comments to the draft report, which the Impartiality Committee will address in preparing the next draft
- The second draft of the Report will be circulated to the SLoCaT Partnership members for comments. Written comments from the circulation of the draft report will be incorporated the draft final report.
- The final draft report will be submitted to the Board of the SLoCaT Foundation, who will make decisions on the possible recommendations by the Impartiality Committee.

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### **Task 5: Provide guidance on additional topics at an ad-hoc basis**

In the course of the Impartiality Committee's work, additional topics may arise where the impartiality of the SLoCaT Foundation can be questioned, such as for example relations with the OEMs, automotive industry and/or other organizations. In such cases, the Impartiality Committee can provide its recommendations on how the SLoCaT Foundation can best engage with such organizations without threatening the impartiality of the SLoCaT Foundation.

### **Implementation & Methodology**

The Impartiality Committee will act independently from the SLoCaT Foundation and its Secretariat, it can call on the SLoCaT Secretariat for assistance where needed, e.g. in sourcing relevant documents and in setting up and facilitating calls with relevant resource persons.

### **Document Review**

The SLoCaT Secretariat will make available all relevant administrative documents:

- Constitution;
- By-Laws
- Documents related to SLoCaT Board Meetings including relevant financial documents

In addition all relevant brochures and knowledge products of the SLoCaT Partnership will be made available.

It is suggested to set up a Drop Box or Google Document to ensure that members of the IC have access to all relevant documents.

### **Interviews**

In carrying out its activities, the Impartiality Committee may choose to conduct interviews with persons it selects from members the SLoCaT Partnership, Supporters and/or Board of the SLoCaT

Foundation, others.

It is suggested that the Impartiality Committee draws up a list of persons to be interviewed and that following this, the SLoCaT Secretariat helps in setting up the calls whereby use will be made

of the SLoCaT conference line.

### **Timing**

It is envisaged that the Impartiality Committee conducts its review in three months. It is proposed

that the Board gives initial comments by email and that the final report is submitted to the Board

of the SLoCaT Foundation latest by April 22<sup>nd</sup> in time for discussion in the early May Board Meeting.

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A more detailed time plan will be formulated by the Chair of the Impartiality Committee, which will be shared with the Board of the SLoCaT Foundation by email on a “for information basis”.

### **Remuneration**

Each member of the Impartiality Committee will be provided an honorarium in the amount of US\$ 2,000 (Two thousand US dollars), while the Chairperson will receive US\$ 2,500 (Two thousand and five hundred).

Expenses in support of the discharge of duties by the IC, e.g. phone calls, will be reimbursed.

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ANNEX 2

IMPARTIALITY COMMITTEE WORK PLAN AND SCHEDULE

AS SENT TO THE SECRETARY GENERAL FEBRUARY 11, 2016

FOR INFORMATION OF THE SLOCAT FOUNDATION BOARD MEMBERS

- February 4 Initial telephone meeting between the SLoCaT Secretariat and the IC members.
- February 5 IC skype meeting to agree on Work Plan, Documents to be used and interviews to be made.
- First batch of Interviews with all IC members to be conducted the week of February 15
- Following batch(s) of interviews to be planned during the weeks of February 15, 22 and 29 of February. This may be extended by one week.
- Following batch(s) distributed to be carried out during the weeks of February 22, February 29 and March 8. This may be extended by one week.
- IC Telephone meetings every Monday morning unless otherwise proposed, to share interview results and to agree on impartiality findings to be included in the IC report.
- The IC, through its Chair, submits the first version of the draft report to the Secretariat or to the Board of the SloCaT Foundation by COB Thursday March 31;
- The Secretariat provides the IC with the Board members email comments by COB Monday 11 April;
- The IC addresses the comments and, through its Chair, sends the second version of the draft report, to the secretariat by COB Thursday April 14;
- The Secretariat provides the IC with the Partners comments by COB Thursday April 28;
- The IC addresses the comments and, through its Chair, sends the final report to the Secretariat by COB Monday May 2.

The schedule will be managed with flexibility to accommodate the IC members' other commitments, COB relates to the US Eastern Time, the work time zone of the IC Chair.

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### ANNEX 3

#### IMPARTIALITY COMMITTEE (IC)

##### DOCUMENTS REVIEWED

The documents reviewed include were received from the Secretariat, as follows:

- Constitution of the Incorporated SLoCaT Foundation; Recognized August 4, 2014;
- 'Bellagio Declaration on Transportation and Climate Change' (16 May, 2009).
- Impartiality Committee of the SLoCaT Foundation: Terms of Reference;
- By-Laws of the SLoCaT Foundation approved June 2, 2015
- SLoCaT Partnership First Quarterly Report January to March 2015
- SLoCaT Partnership Second Quarterly Report April to June 2015
- SLoCaT Partnership Third Quarterly Report July to September 2015
- SLoCaT Partnership Fourth Quarterly Report October to December 2015
- SLoCaT Work Program 2015 – 2016
- SLoCaT Key elements By-Laws SLoCaT Foundation draft 6 June 2014
- SLoCaT Compiled Comments to the Second Draft of Proposed SLoCaT Foundation Constitution-July 10
- SLoCaT Proposed SLoCaT Foundation Constitution-for comments-June 6 2014
- SLoCaT Compiled Comments Matrix for Second Draft of Updated By-Laws-July 19
- SLoCaT Compiled documents- comment matrix for general, constitution and by-laws-27 June
- Gill, A. (2011) 'Challenge in the boardroom'

Other documents / web sites were used by the IC include:

- <http://www.slocat.net/>
- [ppmc@slocatpartnership.org](mailto:ppmc@slocatpartnership.org)

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ANNEX 4  
IMPARTIALITY COMMITTEE (IC)  
DOCUMENTSTANDARD LETTER SENT TO INTERVIEWEES

The By-Laws of the SLoCaT Foundation requires that an Impartiality Committee (IC) makes an annual review to ascertain that the SLoCaT Foundation represents all groups that have an interest in sustainable low carbon transport in an impartial and balanced manner. The report of the IC including its recommendations are presented at the annual Boa Meeting of the SLoCaT for discussion and appropriate action.

This year, the three person IC comprises Maryvonne Plessis-Fraissard, Chair of the IC: she is an independent consultant, ex Director of Transportation at the World Bank; Henrik Gudmundsson, Senior Researcher in Transport Policy Analysis at the Technical University of Denmark, and Michael Fahi, independent mobility consultant, ex Director of Mobility at WBCSD.

The specific Terms of Reference of the IC request that it focusses on three aspects of SLoCaT: (i) its governance structure, (ii) its financing structure and the appropriateness of the influence that supporters may exercise, and (iii) the appropriate functioning of the SLoCaT Secretariat.

With this mandate, the IC members come to you to request a telephone interview. In order to facilitate the exchange, the IC members would like to focus the discussion, broadly on the following themes, which we share with you below for convenience;

- a) What is your professional experience as it relates to your association with SLoCaT, and how you see your role in the SLoCaT partnership?
- b) In your judgement, how has SLoCaT been able to promote sustainable low carbon transport, and has it done so fairly and impartially?
- c) Do you have any area of dissatisfaction or concerns with respect to the ability of SLoCaT to fulfill its partnership mission as the primary collective public face of sustainable low carbon transport community?
- d) Have you experienced within the Partnership, any issues of conflict of interests, and how have these issues been addressed?
- e) Do you have any suggestion on how to improve the effectiveness of the Partnership, especially with regards to its governance, finances or administration?

It is understood that the work of the IC is strictly confidential and that all input, comment or suggestion shared with its members will be treated with absolute anonymity. Ultimately, the report of the IC will be independent and only reflect the judgment of its members.

We will not take more than an hour of your time.

Looking forward to meeting you and receiving your valuable perspective and input