

CHAIR OF THE FINANCE AND REMUNERATION COMMITTEE APPOINTMENT PACK



INTRODUCTION FROM THE BOARD

OUR VISION

Our goal is a more sustainable, just and equal planet. We want climate-critical forests and biodiversity to thrive and fossil fuels to stay in the ground. We want corporations to respect the earth and human rights and governments to protect and listen to their citizens, and the online world to be free from misinformation and hate.

For over 25 years, Global Witness has fought to end environmental and human rights abuses and the scourge of corruption driven by political elites and predatory companies. Through our bold and hard-hitting investigations, campaigning and advocacy, we have catalysed change worldwide to challenge the systems that enable these harms.

Right now, our work is needed more than ever. We are facing a crisis: the climate is being destroyed, and civic freedoms are deteriorating. The abuse of power is pushing the world to breaking point as big corporations go unchecked in exploiting people and the planet, with governments complicit or turning a blind eye.

We know we can't do this work alone. It is only through working with campaigners, civil society groups and others that we can take on some of the most influential players that are propagating corruption, human rights abuses, and environmental destruction.

But none of these ambitions is possible without substantial and sustained financial health and taking the proper steps to strengthen our organisation.

We are looking to appoint an exceptional Chair of the Finance and Remuneration Committee with excellent leadership skills and a global perspective. The successful candidate will bring their integrity and lead by example, to bring a robust, skilled, and supportive voice to the governance of Global Witness.

We invite applications from individuals who want to join a passionate and talented community. There is a real opportunity to work with the Board, the Senior Leadership Team and staff to achieve a real and lasting impact.

We look forward to welcoming your application.

The Global Witness Board

OUR CAMPAIGNS

Global Witness campaigns on six key issues:

- **Ending the destruction of climate-critical tropical forests by curbing the flow of finance to those industries that profit from deforestation.** Our 2019 landmark report *Money to Burn* showed how over 300 banks and investment funds in all parts of the globe contributed more than \$44 billion to companies responsible for deforestation, especially in the Amazon, Congo Basin, and Papua New Guinea (PNG). We are campaigning for governments to introduce new rules and policies to tackle the financing and supply chains fuelling global deforestation.
- **Ending the killing of land and environmental defenders and ensure those who commit or are complicit in violence against them face justice.** Our work exposes the links between incidents of intimidation or violence against defenders and irresponsible global agribusiness, which is complicit – and sometimes even instigating – such violence. Through investigations, research and advocacy, we aim to alter the behaviour of companies and governments that seek to disrupt the campaigns of land and environmental defenders by any means.
- **Ending the growth of gas – the last fossil fuel.** The fossil fuel industry is funding a global public relations campaign to influence opinion in favour of a shift to gas, which is presented as a solution to the climate crisis but is the complete opposite. Our report “*Overexposed*” revealed that all production from new oil and gas fields – beyond those already in production or development – is incompatible with the goal to keep warming under 1.5°C. Going above this level would have devastating impacts on human societies and the environment around the world. So we are campaigning in the EU and the US to stop taxpayers’ cash and government policies being used to prop up unviable fossil gas projects and expose the malign influence peddled by the gas industry on our political leaders and significant legislative bodies.
- **Ending corporate corruption and improving governance in the natural resources sector.** All too often, deals are done that enrich and empower elite politicians, breed impunity and widen existing inequalities. As a result, instead of benefitting from their country’s natural resource wealth, local communities are often left with a legacy of environmental destruction and sometimes violent repression or even armed conflict. We aim to bring about an international system of corporate accountability and responsibility through new global norms and national laws so that corporations cannot operate above the law either in the countries they work in or those where they are headquartered.
- **Ending the division, hate and disinformation spread on digital platforms.** Social media companies and Big Tech have pervaded our lives to an astonishing degree. Yet, time and again, we have seen how the use of Facebook, Google, Twitter and other platforms can amplify racist, misogynist and divisive content - even to the extent of inciting violence and undermining democracy. The way they are set up means they profit from the most attention-grabbing content, even when this leads to harm in the real world. We are campaigning to hold online platforms to account for their damaging business model. Our long-term goal is a world where social media companies and Big Tech are forced to operate transparently and where online hate and discrimination do not flourish unchecked.
- **Ending corporate complicity in environmental and human rights abuses.** We are campaigning for new global standards to stop companies from operating in a way that drives environmental and human rights abuses. Joining our partners and social movements around the world, we aim to force the hands of governments to ensure corporations who undermine the law start acting in the public interest and serve notice on those responsible for undermining progress towards a more sustainable, equitable future.

HOW WE WORK

We have over 90 staff and offices in London, Washington DC, Beijing and Brussels, and a global network of partners and allies.

You can read more about Global Witness and our impact in the 2020 annual report: [Time for a climate revolution.](#)

OUR VALUES

Courage: We want to contribute to solving the biggest problems in the world today, and we know this will take courage.

Kindness: We are all committed to creating a world that is kinder and more equal.

Inclusion and belonging: We recognise that inclusion and belonging is something we must embrace collectively. However, we know that we have some way to go before Global Witness is genuinely inclusive and diverse.

Collaboration: We need to be more honest and reflect about what we can achieve alone and do more to build fair and equal partnerships internally and externally.

OUR COMMITMENTS TO RACIAL JUSTICE

While we have achieved significant change in our 25-year history, we recognise that we are part of a problematic disconnect between striving for a better world and operating in a way that does not confront the status quo. As a result, our work has propagated racism and legacies of oppression at times in our history.

We have taken steps to overcome this by developing partnerships with allies working on the ground and creating job roles dedicated to more inclusive, supportive and less exploitative relationships with our partners. In addition, we have built structures to give Black, indigenous and people of colour (BIPOC) voices a platform in our media and communication outputs. Internally we are working with Fearless Futures to implement organisation-wide training.

But we know we need to look much harder at ourselves. We talk about ‘exposing the facts’ and ‘changing the system’, but the reality is we have to do more when it comes to racial injustice. We’ve started with four commitments to racial justice, which you can read about [here](#).

AN OVERVIEW OF OUR GOVERNANCE

Global Witness is a non-governmental, not for profit organisation. It is a company limited by guarantee (registered in England no. 2871809) and was incorporated on 15 November 1993 under a Memorandum of Association that sets out its objects and powers. The company is unable to distribute any of its assets for the benefit of the directors or members.

The company has a **Board of Directors**, including the original co-founders of the organisation, who have no beneficial interest in the company. The Board meets quarterly to set strategy, ensure financial sustainability, and oversee the organisation’s direction.

Day to day management is provided by the Leadership Team led by the CEO, Mike Davis. The rest of the leadership team comprises the Director of Campaigns, the Director of Operations, the Director of Human Resources, the Director of Development, the Directors of Communications, and the Director of Campaigns.

Global Witness also has an **Advisory Board** made up of prominent individuals with experience in areas relevant to Global Witness’ activities. It provides advice and support to the staff and meets three times a year.

You can find more detail about our governance structure can [here](#).

EXTERNAL ENGAGEMENT POLICY

Directors of Global Witness should be working to protect our aims and best interests. The nature of our work means that we are concerned with ensuring transparency and strengthening our values, so our Board should be highly aware of and sensitive to potential conflicts of interest and personal engagements that could damage our reputation.

Global Witness defines several sectors of the economy as 'conflicted sectors' whose aims and activities are incompatible with our purpose and values. These are tobacco, fossil fuels, logging, timber and paper, mining, nuclear power, agribusiness, the arms trade and involvement with products or services that present significant threats to the security of human rights and environmental defenders.

In addition, we apply a 'red flag', irrespective of sector, to companies that are breaking international sanctions, demonstrate a pattern of poor governance, have records of tax evasion or aggressive tax avoidance, money laundering or poor financial transparency. Specific portfolios within the financial services sector may also be a conflict, particularly where portfolios are heavily invested in the above sectors. Political parties may be considered to be conflicted if they promote policies or values that are directly opposed to our objectives or values. However, involvement with a political party would not automatically be a conflict of interest or reputational risk.

Potential applicants should read through the full external engagement policy before applying. If you believe that a current or potential relationship may constitute a conflict of interest or reputational risk, we are happy to talk to you about this in more detail.

ROLE DESCRIPTION

PURPOSE OF ROLE

The Chair of the Finance and Remuneration Committee (FRC) will bring a robust, skilled and supportive voice to the governance of Global Witness – able to develop strong working relationships with the Chair, board members and executive team. They will play an important role in shaping the financial and fiduciary governance of the organisation and lead the Finance and Remuneration Committee.

TIME COMMITMENT

The time commitment for this appointment is the equivalent of two days a month. The Board meets four times a year, usually in April, July, October, and December.

The Chair of the Finance and Remuneration Committee (FRC) will also attend and chair the FRC meetings. This committee meet four times a year usually two weeks prior to each Board meeting for 3 hours.

The chair of the FRC will also meet with the auditors at least once a year.

GW does not pay Non-Executive Directors to serve on the Board. We will reimburse reasonable travel costs and expenses.

UPCOMING BOARD MEETINGS

Finance and Remuneration Committee meeting – 21 September 2021

Full Board meeting – 5 October 2021

Finance and Remuneration Committee meeting – 1 December 2021

Full Board meeting – 5 October 2021

We will work with all Board members to agree dates for 2022 towards the end of quarter three.

PERSON SPECIFICATION

- A visible leader who displays a global perspective
- Displays independent judgement and effective decision making
- Credible with the ability to chair the Finance and Remuneration Committee
- Acts with integrity leading by example, and promotes Global Witness' values
- Currently in or previously held a position with financial responsibility at a senior level
- Experience in organisational governance and risk management, audit, or accountancy
- Networking and fundraising skills
- Collaborative, open to different perspectives and an active listener
- A track record of thoughtful and considered leadership experience and organisational management
- A commitment to racial justice and diversity and inclusion
- The time available to meet the requirements of the role

RESPONSIBILITIES

- Oversee the financial health and leadership of the organisation
- Support the Chair, the Chief Executive and the broader board to fulfil its duties and responsibilities for the proper governance of the organisation
- Acts as a sounding board for the Director of Operations, Director of Finance, and the broader leadership team
- Chair and actively participates in the Finance and Remuneration Committee
- Review strategy, income, and expenditure for different activities in the organisation's strategic plan
- Recommend as appropriate operating and capital budgets and reserve levels to the Board
- Ensure that effective risk management practices are embedded and reviewed regularly
- Oversee the appointment and liaises with the auditors
- Review the remuneration and benefits of the Executive Directors (Founders) and CEOs on an annual basis
- Engages with and provides guidance on the long-term direction and strategy of the organisation
- Ensure compliance with company, charity and other applicable laws
- Provide active support in fundraising where appropriate and required

HOW TO APPLY

1. Read our external engagement policy
2. Please send a one-to-two-page cover letter outlining what you would bring to this appointment along with your CV (maximum two pages) to {insert contact details for Prospectus}

Please ensure that you have included mobile, work and home telephone numbers, as well as any dates when you will not be available or might have difficulty with the recruitment timetable.

We believe passionately that a truly inclusive workplace leads to increased social impact.

To understand how we are performing, we ask that you kindly complete the brief equal opportunities questionnaire when you submit your application via the Prospectus website.

Please be assured that your responses are kept confidential, separate from your candidate record, are not part of any application you make, and that the consultants never see individual responses to the questionnaire.

Applications should be made via the Prospectus website at:

<https://jobs.prospect-us.co.uk/jobs/details/hq00178459>



RECRUITMENT TIMETABLE

Deadline for applications: Monday 09 August

Interviews with Prospectus w/c 23 August

Interviews with Global Witness: w/c 13 September

The successful candidate would be expected to attend the Global Witness Board Meeting on Tuesday 05 October.

QUERIES

If you wish to have an informal discussion about the opportunity, please contact our retained advisors **Jess Stockford** or **Børge Andreassen** at Prospectus on **020 7691 1920**, or email [**jessica.stockford@prospect-us.co.uk**](mailto:jessica.stockford@prospect-us.co.uk) or [**borge.andreassen@prospect-us.co.uk**](mailto:borge.andreassen@prospect-us.co.uk)