ANNEX E Approved July 15, 2009

Terms of Reference of the Human Resources Committee

1. **PURPOSE**

1.1 The Human Resources Committee (the Committee) is established by the Boards to strengthen the efficiency and effectiveness of the Boards in discharging its oversight responsibility on the World Bank Group's (the WBG) Human Resources strategy, policies and practices, and their alignment with the business needs of the organization.

2. **RESPONSIBILITIES AND DUTIES**

In fulfillment of its responsibilities, the Committee shall:

2.1 **Oversee the Bank's Human Resources Strategy and Policies**

- 2.1.1. The Committee shall conduct an annual review of the Human Resources strategy.
- 2.1.2. The Committee shall evaluate the Annual Review of Staff Compensation.

2.1.3. The Committee shall periodically review the effectiveness and alignment to business needs of the Bank's Human Resources policies related in particular to:

- (a) Strategic staffing, including staff skills, recruitment, deployment and development;
- (b) Diversity;
- (c) Terms of employment;
- (d) Compensation and benefits;
- (e) Performance management, rewards and recognition;
- (f) Staff knowledge and learning;
- (g) Organizational design, including decentralization strategies;
- (h) Staff health and safety; and
- (i) Managerial accountability.

2.1.4. The Committee shall maintain close liaison with the International Monetary Fund (IMF) Executive Board on all Human Resources issues.

2.2 **Oversee the alignment of staffing with agreed WBG's priorities**

2.2.1. The Committee shall periodically review and discuss key staffing and compensation issues in light of the Bank Group's strategic directions.

2.2.2. The Committee shall periodically review and discuss key strategic staffing issues with Management as necessary.

2.3 Fulfill specific responsibilities in relation to Board Involvement in Senior Appointments

2.3.1. In consultation with other Committees of the Boards, the Committee shall review the principles, policies and practices in the appointment and assessment of senior managers.

2.4 Monitor the Conflict Resolution System of the Bank

2.4.1. The Committee shall consider annual reports on the Conflict Resolution System and periodically assess its adequacy.

2.5 Monitor investigations of alleged misconduct by Bank staff

2.5.1. In joint sessions with the Audit Committee, the Committee shall consider the annual summary reports on INT investigations of alleged fraud, corruption and other misconduct by Bank staff.

2.6 **Discharge other responsibilities within its remit**

2.6.1. The Committee shall review periodically the content and implementation of the Action Plans resulting from the regular Staff Surveys.

2.6.2. The Committee shall perform any other activity consistent with the Committee's Terms of Reference and the Bank's governing documents, as deemed necessary or desirable by the Board or the Committee.

2.7 Liaison with Staff Association

2.7.1. The World Bank Group Staff Association shall be invited, as appropriate, to send a representative to attend Committee meetings.