

According to the provisions of Annex II to Service Contract Nr. 10-14124/1, the Steering Committee of the Project :  
*Preparation of Regional Waste Management Plans and Strategic Environmental Assessment for East and North-East Regions (EuropeAid/130400/D/SER/MK),*  
on 24 July 2013, approved the following

## STEERING COMMITTEE RULES OF PROCEDURE

### Article 1

#### *(Purpose of the Rules of Procedure)*

These Rules of Procedure regulate the way in which the Steering Committee (SC) will execute its tasks in line with the Project Terms of Reference (ToR), and in particular in accordance with article 4.3 (Project Management) of those ToR.

### Article 2

#### *(Responsibilities of the Steering Committee)*

1. The Steering Committee is established exclusively for the purpose of the implementation of the Project *Preparation of Regional Waste Management Plans and Strategic Environmental Assessment for East and North-East Regions*.
2. As the supreme managerial body of the Project, the Steering Committee will have the following responsibilities:
  - Overseeing the Project progress and monitor the implementation of all Project activities;
  - Assessing the performance of the Consultant and the Consultant's Inception report, Monthly Progress Briefs, Interim Progress Reports, draft Final report and Final Report, as well as make recommendations, as appropriate, to the Contracting Authority which will approve these reports (except the Monthly Progress Briefs);
  - Assessing the results by the Consultant i.e. Assessment Reports, Regional Waste Management Plans and Strategic Environmental Assessment, as well as making recommendations, as appropriate, to the Contracting Authority which will approve these documents.
  - Jointly discussing and identifying any critical points or bottlenecks for further Project implementation, as well as propose and discuss remedial actions to be taken in order to tackle identified problems;

- Ensuring a close cooperation between relevant ministries, institutions, municipalities in the East and North-East Regions, Inter-municipal Public Enterprises for Waste Management and its Regional Boards for both regions, Association of Local Self-Government Units (ZELS), civil society organizations and other relevant actors, with a view to the complexity of the Project, as well as assuring transparency and visibility of the Project;
- Guiding the development and monitoring the implementation of individual Project schedules/plans of activities, and jointly taking decisions affecting the timing of Project implementation;
- Adopting and amending its Rules of Procedure.

### Article 3

#### *(Appointment and Revocation of Members)*

3. In accordance with the Project Terms of Reference, the Steering Committee shall compose of the following Members (Annex I: Decision no. 21-6724/1 from 19.07.2013):
  - Representatives from Department for Waste Management, Department for EU and IPA Unit, Ministry of Environment and Physical Planning (MoEPP);
  - Representatives from Secretariat for European Affairs (SEA);
  - Representatives from Association of Local Self-Government Units (ZELS);
  - Representatives from the Regional Board of the Inter-municipal Public Enterprises for Waste Management of East Region;
  - Representatives from the Regional Board of the Inter-municipal Public Enterprises for Waste Management of North-East Region and
  - Representatives from the civil society organizations;
4. The Observers to the Steering Committee (shall participate in the work of the SC in an observer capacity) are:
  - Two representatives of the EU Delegation (EUD) - the Task Managers from the EUD and
  - Two representatives from the Contracting Authority – Central Financing and Contracting Department (CFCD), Ministry of Finance.
5. The Steering Committee may invite additional members in consultation with the project Beneficiary;
6. Members can resign or be replaced. Any such change must be timely communicated in writing to the Chairperson of the Steering Committee.

## Article 4

### *(Responsibilities of Members)*

7. The Members of the Steering Committee are obliged to attend the sessions of the SC;
8. In case a Member is unable to attend the SC meeting, his/her designated substitute holding a right to vote shall attend the meeting;
9. The Members of the SC have the right to propose to the Chairperson a convoking of a particular meeting, incl. the agenda, topics for the agenda of the meeting;
10. The Members of the SC have the right to raise issues related to the implementation of the Project and to seek information from the Contractor on project implementation;
11. The Members of the SC are especially obliged to:
  - Be prepared for the sessions of the SC;
  - Present their opinion and the position of the institution they represent in relation to the issues discussed;
  - Inform the competent authorities of the institution they represent about the activities of the SC and the conclusions made at its sessions;
  - Ensure the implementation of the conclusions reached at the SC meetings.

## Article 5

### *(Substitute Members)*

12. The appointment of a Substitute Member is made in the same manner as for the Member of the Steering Committee, and an Amendment of the Decision for establishment of Steering Committee shall be processed;
13. In case a Member of the Steering Committee is unable to attend the meeting he/she shall inform the Chairperson of the SC at least 5 (*five*) working days prior to the meeting and shall be automatically replaced by the substitute member, from the same institution. He/she shall also inform the substitute and hand over all the relevant materials;
14. In such a case, the Substitute Member takes over all the rights and obligations of the respective Member, as long as the Member is unavailable.

## Article 6

### *(Chairperson)*

15. The representative of the MoEPP shall be the Chairperson of the Steering Committee;
16. In case the Chairperson is unable to preside over the sessions of the Steering Committee, he/she shall appoint a substitute (Acting Chairperson) from the existing Members of the Steering Committee, at least 5 (*five*) working days before the announced date of the meeting and shall accordingly inform the other Members of the Steering Committee;
17. Pursuant to the proceedings of the Steering Committee, the Chairperson of the Steering Committee may invite representatives of other relevant organisations, institutions and experts to take part in the Steering Committee meetings and provide their input concerning the Project implementation. These invitees have only consultative function and no voting rights in the Steering Committee;
18. The Chairperson manages the work of the SC, appoints and presides over the sessions of the SC, coordinates the achievement of Project objectives, and performs other duties as necessitated by the implementation of the Project and within the mandate of the Steering Committee.

## Article 7

### *(Secretariat of Steering Committee)*

19. The Consultant acts as the Secretariat of the SC;
20. The Secretariat of SC prepares and circulates the agenda, the Project reports (inception report, monthly progress briefs, interim progress reports, draft final report and final report ) and other outputs/materials to be reviewed by the Steering Committee Members, takes minutes from the sessions of the SC, maintains the SC filing system and performs other duties entrusted by the Chairperson of the SC.

## Article 8

### *(Convoking of Meetings)*

21. The SC meetings are the operational mechanisms of the Steering Committee;
22. The SC meetings are convoked by the Chairperson;

23. The meetings are convoked through a letter of invitation via e-mail, specifying the venue and time of the meeting, sent at least 5 (*five*) working days before the announced date of the SC meeting;
24. As an enclosure to the invitation letter are: the draft agenda, the Project report or/and any other documents/materials/outputs to be reviewed at the meeting, as well as the minutes from the previous SC meeting.

#### Article 9

##### *(Frequency of Meetings)*

25. Meetings of SC are convoked as specified in the Terms of References. The Steering Committee will meet at the beginning of the project, at the end of the inception phase and thereafter one every three months at least, and at the Project end;
26. Indicative dates of the SC meetings are set in the Project Plan of activities. The precise date for every particular meeting is determined at each of the Steering Committee's meeting.

#### Article 10

##### *(Venue of Meetings)*

27. In general, the Steering Committee holds its meetings at the premisses of MoEPP.

#### Article 11

##### *(Proceedings of Meetings)*

28. The Chairperson opens the meeting and presents the draft agenda for subsequent approval;
29. Any Member of the SC may propose amendments to the draft agenda for which elaboration is required;
30. Following the approval of the agenda the Chairperson presents for approval the minutes from the previous SC meeting, that have been previously circulates/commented to/by the Members;
31. Unless decided otherwise, a discussion is to be opened on each issue of the proposed agenda.

#### Article 12

##### *(Taking Decisions)*

32. The SC takes valid decisions concerning issues from its scope of work, provided that the session is attended by more than half of the SC members or their alternates;
33. Under the guidance of the Chairperson, the Steering Committee shall strive to make all decisions by consensus of all Members present;
34. Each Member of the SC has one vote;
35. In building consensus, the Chairperson shall aim to achieve that communications have been sufficiently inclusive and the climate has been sufficiently supportive to make all SC Members feel that they have been heard, and that they had their fair chance to influence the decision taking;
36. If a consensus cannot be achieved, the Chairperson shall put the decision to a vote. All decisions can be made by a majority of the Members present with the vote of the Chairperson deciding in case of a tie;
37. The CFCD, as the Contracting Authority of the Project, reserves the right to inform the Steering Committee about any possibility of not being able to endorse the decisions made by the Steering Committee, if such decisions happen to be in conflict with the Project contractual obligations.

#### Article 13

##### *(Materials for the Meetings)*

38. Documents to be reviewed by the SC session are submitted to all Members by the Secretariat of the Steering Committee, as an enclosure to the invitation letter for the respective meeting, not later than 5 (five) working days prior to the date of that particular meeting.

#### Article 14

##### *(Quorum for the Meetings)*

39. Any meeting of the Steering Committee can be considered valid if more than half of the nominated members are present.

#### Article 15

##### *(Working Language)*

40. The official working language of the Steering Committee is English. All communications, minutes, comments and other official documents are to be prepared in English;
41. Exceptionally, Members can intervene during the meetings, and present materials in Macedonian language. If, however, a SC Member has such intentions, he/she is obliged to timely notify the SC Secretariat about this,

which shall provide interpretation/ translation services within the available resources.

## Article 16

### *(Meeting Minutes)*

42. Minutes are taken during the sessions of the Steering Committee by the SC Secretariat.
43. The Minutes comprise in particular the following: appointment of the meeting; venue and time of the meeting; attending Members and other participants; absent Members; information on the approval of the minutes from the previous session; agenda for the meeting; working dynamics of the meeting; mechanism for decisions taking, comments and recommendations and other information.
44. The draft minutes of each meeting of the SC have to be distributed by the SC Secretariat to all the Members of SC within maximum 5 (*five*) days after that particular meeting has been held.
45. The Members of the SC shall provide comments on the draft minutes in writing not later than 5 (*five*) working days after receiving.
46. If comments are not provided by a SC Member within the defined deadline, it will be considered that this Member has tacitly approved the minutes.
47. The draft minutes shall be adopted by the Members of the Steering Committee during the subsequent SC meeting.
48. In case a need arises for an urgent decision to be taken, the Chairperson may initiate a so-called *written procedure*, in which a written approval by each Member will be considered as a voted decision.

## Article 17

### *(Reporting on Project activities)*

49. The reporting of Project activities, as well as the project outputs and results are formalised through inception report, monthly progress briefs, interim progress reports, draft final report and final report as stipulated in the Project Terms of Reference.
50. The Project Team Leader bears responsibility for the relevance and quality of the reports' content.
51. The Steering Committee Members deliver their comments on the reports either in writing or verbally during the SC meeting.

52. Where appropriate, the Steering Committee may provide guidance to the Project Team Leader concerning the modalities of implementation of Project activities.

#### **Article 18**

##### ***(Comments on the Reports)***

53. The Steering Committee's Members shall send their comments of the reports (i.e. inception, interim progress, draft final and final report) to the Chairperson within 5 (five) working days from the date of their submission by the Secretariat of SC.
54. The received comments shall be presented and discussed on the Steering Committee meeting.
55. The Chairperson of the Steering Committee shall send the agreed content of the comments to the Contracting Authority.

#### **Article 19**

##### ***(Comments on the Project Outputs)***

56. The Steering Committee members shall send their comments of the project outputs (i.e. Assessment Reports, Regional Waste Management Plans and Strategic Environmental Assessment) to the Chairperson within 10 (ten) working days from the date of their submission by the Consultant of the Project.
57. The Chairperson of the Steering Committee shall send the agreed content of the comments to the Contracting Authority.

#### **Article 20**

##### ***(Written procedure)***

58. Where needed decisions may be adopted by a written procedure launched by the Chairperson.
59. In cases of written procedure the Chairperson shall send all documents necessary to the members of the Steering Committee together with the draft proposal. Every member of the Steering Committee shall reply within 5 (five) working days (unless otherwise specified) from the date of launch of the written procedure. The proposal shall be deemed adopted by the Steering Committee if there are no written objections within that period.

Article 21

*(Project Plan of activities)*

60. The Steering Committee shall agree with the text of the Inception Report and the overall Project Plan of Activities (Work Plan);
61. The Steering Committee shall provide guidance on the Project Plan of activities;
62. The Project Plan of activities is revised by the Project Team Leader, based on inputs received by the Steering Committee.

Article 22

*(Entry into Force)*

63. These Rules of Procedure enter into force on the day of their approval.

Date and place:

24.07.2013, Skopje

Chairperson:

Ana Kapanikova *Kapanova*  
A. Kapanova