WWF INDEPENDENT REVIEW

STATEMENT OF OBJECTIVES OF THE INDEPENDENT REVIEW
AND

TERMS OF REFERENCE OF THE INDEPENDENT PANEL OF EXPERTS

A - STATEMENT OF OBJECTIVES

Preamble

This Statement of Objectives shall govern the work of the Independent Panel of Experts to be established by the International Board of WWF to respond to the recent allegations raised in the media regarding human rights violations in the context of WWF’s conservation work.

As a global leader in conservation, partnering with local communities and indigenous people is at the heart of WWF’s mission to create a future where both people and nature thrive. Human rights abuses are unacceptable and can never be justified in the name of conservation.

WWF takes the allegations seriously and is committed to the full exploration of the issues that have been raised. The Independent Review will assess and evaluate the strength of the allegations, including WWF’s measures to prevent any inappropriate conduct of the type raised in the allegations and the suitability and appropriateness of WWF’s broader policies, procedures, and assurances and risk management processes in the context of the allegations.

Glossary

“Independent Review”: A third-party review of the recent allegations (series of articles by BuzzFeed News and Kathmandu Post; “the Allegations”). The Independent Review shall comprise the following:

(1) a fact-finding process or investigation that will be conducted by an independent firm/-s or entity/-ies (“Review Team”),

(2) an evaluation and assessment of the outcome of the Review Team’s investigation by a Panel of Experts (“Independent Panel of Experts” or “the Panel”) that will provide its conclusions and recommendations in a public report to WWF, and

(3) the report will also include advice on future approaches to spatial conservation, based on the Panel’s recognised collective expertise in human rights, development and conservation.

“Independent Panel of Experts” or “the Panel”: High-level individuals with recognised collective expertise in human rights, development and conservation who are appointed by the International Board and who have confirmed their willingness to participate in the Independent Review.
1. **Principles of Participation**

**Independence and Disclosure.** Panel members must be independent and in a position to make unbiased judgements. A Panel member shall disclose to the Sub-Committee of the International Board any circumstances that might be deemed to affect his/her impartiality or independence. A Panel member who becomes aware, during the course of the investigation, of any circumstances which may disqualify him/her or expose him/her to a conflict of interest must immediately inform the Sub-Committee.

**Payment and expenses.** Panel members may receive reasonable compensation for their efforts.

**Confidentiality.** In the interest of a due process of the Independent Review and to ensure compliance with applicable laws, the work of the Panel is subject to appropriate levels of confidentiality. The Independent Panel of Experts will use all information and documents provided to them by WWF International or any other WWF Office (“WWF information and documents”) exclusively for the purpose of carrying out the assignment. The Independent Panel will share a draft of its report with WWF prior to publication to allow WWF the opportunity to make any representations as to its contents, to be considered by the Panel.

2. **Guiding Principles for Panel and Independent Review**

The Independent Panel of Experts shall be guided in its work by the principles of independence, integrity, objectivity and transparency. Those principles shall also govern the Independent Review.

The Independent Panel of Experts shall be committed to complete its work in a diligent, efficient and timely manner.

3. **Mission**

The Independent Panel of Experts shall

3.1 review, examine and assess WWF’s role in connection with the Allegations,

3.2 propose to WWF suitable measures, procedures and processes to prevent similar allegations and occurrences in the future, including a review and examination of the presence and effectiveness of WWF broader policies and procedures, project governance, and assurance and risk management processes in the context of the Allegations, and

3.3 advise on future approaches to spatial conservation, based on the Panel’s recognised collective expertise in human rights, development and conservation.

4. **Publication of Results**

The results of the Independent Review will be made public
B - TERMS OF REFERENCE OF INDEPENDENT PANEL OF EXPERTS

1. Appointment and Composition

The Independent Panel of Experts (“the Panel”) will be appointed by the International Board and shall be accountable to it.

Terms of engagement of Panel members are laid out in a Letter of Engagement signed by Panel members, including inter alia terms of common interest privilege, confidentiality, term and compensation.

The Panel can suggest further Panel members or additional resource persons to be appointed by the Board.

2. Access to the Board and Sub-Committee of the Board

The International Board has appointed an ad-hoc Sub-committee (“Sub-committee”) of the International Board under para.12 of the Statutes of WWF International. Its purpose is to help the Board assure independence of the review of the Allegations and support the Board’s strong and purposeful supervision of the full review process and of WWF’s response management, and follow up actions. It is responsible for ensuring that the Board is instructed with relevant advice and recommendations (Sub-Committee TORs attached at Annex 1). The International Board will oversee the implementation of actions by WWF.

Any member of the Panel can request meetings with members of the Sub-Committee of the Board or the whole Sub-Committee of the Board or the whole Board to discuss matters relating to the Independent Review including the interpretation of and, if appropriate, changes to the Statement of Objectives.

3. Meetings

The Panel shall meet as often as its work requires. Meetings can be held via telephone or video conference or in person as required. Any Panel member can call meetings. The Panel may also meet with the Review Team in the same manner as appropriate.

The Panel will agree its own internal modus operandum, including method of decision-making and communications of the Panel, and inform the Sub-committee of its modus operandum.

4. Secretariat

The Panel shall operate an adequately staffed secretariat to support the Panel.
The Secretariat will be composed of an Executive Secretary, appointed by the Panel, and other staff as necessary and appropriate. All Secretariat staff will be bound by a Statement of Independence.

The Secretariat shall be responsible for among other things:

- Organising, preparing and conducting the meetings of the Panel and briefing sessions with the Review Team and the Subcommittee of the Board.
- Coordinating and preparing the Panel’s work products.
- Any other activity related to the Independent Review and required by the Panel to complete its work in a thorough, diligent, efficient and timely manner.

5. Review Team

- The Subcommittee appoints an independent entity retained to conduct a fact-finding of claims raised in the Allegations as well as related concerns, specifically in the context of WWF’s role and governance responses. (“Review Team”).
- WWF executives will assist in the facilitation of information to the Review Team, to include responding to questions from the Review Team regarding availability of evidence, and assist in the provision of information as required.
- WWF will provide all relevant and requested material to enable the Review Team to perform its fact-finding mission. The Review Team will be provided full and unfettered access to all WWF documents and staff in relation to this project
- The Review team is accountable to the Panel. It will remit its findings and conclusions directly to the Panel and to a limited number of selected WWF staff explicitly named in the agreement between WWF and the Review Team.
- The Panel will review the review team’s TORs, fact-finding plan, and the findings and conclusions of their fact-finding mission.
- The findings and conclusions of the Review Team will inform the Panel’s recommendations to WWF for actions and changes.
- The Review Team’s findings and conclusions will not be influenced by WWF or its staff members.
- The Review Team will have full and unfettered access, under legal privilege, to evidence preserved under the evidence preservation phase.

- Proposed scope of the Review Team – A review of facts, in each of the jurisdictions involved, to:
  - Assess available evidence in relation to allegations made against WWF in the series of articles
  - Assess WWF’s role and responses in the context of the allegations
  - Assess the adequacy of WWF’s project governance, assurance and risk management processes in relation to the allegations made
Make recommendations based on the fact-finding.

6. Tasks and Work Products

The Panel shall ensure that the Review Team carries out its work in a manner that is in line with the Guiding Principles set out in this Statement of Objectives. The Panel shall require that the Review Team provides it with the factual information, to the extent available, needed for a proper evaluation and assessment as a basis for making suitable recommendations to WWF.

To that end,

6.1. The Panel shall be consulted before the Review Team is appointed by the Sub-Committee of the Board. The Panel’s feedback shall duly be taken into consideration when appointing the Review Team. The Panel may at any time and with giving appropriate reasons propose that the Sub-Committee make changes to the Review Team.

6.2. The Review Team shall send an Investigation Plan to the Panel, consisting of both the subject-matter to be investigated as well as the methodology applied.

6.3. The Panel shall assess whether the Investigation Plan is consistent and thorough and contains an appropriate, fair and objective scope and methodology with regard to the Independent Review. If necessary, it shall request the Review Team to amend the Investigation Plan.

6.4. The Panel shall receive regular reports and meet as appropriate with the Review Team to obtain an update on main findings and major developments, and to approve any significant alterations to the investigatory steps to be conducted by the Review Team.

6.5. The Panel shall receive concerns voiced by the Review Team regarding access to information and evidence, including availability of custodians for interview, data extraction, authorisations, and the like. The Panel shall escalate these concerns to the Sub-Committee for further action.

6.6. The Panel shall, in its discretion and as it sees fit, request the Review Team to provide it with interim written reports summarising the factual findings of the investigation and the methodology applied.

6.7. The Panel shall receive a draft final factual report of the investigation from the Review Team. It shall request the Review Team to amend the draft if changes are warranted and appropriate given the scope and purpose of the investigation.

6.8. For the avoidance of doubt, while the fact-finding shall be carried out by the Review Team under supervision, lead and oversight by the Panel, the Panel shall be granted the same access to documents and information as is granted to the Review Team should the Panel wish to carry out any investigatory steps itself.
6.9. The Panel shall issue interim reports on the status and the findings of the Independent Review to the Sub-Committee as it deems appropriate or upon request of the Sub-Committee.

Based on the factual report of the investigation the Panel shall evaluate and assess the facts as presented to them by the Review Team in its final report and issue suitable recommendations to WWF. To that end

6.10. The Panel shall invite the Review Team to share its recommendations and proposed (remedial) measures with the Panel. The Review Team’s recommendations and proposed (remedial) measures shall duly be taken into consideration by the Panel.

6.11. The results of the Independent Review will be made public, subject to any legal restrictions prohibiting publication of particular material. The Panel will present the Sub-Committee of the International Board with a draft of its report including recommendations, ahead of publication. The Sub-Committee and WWF may provide comments on the draft, which will then be taken into account by the Panel in preparing the final report.

The draft written report to the Sub-Committee of the Board may include the following key content:

6.11.a. Confirmation that the methodology applied by the Review Team has been such as to ensure an independent, impartial and un-biased investigation as outlined in the Governing Principles set out above.

6.11.b. Assessment and evaluation of the facts as identified by the Review Team, with regard to the strength of the Allegations, any measures that WWF had already taken to prevent any inappropriate conduct of the type raised in the Allegations, the suitability and appropriateness of WWF’s broader policies, procedures, and assurances and risk management processes in the context of the Allegations.

6.11.c. On the basis of its evaluation and assessment, the Panel shall issue recommendations to WWF for further action, including advice on future approaches to spatial conservation, based on the Panel’s recognised collective expertise in human rights, development and conservation.

6.12. The final report will be published by WWF within one week after the Panel presents it to the Sub-Committee of the International Board.

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