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Policy Title:	<b>Tourism Enhancement Fund Procurement Committee Charter</b>
Policy Number:	<b>CG2021/07-22</b>
Approved By:	<b>Board of Directors</b>
Date of Approval:	<b>July 22, 2021</b>
Revision No.	
Date of Revision:	
Related Policies/ Legislation:	<ul style="list-style-type: none"><li>▪ <b>Government of Jamaica Handbook of Public Sector Procurement Procedures and;</b></li><li>▪ <b>Financial Administration and Audit (FAA) Act 2015</b></li><li>▪ <b>Public Sector Procurement Policy 2010</b></li></ul>
Policy Owner (Position):	<b>Corporate Secretary</b>



# TOURISM ENHANCEMENT FUND PROCUREMENT COMMITTEE CHARTER

## TABLE OF CONTENTS

Purpose	3
Key Responsibilities	3
Membership	4
Meetings	5
Conflict of Interest	6
Scope, Access and Authority	6
Reporting	7
Review of the Committee	7
Review of Charter	7
Publication of Charter	7
Adoption and Authentication	7

## 1. PURPOSE

- 1.1 The Procurement Committee (the **Committee**) is a Tourism Enhancement Fund (the TEF) Board Committee created to assist the Board in the effective discharge of its governance and oversight responsibilities relating to procurement decision of the entity.
- 1.2 The Committee is responsible for oversight and monitoring of the procurement processes and procedures operating within the TEF to ensure compliance with its Procurement Policy and the GoJ Procurement Policy.
- 1.3 The Committee will oversee the manner in which TEF procures goods, services and works, whether by way of formal contract or otherwise, and to which authority is granted to authorize procurements and the conclusion of contracts up to specified limits approved by the Board of Directors.
- 1.4 The Committee shall comply with the standards and guidelines of the National Contracts Commission when same is established; provided however that this Committee shall not be required to comply with the said standards and guidelines where compliance will result in violation of any of the entity's Articles or the Operations Manual.
- 1.5 The Committee does not replace or replicate established management responsibilities and delegations.
- 1.6 This Charter sets out the role and responsibilities delegated by the Board to the Committee and the Committee's membership and structure.

## 2. KEY RESPONSIBILITIES

- 2.1 Review and Approval of Policy and or procedures
  - 2.1.1 Approve TEF's procurement and contracting policy and procedures and subsequent revisions of these.
  - 2.1.2 Review suggested changes to the Operations Manual pertaining to procurement and contracting matters and recommend to the Board of Directors approval of these changes.
- 2.2 Review and or approval of Contracts
  - 2.2.1 Review financial thresholds for bid evaluation review and contract approval within TEF as they relate to procurement/contracting of goods, works and services.
  - 2.2.2 Review bid evaluation/negotiation reports for packages of goods, works, or services.

- 2.2.3 Review performance data on contractors, suppliers and consultants who have provided works, goods, or services on TEF projects.
- 2.3** Review and or approval of Contracts
- 2.3.1 Monitor procurement and contracting policies/procedures by TEF and to take appropriate action to correct deficiencies when noted.
- 2.3.2 Address procurement violations in the procurement/contracting process.
- 2.3.3 Address protests in the procurement/contracting process. To liaise with external auditors who undertake technical, financial and management audits, in relation to procurement and contracting activities carried out by the TEF.
- 2.3.4 Monitor public procurement activities and ensure they are conducted fairly, allowing for equal treatment of eligible contractors and suppliers.
- 2.3.5 Evaluate and monitor procurement performance to ensure alignment with the TEF's strategic objectives relating to quality and efficiency.
- 2.3.6 Ensure adequacy and effectiveness of internal controls and risk management relevant to procurement activities.
- 2.3.7 The Committee will provide a line of communication between the Board, Audit and Risk Committee and executive management on relevant matters.
- 2.4** The Committee is also to consider, evaluate and report (as required) on any matters specifically referred to the Committee by the Board or by any other Board subcommittees.

### **3. MEMBERSHIP**

- 3.1** The Committee will be structured so that it:
- 3.1.1 Consists of no less than three (3) Directors;
- 3.1.2 Is chaired by a non-executive Board Member, who is not the Chair of the Board; and
- 3.2** Committee Members:
- 3.2.1 Will be appointed by the Board which will select a Committee Member as the Chair; and
- 3.2.2 Will cease to be Members if they cease to be a Board Member.
- 3.3** Committee Members should have a working knowledge of the GoJ Procurement guidelines and understand the operational, financial and strategic risk profiles of the TEF.

- 3.4 The duties and responsibilities of a Committee Member will be in addition to those set out for Board Members.

## 4. MEETINGS

- 4.1 Committee meetings will be convened at least four times per year or more frequently if required. In addition, the Committee Chair may call such additional meetings as may be necessary to address any matters referred to the Committee by the Board, the Executive Director or other executives, or in respect of matters that the Committee at its discretion wishes to pursue.
- 4.2 The quorum of the meeting is a simple majority of the Board Members on the Committee.
- 4.3 Resource persons including the Procurement Manger shall or may, as the case may be, attend the meeting as well as other persons who are co-opted by the Committee.
- 4.4 In the absence of the Chair or appointed delegate, the Committee may elect a Member present to chair the meeting.
- 4.5 The Committee may elect to conduct meetings by telephone or videoconference provided that all Committee Members involved in the meeting are able to participate in the discussion.
- 4.6 The Corporate Secretary or his/her delegate will be the Committee ‘Secretary’.
- 4.7 The Corporate Secretary or his/her delegate will be responsible for the preparation and compilation of the meeting agenda and accurately minuting all Committee decisions in consultation with the Chair. The Secretary will also be responsible for the timely tabling of all correspondence, reports and other information relevant to the Committee’s deliberations and operations.
- 4.8 Minutes and Actions are to be prepared within a reasonable time following each Committee meeting. Following review by the Chair, the Minutes are circulated to Members for approval and inclusion in the Board Package within one month of approval and Actions are advised to Management for execution.
- 4.9 The Executive Director, the procurement Manager, the Director of Finance, Internal Auditor and other Senior Executives and staff may be required to attend Committee meetings (in whole or in part) on a regular basis or as requested from time to time by the Committee.
- 4.10 The Committee may consider matters without a meeting via the following procedure:
- 4.10.1 The Executive Director or Corporate Secretary will obtain the Chair’s approval to issue a circulating resolution regarding a matter;

- 4.10.2 Notice of the proposed resolution will be circulated by the Corporate Secretary;
- 4.10.3 A circulating resolution will be validly passed if a majority of the eligible Committee members give written agreement to the resolution.
- 4.11 The Committee should determine its own agenda, ensuring appropriate consultation to include emerging issues and emphasis on the most significant procurement matters;
- 4.12 The agenda and relevant papers will be distributed to members at least seven days prior to the meetings

## **5. CONFLICTS OF INTEREST**

- 5.1 Committee members must:
  - 5.1.1 Disclose to the Committee any actual or potential conflict of interest which may exist as soon as they become aware of the issue. The disclosure must be made on appointment to the Committee and in relation to specific agenda items at the outset of each Committee meeting, and be updated as necessary;
  - 5.1.2 Take any necessary and reasonable measures to try and resolve the conflict; and
  - 5.1.3 Comply with the Public Bodies Management and Accountability (PBMA) Act and Financial Audit and Administration (FAA) Act requirements in relation to the disclosure of interests and restrictions on voting.
- 5.2 Unless the Committee Members decide otherwise, if a conflict or potential conflict situation exists, the conflicted Committee Member shall be excluded from all considerations on the matter by the Committee including any segment of the Committee papers or other documents containing any reference to the matter.
  - 5.2.1 Committee Members are expected to advise the Chair of any proposed Board or executive appointments to other organisations as soon as practicable.

## **6. SCOPE, ACCESS AND AUTHORITY**

- 6.1 The Committee is authorised to investigate any matter within the scope of its delegated responsibilities and make appropriate recommendations to the Board.
- 6.2 The Committee has the authority to seek any information it requires to carry out its duties from any officer or employee of TEF.
- 6.3 Except as specifically stated in this Charter or by the Board, the Committee has limited delegated authority and exists predominately to provide recommendations to the Board on issues within the purview of the Committee.

- 6.4 The Committee has the authority to consult any independent professional advisers it considers appropriate to assist in meeting its responsibilities.

## **7. REPORTING**

- 7.1 The Committee Chair reports on, and circulates to the Board, a copy of the draft Committee minutes at the earliest possible Board meeting after each Committee meeting.
- 7.2 The Committee will prepare and submit to the Board any additional reports as appropriate.
- 7.3 Through the above protocols, all matters relevant to the Committee's role and responsibilities will be reported to the Board.

## **8. REVIEW OF COMMITTEE PERFORMANCE**

- 8.1 The Committee will once each year undertake a self-assessment of its performance for the previous 12 months.
- 8.2 The review is generally completed in conjunction with the annual Board Evaluation process.

## **9. REVIEW OF CHARTER**

- 9.1 The Charter will be reviewed at least annually by the Committee to ensure that the Charter remains consistent with the Committee's authority, objectives and responsibilities.
- 9.2 Any changes to the Charter recommended by the Committee must be approved by the Board.

## **10. PUBLICATION OF THE CHARTER**

- 10.1 A copy of the approved Procurement Committee Charter will be made available on the TEF's website at available at [www.tef.gov.jm](http://www.tef.gov.jm)

## **11. ADOPTION AND AUTHENTICATION**

- 11.1 This charter has been adopted by the Members of the Tourism Enhancement Fund and is intended to assist the Procurement Committee in the exercise of its assigned responsibilities. These principles and policies are in addition to and are not intended to change the applicability of, nor the interpretation of any Law or GoJ requirements and guidelines.

11.2 This version has been adopted by the Board at its meeting held at 60 Knutsford Boulevard, Kingston 5 on 22/07/2021 and the signatures of the Chairman of the Tourism Enhancement Fund and the Chairman of the Procurement Committee signify such approval for effectiveness.

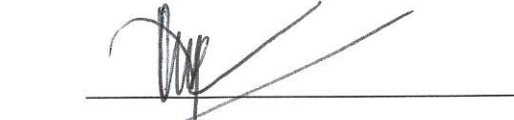
Chairman's Signature



Godfrey Dyer, OJ, CD, JP

Date: 22/7/2021

Procurement Committee Chairman's Signature



Omar Robinson

Date: 22/7/2021