

ADB

Office
of the
Secretary

Asian Development Bank

About ADB

The Asian Development Bank (ADB) was established in 1966 as a multilateral financial institution. The purpose of ADB is

...to foster economic growth and cooperation in the region of Asia and the Far East and to contribute to the acceleration of the process of economic development of the developing member countries in the region, collectively and individually.

—Article 1, ADB Charter

ADB has 67 members (shareholders),¹ most of which are from Asia and the Pacific. The organization employs more than 2,000 people from more than 50 countries. Its headquarters is in Manila, Philippines.

ADB's Corporate Structure

Board of Governors

- ADB's highest policy-making body vested with all the powers of ADB, which in turn delegates these powers to the Board of Directors, except for powers reserved in the Charter
- Composed of one representative and one alternate from each ADB member
- Meets annually

Board of Directors

- Directs ADB's general operations
- Supervises ADB's financial statements; approves its budget; and reviews and approves all policy documents, and loan, equity, and technical assistance operations
- Composed of 12 Directors elected by the Board of Governors and 12 Alternate Directors
- Represents ADB's regional and nonregional members
- Located at ADB headquarters

The President

- Elected by the Board of Governors for 5 years
- The legal representative and chief executive of ADB
- The Chair of the Board of Directors

Vice-Presidents

- Appointed by the Board of Directors on the recommendation of the President

What is the Secretary's Role?

The Secretary has three statutory functions:

- Secretary to the Board of Governors
- Secretary to the Board of Directors
- Secretary of ADB

The Secretary

- is a focal point for relations between ADB's staff and the Board of Directors;
- is one of the principal counselors to the President, providing advice on matters relating to ADB's relationships with its shareholders; and
- assists the Board of Directors in communicating its concerns to the President.

Office of the Secretary

The Office of the Secretary (OSEC) supports the Secretary in carrying out the three statutory roles. Its main responsibilities are described below.

Managing the Electoral Process

OSEC has a key role in the process of selecting the President, Vice-Presidents, and Directors, by

- supporting the election or reelection of the President,
- overseeing the President's appointment and assumption of office,
- administering the election of Directors, and
- coordinating the selection process and appointment of Vice-Presidents.

Supporting Corporate Decision Making

OSEC facilitates the exchange of views among the Board of Directors, the President, the Vice-Presidents, and other key ADB staff members. It administers the forums for the corporate decision-making process by the Board of Governors and the Board of Directors, and



¹ As of January 2009.



- organizes and oversees the proceedings of the Annual Meeting of the Board of Governors;
- manages the calendar of meetings of the Board of Directors, and organizes the meetings;
- manages the agenda and record of meetings of the Board of Governors and Board of Directors;
- contributes to the organization of donors' meetings on the replenishment of the Asian Development Fund; and
- organizes retreats involving the Board of Directors, the President, the Vice-Presidents, and key professional staff.

Supporting the Committees of the Board of Directors

The Board of Directors establishes committees, as needed, to support the Board of Governors and the Board of Directors.

OSEC performs a secretariat oversight function to the Board committees. At present, there are six Board committees as follows:

1. **Audit Committee** – Reviews financial reporting and internal controls, including audits, to ensure integrity and transparency.
2. **Budget Review Committee** – Reviews the cost-benefit implications of the proposed annual budget, as well as the work programs of ADB. The Board of Directors approves the annual budget.
3. **Development Effectiveness Committee** – Reviews the evaluation reports on the effectiveness of ADB operations, and brings to the attention of the Board of Directors key issues that need to be addressed.
4. **Human Resources Committee** – Reviews, monitors, and makes recommendations to the Board of Directors on human resources strategy and policies on staffing, compensation, benefits, and related issues of strategic importance that directly affect ADB's ability to recruit, develop, and retain the high-quality staff needed for it to achieve its mandate.
5. **Ethics Committee** – Assists the Board of Directors to address matters relating to the application of the Code of Conduct (Code), as requested by the Board of Directors or as required under the Code or the Ethics Committee and Procedures.
6. **Compliance Review Committee** – Clears the Compliance Review Panel's terms of reference for each compliance review; reviews the Panel's draft reports on monitoring implementation of remedial actions approved by the Board as a result of compliance review.

ADB Membership

The Board of Governors has the authority to admit new members to ADB, determine the conditions of admission, and suspend members.

OSEC manages issues related to membership in ADB including

- processing applications for membership,
- administering the voting by the Board of Governors on new membership, and
- maintaining records of membership status.

Quality Control of Documents

OSEC maintains the quality and standards of all documents circulated to the Board of Governors and Board of Directors by

- editing documents,
- ensuring documents circulated to the Board of Directors conform to agreed standards, and
- advising ADB staff about document requirements.

Depository of Documents

OSEC is the custodian of all documents of the Board of Governors and the Board of Directors. As such, OSEC

- monitors and manages the classification and levels of confidentiality as determined by the ADB public communications policy and by ADB departments and offices for their respective documents; and
- manages the distribution of all documents to the Board of Governors, Management, and Board of Directors; and
- manages the reciprocal exchange of documents program with international financial institutions.

Support to the Administrative Tribunal

The Administrative Tribunal receives and decides on cases involving employment matters at ADB. Administrative Tribunal members are appointed by the Board of Directors from a list of candidates proposed by the President.

OSEC provides administrative services to the Administrative Tribunal.

Administration of Remuneration and Travel

The Board of Governors determines the remuneration of the President, Directors and Alternate Directors, with support from the Committee on Remuneration.

To support the Committee, OSEC leads the internal review of the salaries and benefits of the President and the Board of Directors.

OSEC also

- administers salaries and benefits of Directors and Alternate Directors;
- administers the official travel of the Board of Directors, and operational mission travel of Directors' Advisors;
- conducts the annual review of compensation of the Vice-Presidents; and
- prepares the President's and Vice-Presidents' employment contracts.

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Protocol

OSEC has responsibility for ensuring that ADB observes protocol by

- advising on formalities for visiting dignitaries;
- ensuring that appropriate arrangements are made for visiting dignitaries, in coordination with key offices, both within and outside ADB; and
- coordinating media activities with ADB's Department of External Relations.

Partnership with Other Multilateral Development Banks (MDBs)

OSEC liaises closely with the offices of the secretaries of other MDBs to

- coordinate the scheduling of the Annual Meeting of ADB's Board of Governors, and
- consult and learn from the experience of other MDBs.

The Annual Meeting of the Board of Governors

Under the ADB Charter, the Board of Governors is required to hold an annual meeting, which normally takes place in early May. OSEC organizes the Annual Meeting.

The Annual Meeting is the key forum for the Board of Governors to meet and discuss issues of critical importance to Asia and the Pacific and to ADB.

It is also a venue for exchanging views among, and strengthening partnerships with, key development partners, including representatives from governments, the private sector, academia, civil society, and nongovernment organizations.

In conjunction with the Annual Meeting, seminars are organized every year to promote dialogue on the issues that are shaping Asia and the Pacific.

For more information, visit www.adb.org/SEC.