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**Executive Board
Second Regular Session**

Rome, 9–13 November 2009

RESOURCE, FINANCIAL AND BUDGETARY MATTERS

Agenda item 5

For approval



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APPOINTMENT OF MEMBERS TO THE AUDIT COMMITTEE



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NOTE TO THE EXECUTIVE BOARD

This document is submitted to the Executive Board for approval.

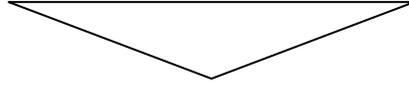
The Secretariat invites members of the Board who may have questions of a technical nature with regard to this document to contact the WFP staff focal point indicated below, preferably well in advance of the Board's meeting.

Chief of Staff and Director, Ms L. Landis tel.: 066513-2002
Office of the Executive Director:

Should you have any questions regarding matters of dispatch of documentation for the Executive Board, please contact Ms C. Panlilio, Administrative Assistant, Conference Servicing Unit (tel.: 066513-2645).



DRAFT DECISION*



The Board approves the appointment of Ms Kholeka Mzondeki, whose term will take effect immediately and run until 9 November 2012.

* This is a draft decision. For the final decision adopted by the Board, please refer to the Decisions and Recommendations document issued at the end of the session.



BACKGROUND

1. The Audit Committee of WFP is an independent advisory body that reports to the Executive Director and the Executive Board. Under the Committee's terms of reference, the Executive Board approves the appointment of new members upon the recommendation of the Executive Director. Appointments are phased in as existing members complete their terms.
2. At its Annual Session, the Executive Board appointed Mr Antoine Antoun of Lebanon and Ms Elvira Edith Lazzati of Argentina. Ms Dianne Spearman's term as a member of the Audit Committee expired on 8 October 2009. Accordingly, the Audit Committee needs a new member.
3. The Audit Committee terms of reference specify the following criteria for the selection of members:
 - Members shall possess recent and relevant financial experience.
 - One or more members shall have some senior-level audit experience.
 - All members are independent of the WFP Secretariat and Executive Board.
4. The terms of reference also stipulate that due regard shall be paid to equitable geographic representation in the selection of the Audit Committee members.
5. In order to find a suitable candidate for Ms Spearman's position, WFP established a *pro-bono* partnership with a leading recruiting firm. The firm advertised the position in leading publications throughout the geographic areas that were targeted for the search. The process yielded a shortlist of suitable candidates that was further narrowed down after interviews with the best-qualified candidates.

EXECUTIVE DIRECTOR'S RECOMMENDATION

6. Based on the above selection criteria, the Executive Director recommends to the Executive Board that it approve appointment of the following candidate to fill the Audit Committee's slot opened due to rotation:
 - Ms Kholeka MZONDEKI, a national of South Africa, is currently a member of the City of Johannesburg's Audit Committee and an independent financial consultant. She served between 2005 and 2009 as Financial Director of Masana Petroleum Solutions (Pty) Ltd, a South African privately-held oil and energy company that is owned by a local empowerment group and by British Petroleum plc. Prior to her tenure with Masana, Ms Mzondeki was the Chief Financial Officer and General Manager of Corporate Services at Mintek, South Africa's national mineral research organization. She also held the position of General Manager, Finance, at 3M South Africa, and has been a part-time lecturer at the University of Botswana. She is also a member of a non-profit organization promoting investment, and in 2008 was a finalist for the South African "Businesswoman of the Year" award. Ms Mzondeki holds a bachelor of commerce degree from the University of Botswana and is a qualified chartered accountant with the Association of Chartered Certified Accountants in the United Kingdom.
7. Ms Kholeka Mzondeki's curriculum vitae is contained in the Addendum to this document (WFP/EB.2/2009/5-C/1/Add.1).