

Oxfam International Governance Review

Terms of Reference – Request for Proposals

Summary

In July 2021, following a four-year governance reform process, Oxfam International transitioned to a new global governance architecture underpinned by Oxfam's values of transparency, accountability, powershifting and feminist principles. After four governance cycles under this new structure, the Oxfam International (OI) Board, acting through its Governance & Nominations Committee (GNC), is commissioning an independent, evidence-based review of Oxfam International's global governance architecture. This review will assess whether the governance system is fit for purpose, aligned with Oxfam's strategic objectives, values, and Horizon Plan, and capable of enabling the Confederation to meet current and future challenges

This Request for Proposals (RfP) invites qualified external consultants with substantial experience in governance evaluation in international nonprofit or confederated organisations to **design and lead a comprehensive governance review** from May to October 2026.

The selected consultant(s) will engage with a broad set of governance stakeholders, including representatives from Affiliates, global governance components, and the executive. A Governance Review Multi-Stakeholder Advisory Group will provide strategic guidance throughout the review.

Contract value will be agreed as a lump sum based on expected effort and daily rates. Interested consultants are invited to submit a **full proposal**, to OIs Governance team (OIS-TEAM-GOVERNANCE@oxfam.org) by **10 May COB**. Please see below for further details.

Background

Oxfam is part of a global movement for social justice. We use our power and privilege to open spaces for those we share vision and values with; and work with people and communities before, during and after crisis to create a world that is just and sustainable. Together, we fight inequality to end poverty and injustice.

Oxfam International (OI) is a global confederation with currently 22 national member organisations ('Oxfam Affiliates') and 4 Prospective Affiliates that is registered as a 'Stichting' (Foundation) in the Netherlands, as a foreign company limited by guarantee in the UK and under a host country agreement with the government of Kenya.

Affiliates lead work within their own countries and support the work of the global confederation including by participating in worldwide campaigns, raising funds from the public and institutional donors and in some cases providing back-office support to Oxfam's country and regional programmes.

The **Oxfam International Secretariat** leads, facilitates and supports collaboration between Affiliates; coordinates global advocacy, campaigns, and Oxfam's worldwide humanitarian response; and manages the confederation's regional teams and program operations across regions. It is headquartered in Nairobi, Kenya with staff distributed across offices in several regions including Addis Ababa, Brussels, Geneva, Moscow, New York, Oxford and Washington DC.

Between **2017-2021**, OI implemented an **extensive review of its global governance structure and procedures** led by a Governance Review Working Group (GRWG) comprising representatives of the (now former) OI Board of Supervisors (BoS) and OI Executive Board (EB), as well as of the then OI Management Team (OIMT). The review was informed by an initial governance survey and

recommendations from an external consultant on other existing governance models and good practice. It also benefited from several (internal and external) learning reviews that highlighted critical weaknesses in Oxfam's global government arrangement, and the urgency of building a new governance model to be fit for the future and able to effectively support Oxfam in implementing its vision, mission and strategic objectives.

The review was guided by a set of **design requirements** agreed at the time by the BoS to help Oxfam design a new global governance structure that, anchored in its values, would be able to exercise oversight, provide foresight and generate insight. Oxfam wanted its global governance structure to reflect its continued commitment to strengthening global balance, sharing power and bringing diversity of voice and feminist leadership to its global governing components.

A **tripartite governance structure** was developed. Final amendments to OI's constitutional documents – the Constitution, Rules of Procedure and a Governance Code of Conduct – were approved in March 2021, when a new OI Board (composed of members from within and outside of the Oxfam confederation) was also appointed. In July 2021, Oxfam International adopted its current global governance architecture with the three components:

- an **International Board** (with 11 members: 6 non-independent and 5 independent individuals);
- a **multi-stakeholder Assembly** (with 45 Delegates: 26 Affiliate Delegates (full Affiliates and Prospectives are entitled to equal participation in the Assembly) and 19 external Stakeholder Delegates); and,
- an **Affiliate Business Meeting (ABM)**, composed of representatives from the 22 full Affiliates and 4 Prospective Affiliates – the later only in an observer role on the ABM.

In parallel to the development of this global governance structure, the Oxfam confederation agreed on the creation of a global **Executive Directors Forum (EDF)** designed to allow the executive function to perform their role with greater agility and diversity of voice, while ensuring a clear separation of governance and management. Final amendments to OI's constitutional documents – the [Constitution](#), [Rules of Procedure](#) and a [Governance Code of Conduct](#) – were approved in March 2021, when a new OI Board was also appointed. The new global structure formally came into effect as of 1 July 2021.

The OI Board, through its Governance & Nominations Committee (GNC), is commissioning this governance review on behalf of the OI Board. A **Governance Review Multi-Stakeholder Advisory Group (GRMAG)** has been established to provide strategic guidance throughout the review.

Purpose of the Consultancy

The consultancy will deliver an in-depth, independent, evidence-based assessment of whether Oxfam International's governance architecture effectively enables the Confederation to achieve its global commitments and priorities established in the Global Strategic Framework and Horizon Plan.

The review will:

- Evaluate the effectiveness, clarity, coherence and efficiency of global governance structures, roles and responsibilities.
- Assess the alignment of global governance practice with Oxfam's commitments to power-shifting, feminist leadership, equity, global balance, accountability.
- Identify gaps, overlaps, or ambiguities in mandates, decision-rights and accountability relationships.

- Examine how global governance bodies interact with each other and with the executive function.
- Recommend specific, feasible improvements to ensure the governance architecture is fit for purpose, future-oriented and resilient.

The consultant’s analysis should be grounded in documented evidence, comparative learning, and stakeholder experience. No area of the current global governance architecture is excluded from review.

Scope of Work

The review will cover Oxfam’s global governance and management architecture, including:

- OI Board
- OI Assembly
- Affiliate Business Meeting (ABM)
- Executive Directors Forum (EDF)
- Governance Committees and related governance support structures
- Interfaces between global governance and executive bodies

Scope includes analysis of:

- Mandates and defined responsibilities
- Distribution of authority, decision-rights and escalation pathways
- Global governance-management interface
- Delegation, accountability and reporting mechanisms
- Efficiency and inclusivity of governance processes
- Stakeholder experience and perception of governance effectiveness
- Alignment with organisational values and feminist governance principles

The review will not evaluate individual affiliate governance systems unless they directly impact OI-level governance. However, it will assess governance interdependencies at a system level, including how OI-level arrangements interact with affiliate roles and responsibilities, and where these interactions create tensions or constraints in decision-making and accountability.

The review will produce:

- A comprehensive evidence-based diagnostic assessment of OI’s global governance architecture, highlighting strengths, weaknesses, systemic issues and structural gaps.
- A set of prioritised, actionable recommendations addressing mandates and role clarity, decision-making processes, representation, diversity and power-shifting, accountability, transparency mechanisms, among others.
- Recommendations for areas requiring harmonisation or clarification and potential redesign that distinguish between short-term fixes, areas requiring structural redesign and areas that might require political or cultural change.

Task/ Deliverable	Timeline
Procurement/Contracting: Finalise and agree consultant terms of reference, clearly outlining the scope of the assignment.	April/May 2026

<p>Design. Lead on the design of the review including identification of stakeholders and development of questionnaires, surveys or other consultation/ engagement tools and approaches.</p>	<p>May/Jun 2026</p>
<p>Data Collection. Facilitate a consultative and participatory review process that could include evidence data gathering, interviews, surveys, document analysis, among others.</p>	<p>Jun/Jul/Aug 2026</p>
<p>Validation Phase. Review and testing of emerging findings with key stakeholders.</p>	<p>Aug/Sept 2026</p>
<p>Report and recommendations. Provide a draft report, which includes a set of recommendations, (addressed to the OI Board):</p> <ul style="list-style-type: none"> • presentation/ circulation of a draft review report to key confederation stakeholders to invite feedback on identified key learnings, opportunities and risk and a set of recommendations • presentation on the overall process and final review report to the OI Board and relevant governance components. 	<p>October 2026</p>
<p>Communications. Support in providing regular updates to the Governance and Nominations Committee (GNC) and/ or other key stakeholders, including:</p> <ul style="list-style-type: none"> • regular process updates to the Governance and Nominations Committee and OI Board at their quarterly meetings • Regular engagement the Governance Review Multi-stakeholder Advisory Group for updates and sense-making 	<p>Ongoing</p>

Consultant Profile – Essential Skills & Experience

- Extensive experience evaluating governance structures in international non-profit, confederated or networked organisations.
- Deep understanding of governance best practice, including feminist governance, power-shifting, equity and decolonial approaches.
- Experience analysing large, complex organisational systems.
- Strong facilitation skills across diverse cultural and professional groups.
- Experience delivering participatory, inclusive reviews.
- Excellent analytical and writing skills.
- Ability to design and execute mixed-method assessments.

Submission Requirements and Selection Process

Consultants are invited to submit a **full proposal**, to OIs Governance team (OIS-TEAM-GOVERNANCE@oxfam.org) by **10 May COB**. The proposal must include:

- **Proposed approach and understanding of the assignment**, including how the consultant interprets the purpose, scope and expectations of the governance review.
- **High-level methodology**, detailing data collection methods, analytical tools, and how the consultant will ensure inclusivity, rigour and participation.
- **Proposed timeline**, aligned with the phases outlined in this ToR.
- **Estimated level of effort**, including number of days per activity and total anticipated days.
- **Daily rate and total estimated cost**, inclusive of all fees and expenses.
- **Brief profile of the consultant or team**, highlighting relevant experience in governance evaluations within international or confederated organisations.

Once proposals and indicative costs are reviewed, shortlisted consultants will be invited to an interview or clarification discussion before final selection.