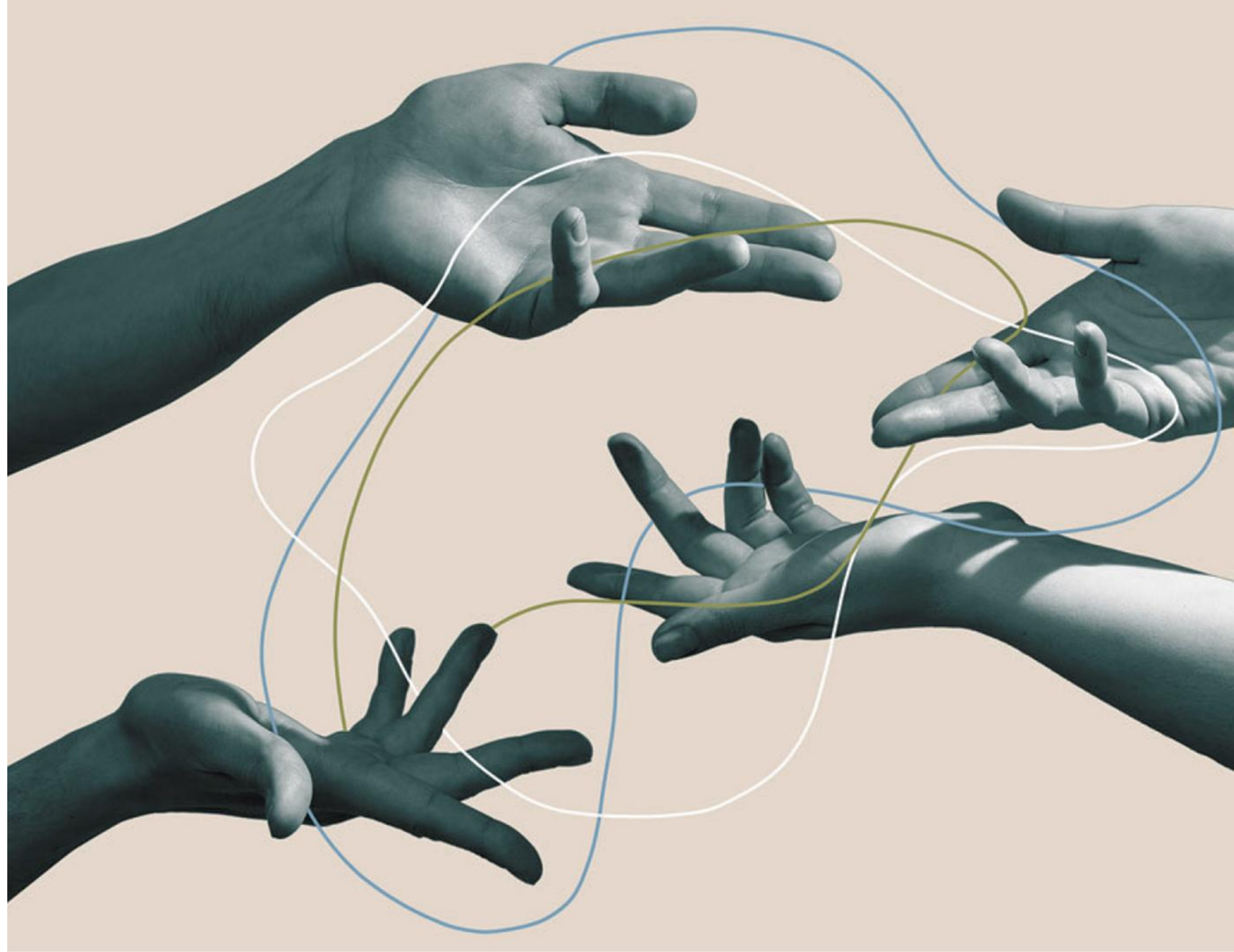

Governance & Engagement

Version 1.0
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TISFD

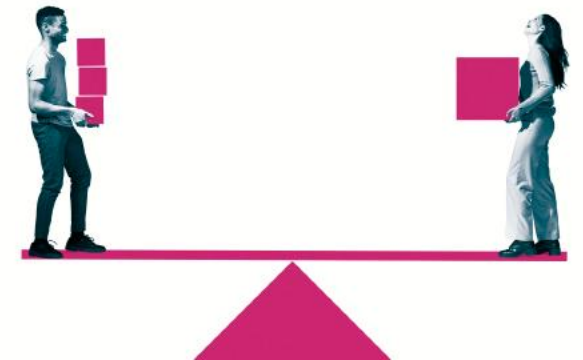


Introduction

The TISFD is committed to ensuring that the Taskforce does not perpetuate inequalities in its efforts to address them.

It is therefore essential that the Taskforce includes participation by diverse stakeholders, including civil society, labour organisations, as well as businesses and financial institutions, across geographies, in its structures, deliberations, and decisions.

This document sets out the governance principles, decision-making approach and engagement mechanisms that the Taskforce has adopted to deliver on this commitment.



Section 1

Governance

Governance Principles

→ Inclusivity

Ensuring representation and inclusive participation across diverse stakeholders, with attention to an equitable balance of power.

→ Co-Creation

Embracing processes that acknowledge diverse views and needs, granting agency in problem solving, defining roles and responsibilities with clarity and fostering an experience of reciprocity between participants. Co-creation entails mutual exchange where there is a shared sense of acknowledgement, mutual benefit, and fairness.

→ Effective and Efficient Decision-Making

Prioritizing both assured progress and balanced perspectives through efficient decision-making mechanisms.

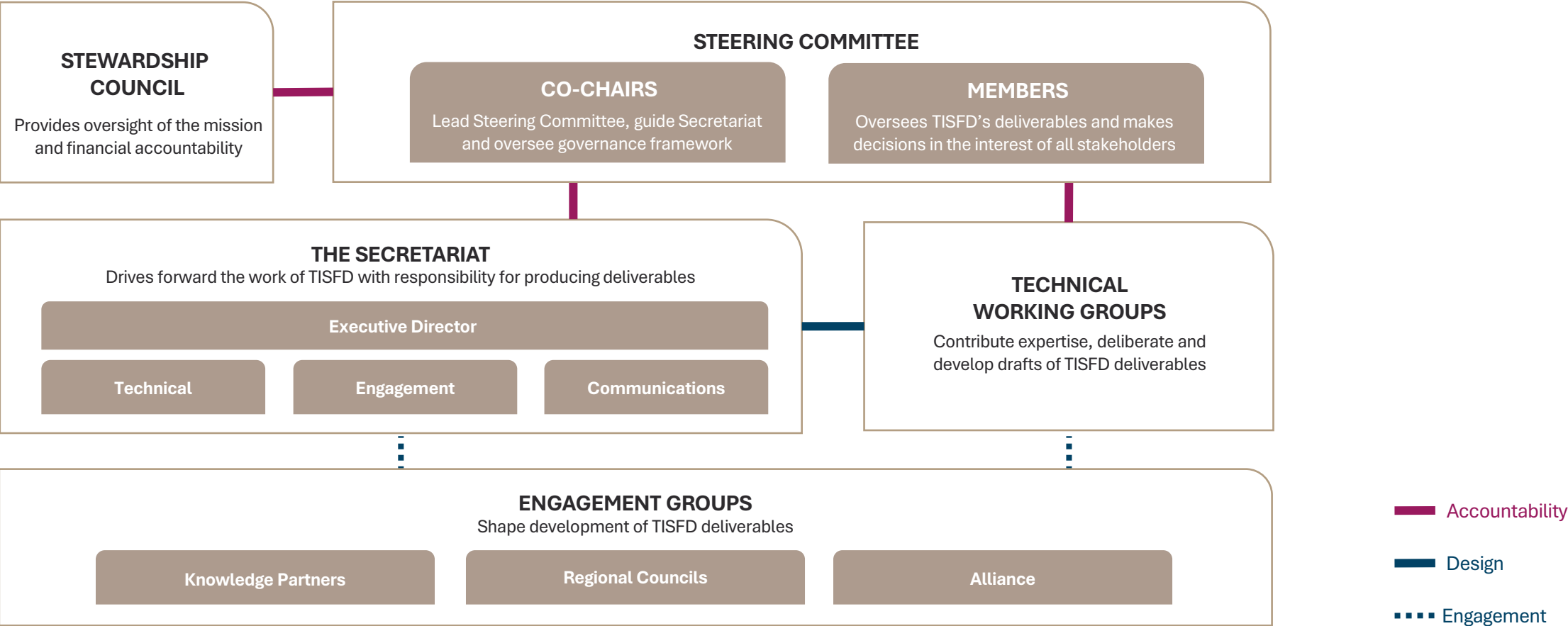
→ Continuous Learning and Improvement

Gathering continuous feedback throughout the process and using that feedback to inform decision-making. Sources of feedback may include members of the Steering Committee, Working Groups, or Alliance; the experiences of the TCFD and TNFD and other multi-stakeholder initiatives.

→ Transparency

Clearly documenting decision-making processes and criteria, and how stakeholder input has informed decisions, and making that documentation easily accessible to the public.

Governance Structure



Note – In general, organisations and individuals will normally serve in only one role at any one time, to support inclusive participation and avoid undue influence.

Roles and Responsibilities

Stewardship Council

- Provides oversight of TISFD’s mission and financial accountability
- Comprises the Taskforce’s Co-Chairs, funders, and administrative host, UNDP

Co-Chairs

- Lead the Steering Committee in its oversight of TISFD’s deliverables
- Provide guidance to the Secretariat on strategic and operational decisions
- Oversee TISFD’s governance framework
- Mobilize key stakeholders (e.g., standard-setters, funders, governments) to support TISFD
- Suggest individuals and organisations to involve in TISFD’s work, enabling diverse and inclusive participation
- Serve as spokespersons for TISFD

Steering Committee

- Provide expertise and represent stakeholder views in strategic discussions to inform TISFD’s work
- Approve TISFD’s work plan and deliverables and advise the Secretariat to effectively deliver the work plan
- Approve Working Group mandates and amendments to Taskforce governance bodies recommended by the Secretariat
- Suggest individuals and organisations to involve in TISFD’s work, enabling diverse and inclusive participation
- Serve as ambassadors of TISFD, advocating for its objectives and initiatives

Secretariat

- Oversee day-to-day activities of the Taskforce
- Develop and implement TISFD’s strategy and operational plan
- Produce TISFD deliverables
- Manage stakeholder engagement, capacity building initiatives, and communications

Steering Committee Composition

Following public consultation in 2024, TISFD was established on the basis that it would:

- Appoint a Steering Committee of no more than 30 members, including no more than 6 Co-Chairs, comprised of a balance of leaders across business, financial institutions, civil society and communities, workers, and international organisations.
- Ensure the Steering Committee has balanced representation across geographies, gender, and backgrounds, including people from affected and potentially affected communities and indigenous groups.
- Select Steering Committee Members who are committed to TISFD's governing principles of inclusive governance and multi-stakeholder collaboration, and who possess the relevant subject-matter expertise across standard-setting, finance, inequality and social-related issues to effectively guide the development of the Taskforce's work.

Steering Committee Appointments

Appointments to the Steering Committee are overseen by TISFD's Co-Chairs, with support from the Secretariat

- Steering Committee members serve on an individual basis (with the exception of International Organisations—see below)
- On appointment in February 2025, Steering Committee members were expected to serve an initial 2-year term
- In cases where a member steps down from the Steering Committee before the end of their term, Co-Chairs will oversee succession arrangements, considering the need to balance consistency in membership with rotation to increase opportunity for more stakeholders to participate as well as timing and administrative burden
- For the duration of their term, international organisations may appoint their own representative to the Steering Committee
- The Secretariat will support the Co-Chairs periodically to review the effectiveness of the Steering Committee model, including how members engagement with and represent stakeholders

Steering Committee

Decision-Making Overview

The Steering Committee will approve:

- TISFD's work plan
- TISFD deliverables
- Working Group mandates
- Amendments to Taskforce governance

The Steering Committee will strive for consensus in decision-making but will call topics to vote when needed. (See next page for more detail.)

The Secretariat will establish channels for Steering Committee Members and their delegates to share perspectives inside and outside of meetings to allow for flexible engagement and inclusive feedback processes.



Steering Committee Decision-making

Detail (1 of 2)

1. The Secretariat will consult the Co-Chairs and Steering Committee, as appropriate, throughout the process of developing deliverables, with the aim to develop drafts which have consensus support.
2. For items requiring Steering Committee approval, the Secretariat will circulate proposed drafts 7-10 working days before a Steering Committee meeting and ask that any significant concerns are shared in advance of the meeting so that the Steering Committee may try to resolve them at its meeting through deliberation.
3. Based on the discussion at the meeting, the Co-Chairs or Secretariat may test for consensus (or consensus subject to minor changes to be resolved outside the meeting), for example by asking whether there are any remaining significant concerns, taking silence as agreement (silence procedure).

Steering Committee Decision-Making

Detail (2 of 2)

4. In the event that there remain unresolved significant concerns, the Secretariat Team, with support from Co-Chairs, may either:
 - Undertake further work outside the meeting to develop the proposed draft, seeking input bilaterally or from groups as appropriate, before bringing an updated draft to a Steering Committee meeting (or circulating by email) again seeking consensus, on the basis of silence procedure.
 - Ask Steering Committee members to vote on the proposal, by circulating a poll by email. If there is support from two-thirds of the members of the Steering Committee (i.e. at least 17 of 25 based on current membership) then the proposal will be approved. We will record dissenting views (anonymised) and circulate within the Steering Committee for discussion, if desired.
5. When a deliverable is published, we will specify the basis on which it was approved (by consensus or by majority). When a deliverable is approved by majority we will publish anonymised dissenting opinions.

Section 2

Engagement

Engagement Mechanisms

In line with TISFD's governance principles of Inclusivity, Co-Creation and Effective and Efficient Decision-making, the Taskforce seeks to enable meaningful engagement with stakeholders¹, while operating within resource constraints and delivering on its mission in a timely manner.

TISFD's primary stakeholder groups include business, finance, civil society and labour organisations. The Taskforce seeks to engage with these stakeholders across geographies.

The Taskforce's approach to engagement relies primarily on the following structures:

- ➔ **Working Groups**
- ➔ **Knowledge Partners**
- ➔ **Regional Councils**
- ➔ **The Alliance**

In addition to these groups, the Taskforce will engage with stakeholders on an ad hoc basis, where possible, to ensure its work is well informed by a wide and balanced range of stakeholder views.

The Taskforce will also undertake open public consultation on key deliverables and publish the results of consultations alongside final deliverables, including a fair representation of feedback received and rationale for incorporating it or not.

Layers of Engagement

TISFD recognises that engagement can take different forms and serve different purposes.

The Taskforce will seek to be thoughtful, deliberate and transparent about the nature of the engagement it undertakes.



Steering Committee oversees and makes decisions in the interest of all TISFD stakeholders.

Working Groups contribute expertise, deliberate and develop draft deliverables.

Regional Councils engaged through meaningful dialogue 4-6 times per year to ensure that TISFD’s recommendations are globally relevant and reflect regional differences.

Knowledge Partners consulted to seek expert feedback on draft deliverables.

Alliance provides feedback on draft deliverables at key points in development.

Public provide feedback in response to open consultation on key deliverables.

Working Groups – Overview

The Secretariat will engage Working Groups in the development of elements of the Taskforce's deliverables. Working Group members will contribute expertise, ideas, suggestions, challenge and feedback. The Secretariat will seek to facilitate a process of inclusive deliberation which is iterative and responsive to feedback.

Working Groups will:

- Comprise 12-20 individuals
- Have members drawn from different stakeholder groups and across geographies
- Meet (online) regularly (up to 15 hours per month)
- Be time-limited (usually around 6 months), after which members may participate in other engagement mechanisms

The Steering Committee approves Working Group mandates.

Working Groups – Selection Criteria

Working Groups will be comprised of a mix of individuals working in and representing the perspectives of businesses, financial institutions, civil society and labour groups, and across geographies. Members must also meet the following criteria:

➔ **Subject-matter expertise**

This will vary depending on the mandate of the working group but could include concepts and approaches to understand social issues; the identification, assessment and management of social impacts, dependencies, risk and/or opportunities; and the measurement, analysis, reporting, benchmarking, rating of social impacts, dependencies, risks and/or opportunities.

➔ **Commitment to inclusion**

Adept at engaging in co-creation processes with a diverse range of stakeholders across sectors, geographies, and backgrounds.

➔ **Commitment to learning**

Empathetic and open-minded, with a commitment to self-reflect, acknowledge, and improve upon personal biases and predisposition in beliefs.

Working Groups – Appointments

Working Group members will be appointed through an open and inclusive process:

1. A public call for candidates will be published on TISFD's website and LinkedIn page. The Secretariat will seek to extend the reach of the open call to those not in our immediate circles by leveraging networks of supporters and partner organisations.
2. The Secretariat will evaluate candidates based on the selection criteria outlined, ensuring balanced representation of backgrounds across stakeholder groups (business, financial sector, labour organisations, civil society) and areas of expertise.
3. Where stakeholder groups remain under-represented, the Secretariat will, where possible, actively search for candidates.
4. The Secretariat will propose recommended appointments to Co-Chairs for approval.
5. Invited members must receive their organisation's approval to serve in a personal capacity as their names and roles may be shared publicly to ensure transparency.
6. Working Group members will serve a variable term based on the mandate and timeframe for each Working Group. If an individual needs to step down before the term ends, the Secretariat will appoint a replacement.

Knowledge Partners – Overview

The Secretariat will involve Knowledge Partners to enable the Taskforce to develop recommendations and guidance that is market-usable, supports convergence in reporting standards and is aligned with existing international standards of business conduct.

Knowledge Partners will include standard setters, market service providers, accounting firms, and international organisations. They will support the Taskforce by providing technical expertise, as well as expertise on market standards, risk management, and reporting practice.

The Secretariat will meet with Knowledge Partners to seek feedback on draft deliverables and explore joint research opportunities. They will also be offered opportunities to share knowledge in communities of practice.

The Secretariat will establish TISFD's Knowledge Partnerships with oversight from the Co-Chairs.

Regional Councils – Overview

The Secretariat will involve Regional Councils in the development of the Taskforce's deliverables, in ways that enable meaningful dialogue, drawing on members' expertise and experience, at key points throughout the development of deliverables.

Regional Council members will contribute insights and strategic feedback to ensure that TISFD's recommendations are globally relevant and tailored to different regions' unique social, economic, and cultural contexts and consider different stakeholder views.

Regional Council members may also champion TISFD with regional stakeholders to expand awareness of the Taskforce's work. They will also be offered opportunities to share knowledge in communities of practice.

Regional Councils will:

- Comprise 12-20 members per region, serving in individual (not organisational) capacity
- Have members drawn from different stakeholder groups in each region
- Meet online 4-6 times each year for 1-3 hours each time
- Observe one-year terms, renewable subject to performance and Taskforce need
- Be convened for Africa & Middle East, Asia-Pacific, Europe & UK and the Americas

Regional Councils – Selection Criteria

Regional Councils will be comprised of a mix of individuals working in and representing the perspectives of businesses, financial institutions, civil society and labour groups. Members must also meet the following criteria:

→ **Regional insight**

Deep understanding of region-specific social, economic, and cultural challenges.

→ **Subject-matter expertise**

Familiarity with financial disclosures, corporate reporting, sustainable business practices, and/or social issues and sustainability.

→ **Commitment to inclusion**

Adept at engaging in co-creation processes with a diverse range of stakeholders across sectors, geographies, and backgrounds.

→ **Commitment to learning**

Empathetic and open-minded, with a commitment to self-reflect, acknowledge, and improve upon personal biases and predisposition in beliefs.

Regional Councils – Appointments

Regional Council members will be appointed through an open and inclusive process:

1. A public call for candidates will be published on TISFD's website and LinkedIn page. The Secretariat will seek to extend the reach of the open call to those not in our immediate circles by leveraging networks of supporters and partner organisations.
2. The Secretariat will evaluate candidates based on the selection criteria outlined, ensuring balanced representation of backgrounds across stakeholder groups (business, financial sector, labour organisations, civil society)
3. Where stakeholder groups remain under-represented, the Secretariat will, where possible, actively search for candidates.
4. The Secretariat will propose recommended appointments to Co-Chairs for approval.
5. Invited members must receive their organisation's approval to serve in a personal capacity as their names and roles may be shared publicly to ensure transparency.
6. Regional Council members will serve a one-year term, subject to renewal based on performance and the needs of the Taskforce. If an individual needs to step down before the term ends, the Secretariat will appoint a replacement.

The Alliance – Overview

The TISFD Alliance is a global multi-sector group of organisations who support TISFD's mission.

The Secretariat will consult the Alliance, inviting feedback on deliverables at key points, to help inform the Taskforce's work with stakeholder perspectives.

Alliance members will

- Receive updates from the TISFD and invitations to join regular webinars hosted by the TISFD Secretariat
- Be invited to provide input into TISFD's research and recommendations at key points throughout the process of developing our deliverables
- Have opportunities to share their knowledge and lessons learned with others across our network, and will be invited to learning sessions hosted by the TISFD Secretariat

The Alliance – Membership

Interested organisations may apply to join the Alliance via the TISFD website.

Membership of the Alliance is free and open to a broad range of organisations including corporates, financial institutions, civil society and labour organisations, regulators, academic and research organisations, business associations, and inter-governmental organisations.

Membership of the Alliance does not imply endorsement by TISFD of members' business activities or conduct. TISFD reserves the right to remove members from The Alliance.

Public engagement

The Taskforce will engage more broadly with its primary stakeholder groups (business, finance, civil society and labour organisations,) within resources available, to ensure broad, inclusive input across sectors and regions.

→ Events

Events targeted at our key stakeholder audiences will be held across regions—both virtual and in-person—to raise awareness of TISFD and to gather feedback and support meaningful participation in the development of the framework.

→ Public consultation

Public consultation via the TISFD website will seek written feedback on drafts of TISFD's Disclosure Framework to enable open, iterative development. Summaries of consultation feedback will be published alongside final deliverables, with clear explanations of how input was incorporated or the reasons it was not.

1 – TISFD's stakeholders are people, communities and organisations affected or potentially affected by TISFD's work

Section 3

Complaints

Complaints

The Taskforce encourages all stakeholders¹ to engage through the mechanisms outlined in this document and is committed to the governance principles, engagement mechanisms and decision-making approach set out in this document.

Nevertheless, should stakeholders feel that they have a complaint about the Taskforce's work, the Taskforce has made available a two-stage complaints process:

➔ Stage 1

Stakeholders are invited to email complaints to complaints@tisfd.org. Complaints received to this mailbox will be acknowledged by the Secretariat and shared with Co-Chairs. Co-Chairs will consider complaints about how TISFD has upheld its governance principles, engagement mechanisms and decision-making approach, and determine how to respond, advising the Secretariat on appropriate actions.

➔ Stage 2

Should a stakeholder be unsatisfied with TISFD's response at Stage 1, they are advised that they have recourse to [UNDP's Stakeholder Response Mechanism](#). This operates independently to TISFD. UNDP is TISFD's administrative host.

TISFD will publish a summary of any complaints received.

1 – TISFD's stakeholders are people, communities and organisations affected or potentially affected by TISFD's work



Contact us

info@tisfd.com