

TERMS OF REFERENCE

Of the

MULTI-STAKEHOLDER ADVISORY GROUP (MSAG)

For the

Thilawa Special Economic Zone (SEZ) Phase 1 Resettlement and Income Restoration Program

1 BACKGROUND

This proposal for a Multi-Stakeholder Advisory Group (MSAG) to advise on the implementation of the Thilawa SEZ Phase 1 project¹ and in particular the resettlement program has been put forward as a direct outcome of the Investigation Report by the examiner for JICA Guidelines for Environmental and Social Considerations (November 2014), as well as in response to recommendations from the external monitoring and evaluation conducted for the Phase 1 resettlement program. It is also in response to civil society interest and concerns about the resettlement program and the GoM recognition that broader stakeholder engagement will assist in resolving some of the ongoing challenges that have arisen.

The mandate for this MSAG has been assigned by the Chair of the Thilawa SEZ Management Committee (TSEZMC) to whom Chairperson of the Group will report after each meeting. However the MSAG is independent of the Thilawa SEZ Management Committee.

2 OBJECTIVES OF THE MSAG

The MSAG's objectives are to:

- 2.1 Create a broad dialogue between relevant key stakeholders of the Thilawa SEZ Phase 1 project with the intention to improve policies, priorities and processes that govern the project and ensure the success of the SEZ and benefits to affected communities.
- 2.2 Identify and assess potential issues, concerns and complaints from Project Affected Persons (PAPs) with the implementation of the resettlement program and recommend corrective measures or other actions required to resolve such issues, concerns or complaints.
- 2.3 Bring to the attention of the relevant implementing agencies and authorities any issues, concerns and complaints that PAPs and other stakeholders have regarding the Thilawa Phase 1 project.
- 2.4 Monitor implementation of resettlement and income restoration activities to ensure they fulfil the obligations set out by relevant Myanmar and international commitments.
- 2.5 Promote and facilitate improved outcomes for PAPs of Thilawa Phase 1 resettlement program including by encouraging good international practice in resettlement and income restoration activities.
- 2.6 Promote good international practice in stakeholder engagement including disseminating information to generate a better understanding of Thilawa SEZ Phase 1 project and reduce the risk of conflict and misunderstandings.
- 2.7 Identify lessons learned from Thilawa Phase 1 project to inform planning and implementation of the Phase 2 project.

3 IMPLEMENTATION ARRANGEMENTS OF THE THILAWA PHASE 1 RESETTLEMENT PROGRAM

- 3.1 The relationships between the MSAG and the organizations and stakeholders involved in the Thilawa Phase 1 project including the resettlement and income restoration program are provided at **Annex 2**.
- 3.2 The Income Restoration Program (IRP) and all other post-resettlement activities are overseen by the Income Restoration Program Implementation Sub-Committee (IRPISC).

¹ Note: The Thilawa Phase 1 resettlement and income restoration programs are collectively known as the 'Thilawa Phase1 resettlement program', e.g. this includes all ongoing activities related to resettlement and income restoration.

4 WORKING METHODS FOR THE MSAG

- 4.1 The MSAG will identify a set of core agenda items for the term of the Group. Other issues may be added to the core agenda in response to proposals from members of the Group and other stakeholders. A sample Agenda for the preliminary meeting(s) is provided in **Annex 3**.
- 4.2 To support the achievement of the objectives of the MSAG outlined in Article 2, the MSAG will adopt a set of guiding principles/key questions (draft in **Annex 1**). The MSAG will aim to hold discussions, and adopt recommendations consistent with these principles.
- 4.3 The MSAG will agree on a set of ground rules for the MSAG to which the members will commit to operate. (A draft set of ground rules is provided in Annex 4).
- 4.4 The MSAG may identify sub-groups or individuals or organisations which are required to examine specific issues.
- 4.5 The Secretary will prepare Minutes of Meeting at every meeting according to a template approved by the MSAG and submit this to the Group for agreement and submission to the TSEZMC. After finalisation of minutes they will be disclosed in a relevant format to the public.
- 4.6 The Group will work in English and Myanmar language.

5 MSAG COORDINATION AND MEMBERSHIP

- 5.1 The MSAG will be chaired by Vicky Bowman, Director, Myanmar Centre for Responsible Business
- 5.2 The Chair is supported by a Secretariat.
- 5.3 The Secretariat will be the JICA Expert Team of Income Restoration Program.
- 5.4 The MSAG shall comprise representatives from the GoM, Developers/Investors, JICA and Civil Society. The membership is designed to ensure that the MSAG is multi-stakeholder and can fulfil its objectives effectively. Membership is individual but the member may appoint an alternate from their organisation or stakeholder group to ensure that they are represented in discussions when the member is not available.
- 5.5 Members of the MSAG [for discussion] are:
 - 5.5.1 TSEZMC Secretary (1)
 - 5.5.2 IRPISC representatives (2)
 - 1 representative from local authorities (e.g. Township)
 - 1 representative of PAPs from Myaing Tharyar
 - 5.5.3 MJTD representatives (2)
 - 1 representative from Vice President
 - 1 representative from Community Relations Office
 - 5.5.4 PAP/Community Representatives (2) (including 1 from Phase 2 community)
 - 5.5.5 Mediators (1)
 - 5.5.6 Paung Ku (1)
 - 5.5.7 Earth Rights International (1)
 - 5.5.8 Thilawa Social Development Group (1)
- 5.6 The MSAG shall not consist of more than 15 Members to ensure the Group has a manageable number of Members for effective dialogue and decision-making.
- 5.7 Organisations, including companies investing in the SEZ may be invited to participate as Observers in the group. Additionally, other organisations such as ILO, Social Clarity, ERM, Peace Nexus, International Alert etc may be invited as Expert Advisers or Observers on an ongoing basis, to facilitate the work of the Group and to promote coordination with other relevant activities, including Phase 2. Other invited guests / speakers may be invited to participate in the MSAG to discuss specific topics or issues as required, by broad consensus of Members in advance of the particular meeting.
- 5.8 The Members of the MSAG are accountable to the PAPs, communities and organisations that they represent.
- 5.9 The TSEZMC and IRPISC are responsible for directing the design and implementation of the resettlement and income restoration programs and maintaining clear communication to the MSAG throughout the project.

6 TERMS OF MEMBERSHIP

- 6.1 Members shall be appointed for an initial duration of 12 months. This can be extended for 12 months by consensus of the Members, on an indefinite basis.
- 6.2 The MSAG shall be tripartite in nature (i.e. with representation from the GoM, Civil Society and Developers/Investors). As long as the tripartite nature is maintained, the group may agree by broad consensus at any time to change, add, or reduce the number of Members.
- 6.3 This MSAG shall exist primarily for the Thilawa SEZ Phase 1 resettlement program. If the TSEZMC and its affiliates decide that a similar process is required for the Phase 2 resettlement program, the MSAG will discuss if it could continue to function with an updated TOR or if a new Group would need to be formed with its own TOR.

7 MEETINGS AND SCHEDULE

- 7.1 The MSAG shall meet quarterly or as otherwise agreed until Thilawa SEZ Phase 1 project has been implemented.
- 7.2 The Chair will propose the agenda for meetings.
- 7.3 The meeting announcement and agenda shall be circulated to MSAG Members a minimum of 5 working days before the meeting date. Any background documents shall be circulated a minimum of 3 working days before the meeting.
- 7.4 The venue of the meetings may vary in order to accommodate Members of the Group.
- 7.5 When a meeting is held, participants are free to use the information received, but neither the identity nor the affiliation of the speaker(s), nor that of any other participant, may be revealed.
- 7.6 The Chair and MSAG shall be supported by the Secretariat to conduct all coordination and administrative functions necessary to support the MSAG and ensure the fulfilment of its outlined responsibilities.
- 7.7 If there are any necessary or urgent issues which need to be addressed the Chair can call an extraordinary meeting.
- 7.8 Minutes of meetings will be circulated to the MSAG for comment and they will have 5 working days to comment. Minutes will be finalised thereafter whether comments received or not.
- 7.9 All Members and invited guests shall respect that differences of opinion may arise during meetings and making of recommendations for resolving challenges and should refrain from engaging in public debate which would be disruptive to the development of beneficial measures for PAPs before release of information to them and the public.
- 7.10 All Members and invited guests shall respect and not discuss outside of MSAG meetings any sensitive information that may become available at any point during the period of the project.
- 7.11 Participation of more than 50% of the Members is required to constitute a quorum.² At least one member from each of the tripartite groups must be present.

8 ADMINISTRATION AND RECORDS

- 8.1 The Secretariat will maintain all records relevant to the operation of the MSAG.
- 8.2 Records shall be kept for a period of 6 months after the cessation of the MSAG or as agreed by broad consensus of the Members.
- 8.3 The Minutes will be prepared in both Myanmar and English.
- 8.4 Members will be provided travel expenses where requested to attend meetings.

9 DEFINITIONS

Definitions for key terms are provided in **Annex 5**.

10 RECIPIENTS

- As above; and
- Chairman, Thilawa SEZ Management Committee
- Myanmar Japan Thilawa Development Ltd.
- Yangon Region Government
- Income Restoration Program Implementation Sub-Committee (IRPISC)
- JICA Head Quarters / JICA Myanmar Office.

² Quorum – A quorum is the minimum number of members of a deliberative assembly, group or committee necessary to conduct the business of that entity.

ANNEX 1 – KEY QUESTIONS / GUIDING PRINCIPLES FOR THE MULTISTAKEHOLDER ADVISORY GROUP (MSAG)

PROVISIONAL SAMPLE ONLY

1. Will the action / advice benefit PAPs or other target communities?
2. Is the action/advice informed by relevant international standards (e.g. World Bank Group social safeguard policies on community engagement and land acquisition and involuntary resettlement)?
3. Will the action / advice support the achievement of good international practice in resettlement, livelihood restoration and community engagement?
4. Does the action/advice contribute to livelihood restoration of PAPs?
5. Does the action/advice contribute to improving the standard of living of PAPs?
6. Have PAPs and other relevant stakeholders been consulted to develop the action?
7. Does the action consider and recognise the differential benefits and impacts on women and other potentially vulnerable groups? Have special provisions been made to support vulnerable people?
8. Will the action/advice address or contribute to meeting other needs of the community (e.g. to Host Community or others)?
9. Is the action/advice locally appropriate to the target communities and does it respect the local culture and traditions?
10. Is the action/advice based on or supported by an objective and professional, third party study, assessment or opinion of the benefits of the action?
11. Is the action/advice consistent with Myanmar laws and regulations?
12. Will the action/advice avoid or reduce conflict and disagreement with the GOM, and promote achievable win-win solutions?

ANNEX 2 – IMPLEMENTATION ARRANGEMENTS

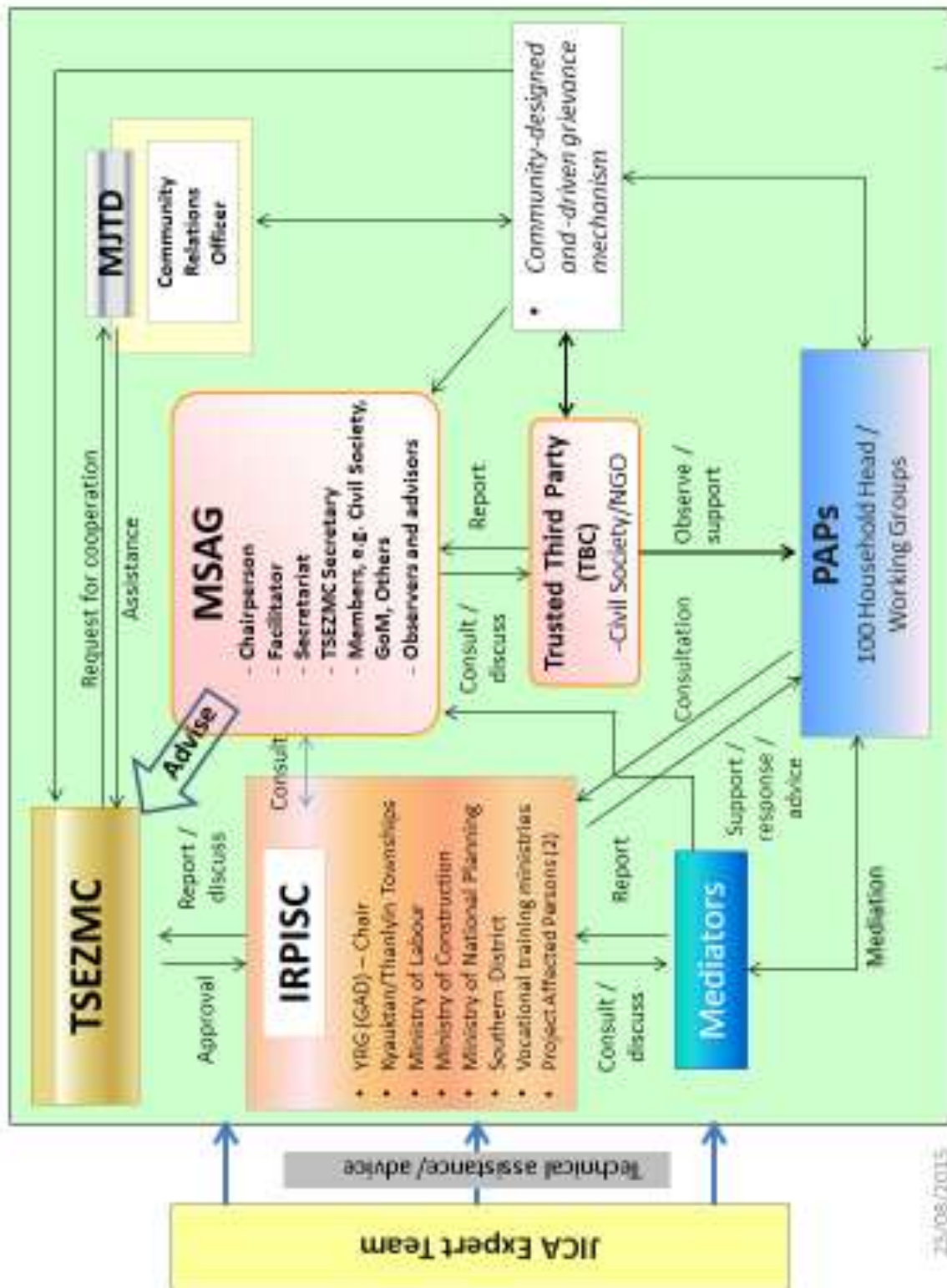


Figure 1: Implementation Structure for Thilawa Phase 1 Resettlement & Income Restoration Programs

ANNEX 3 – SAMPLE AGENDA FOR PRELIMINARY MEETING(S)

AGENDA FOR MSAG MEETINGS
1. Introductions, apologies, agreement on the agenda
2. Presentation from TSEZMC Secretary including status of SEZ development and future plans
3. If/when established [Briefing from Trusted Third Party, including update on community driven grievance procedure]
4. Update on IRP
5. Employment / jobs at SEZ and for affected persons/communities
6. Status of Relocation Site
7. Outstanding issues related to land acquisition process
8. Any other current concerns, complaints, grievances
9. Communication and engagement activities
10. Any Other Business (AOB)

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ANNEX 4 – MSAG [DRAFT] GROUND RULES

The following are general Ground Rules of the MSAG meetings which are expected to be followed by all Members and any invited guests:

- **Commit to attending meetings and arrive on time**
- **Be willing to reach consensus.** Keep an open mind that there probably is an acceptable decision that everyone can support, even if some degree of compromise is required.
- **Work within Myanmar laws and regulations.**
- **Strive to meet the stated purpose and expected outcomes of the meeting.** If you can achieve this, then the meeting will be successful. If you get stuck with difficult discussion, refer to the purpose and expected outcomes to re-focus energies.
- **Respect the agenda.** Make sure the agenda details which items are listed for discussion, and which items involve decisions. Plan how much time is targeted for each item to make sure the meeting is finished in a respectable time frame.
- **Listen actively to others.** Listen to understand what is being said. Do not “pretend” to listen while you are thinking of how to respond to statements others have made.
- **No one-on-one side meetings or conversations.** This is really distracting. Essential discussion is meant for everyone!
- **Manage your own input – no long speeches.** Be clear in thought when you have opportunity to give your opinion.
- **Do not interrupt other participants.** Be respectful to others, as you would expect the same for yourself.
- **Leave the meeting with a clear sense of next steps.** Make notes of who is responsible to do what and by when! Include this information in meeting minutes.
- **Discussions will be treated as confidential as appropriate.**
- **Once consensus has been reached, support group decisions and actions.** Do not leave the meeting after decisions have been made and talk about how your idea was the better one.
- **Members should be available for consultations and conversations with other stakeholders.**

ANNEX 5 – DEFINITIONS

CDF	The CDF is a micro-finance scheme that has been designed to support PAPs, the community at the RS and the Host Community to access micro-credit for income generation activities. The CDF is part of the broader IRP being implemented.
Host Community	The Host Community is the communities of Myaing Tharyar Wards 1, 2 and 3.
IRP	The IRP is the income restoration component of the overall resettlement program. The IRP is open to all categories of PAPs and is being implemented by the IRPISC. The IRP is designed in a sequential way over 3 years from December 2013. The initial focus was on developing individual technical skills of PAPs with a view to the household head obtaining employment and from mid-2014 the IRP has also started incorporating support for capacity development at both an individual and community level in order to promote the sustainable development of the Relocation Site.
IRPISC	The IRPISC was established on 21 October 2013 and includes two PAPs, the 100 HH Head from the Relocation Site, and representatives of the GoM from the Townships of Thanlyin and Kyauktan and two civil society representatives. The IRPISC role is to facilitate integration of PAPs in the Host Community, coordinate and communicate with PAPs and all related institutions on IRP activities, finalise the IRP through consultation with PAPs, and to observe progress of the IRP implementation and follow-up as necessary.
JICA Expert Team	JICA Expert Team supports technically for planning and implementing Resettlement Program including Income Restoration Program (IRP) in order to improve / restore the livelihood of the people and community affected by the Thilawa Phase 1 resettlement program.
MSAG	The MSAG is a multi-stakeholder body that shall monitor the effectiveness of the resettlement and income restoration program activities on the people and communities affected by the Thilawa Phase 1 resettlement program. In addition, MSAG discusses countermeasure for issues identified in the process of the resettlement and income restoration program activities, and advises to IRPISC.
PAPs	The PAPs of the Thilawa SEZ Phase 1 resettlement program are the households and individuals displaced by the Thilawa SEZ Phase 1 project (400 ha). There are a total of 81 households and 382 persons that comprise the PAPs for the Phase 1 project.
RWP	The RWP is the document that details how the GoM will compensate, resettle and restore livelihoods of PAPs.
SWSP	The SWSP is a series of support in cash and in-kind for PAPs designed to address indebtedness and food security issues identified as part of the external monitoring and evaluation process. It is designed to provide further transitional support to PAPs in the period before livelihood restoration is achieved.
TSEZMC	The TSEZMC is responsible to support for the resettlement and income restoration program activities technically and financially in collaboration with IRPISC and developers of Thilawa SEZ at Phase 1.
Trusted Third Party	An organisation given the mandate to observe and monitor resettlement program and IRP activities to ensure the goals of these programs are being achieved. In addition, the organization will support PAPs to actively participate in all activities that affect them with the GoM, implementing partners and other concerned parties.