

EB/APC/10/2

February 19, 2010

To: Members of the Agenda and Procedures Committee  
(Mr. Rutayisire, Chairman; Mr. Callesen, Mr. Gibbs, Mr. He, Mr. Kotegawa,  
Mr. Nogueira Batista, Ms. Vongpradhip, Mr. Weber)

From: Siddharth Tiwari, Committee Secretary

Subject: **Sense of the Meeting—Note from the Legal Department**

The attached note prepared by the Legal Department responds to a question raised at the December 8, 2009 meeting of the APC concerning the meaning of “sense of the meeting.” The note is background for the Committee meeting on **Tuesday, February 23 at 11:00 a.m.**, in the Board Committee Room (12-120B).

This paper will shortly be posted on the extranet, a secure website for the Executive Directors and member country authorities.

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Members of the Executive Board



## Sense of the Meeting

This note responds to a question raised at the Agenda and Procedures Committee meeting on December 8, 2009 concerning the meaning of “sense of the meeting”. It also addresses the concept of “consensus” and explains how it differs from the “sense of the meeting”.

### *Sense of the Meeting*

1. The concept of “sense of the meeting” originates in Rule C-10 of the Fund’s Rules and Regulations which provides: *“The Chairman shall ordinarily ascertain the sense of the meeting in lieu of a formal vote. Any Executive Director may require a formal vote to be taken with votes cast as prescribed in Article XII, Section 3(i), or Article XXI(a)(ii).”*
2. In 1947 the Executive Board interpreted Rule C-10, defining “sense of the meeting” to mean a “position supported by Executive Directors having sufficient votes to carry the question if a vote were taken” (EBM No. 173, 5/28/47). Accordingly, when ascertaining the “sense of the meeting” the Chairman must have regard to the requisite voting majorities prescribed by the Articles. The general rule is set out in Article XII, Section 5(c), which provides: *“[e]xcept as otherwise provided, all decisions of the Fund shall be made by a majority of the votes cast.”* Therefore, unless the Articles explicitly call for a special majority (generally either seventy percent, or eighty five percent, of the total voting power), decisions are taken by a majority of the votes cast.
3. In light of the above, Rule C-10 of the Fund’s Rules and Regulations may be described as a procedural device that allows the Chairman to avoid conducting a formal vote in circumstances where the positions of Directors, having sufficient votes to carry the question if a vote were taken on an issue, are rather clear.

### *Consensus*

4. In contrast to the “sense of the meeting”, the concept of consensus is not a term that has been defined by Executive Board decision. However, in the practice of the Fund, and consistent with general principles,<sup>1</sup> the term consensus is generally understood to exist when all Directors can go along with the majority view in the sense that they would not wish to vote against it. While the term consensus might be employed in a summing up to describe the level of support for a particular proposal, it is not a concept that is legally relevant for the adoption of Board decisions.

Prepared by LEG

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<sup>1</sup> See for example: Merriam Webster’s Collegiate Dictionary (10<sup>th</sup> Edn, 1998) and the Concise Oxford Dictionary (8<sup>th</sup> Edn, 1998) which define the term “consensus” to mean “general agreement”.