

**Summary Report of the ninth meeting of the Executive Board  
25-27 October 2011 Rome, Italy**

The following Members of the Board were present:

Dr. Margaret Catley-Carlson  
Prof. Sir Peter Crane  
Amb. Walter Fust  
Prof. Cary Fowler  
Prof. John Lovett  
Prof. Roberto Rodrigues  
Dr. Emile Frison (CGIAR)  
Dr. Modibo Traoré (FAO)  
Dr. Shakeel Bhatti (ITPGRFA) Observer  
Dr. Kent Nnadozie (ITPGRFA) Rep. Observer

The following Members sent their apologies:

Mr. Lew Coleman  
Ms. Åslaug Haga  
Dr. Ibrahim Assane Mayaki

The following attended Item 11:

Mr. Tim Fischer (Board member elect 2013)

The following attended Item 12:

Dr. Axel Heider, Ministry of Agriculture, Republic of Germany  
Mr. Mitja Mertens, Foreign Office, Republic of Germany

The following staff attended various Items:

Mellissa Wood	Secretary to the Executive Board Director of Operations
Anne Clyne	Director of Finance
Julian Laird	Director of Development & Communications
Gerald Moore	Legal Advisor
Jane Toll	Global Systems Project Manager
Members of staff	

### **1. Welcome and Adoption of Provisional Agenda**

- The Chairperson opened the meeting and welcomed Members and new Members and noted apologies.
  - A short clip “I will be a hummingbird” was played as a tribute to Wangari Maathai.
1. *Decision: The Board adopted the Provisional Agenda for the 9<sup>th</sup> meeting of the Executive Board (Attachment A).*

### **2. Minutes and actions arising from the EB8**

- Members discussed the actions arising from EB8 noting all were completed or covered in more detail in other papers during the meeting. The Chair thanked the Secretariat for preparing the comprehensive Minutes.

- One edit in the EB8 Minutes was requested by Dr. Traoré: the words 'in 2010 dollars' should be added at the end of the text of Decision 4.
2. *Decision: The Board approved and adopted the Minutes from the 8th Executive Board meeting.*

#### **4. Members Report**

- Each Member and Observer provided a brief report on their activities related to PGR and Trust activities over the last 6 months.
  - Prof. Rodrigues announced that Embrapa and the Trust had just signed a MoU. Prof. Rodrigues on "Sustainable Food and Energy in a Green Economy" provided a short presentation.
  - Much discussion followed on how the Trust can effectively engage with major international processes. The FAO representative requested that the Trust prepare relevant documentation for the United Nations Conference on Sustainable Development (Rio +20) in June 2012.
1. *Action: The Board requested copies of the film "The Seed Warriors" to be provided to all Board members.*
  2. *Action: The Board requested the Director of Development and Communications follow up with FAO on the Trust's submission to the United Nations Conference on Sustainable Development (Rio +20).*

### **3. Election of Vice-Chairperson 2012**

#### **11.1. Board Business: Election of Chairperson 2013-2015**

- Sir Peter Crane proposed Ms. Haga for Chairperson. The Board members unanimously supported this proposal.
  - Mr. Moore highlighted the need for Ms. Haga's term on the Board to be extended for a second term by the Governing Body in 2012, in order for her to be able to take up Chairpersonship in 2013. It was agreed that if this did not occur in a timely manner, then the Board would elect Ms. Haga to the Board using the vacant 12<sup>th</sup> member place.
  - The Chair then suggested that Ms. Haga also be nominated to Vice-Chair position for 2012 and the Board agreed unanimously.
3. *Decision: The Board elected Ms. Åslaug Haga as Chairperson for 2013-2015.*
  4. *Decision: The Board elected Ms. Åslaug Haga as Vice-Chairperson for 2012.*
  3. *Action: The Board agreed to use the "12<sup>th</sup> member place" to elect Ms. Haga to the Board in 2013 if the Governing Body did not agree to extend her for a second term in a timely manner. This is in order for her to take up Chairpersonship in 2013.*

## **5. Donors' Council Report**

- The Chair of the Donors' Council, Peter Waddell-Wood provided a summary report on the Donors' Council meeting, held on the 24<sup>th</sup> November. With great pleasure, he informed the Board of the two new Board members they had elected the previous day.
  - Dr. Klaus Toepfer for 2012
  - Mr. Tim Fischer for 2013
- He informed the Board that the Council had also elected itself a new Chair (Germany) and Vice-Chair (Norway).
- The Council had considered the Finance and Investment Report and endorsed the budget for 2012 and welcomed the serious decision-making approach used in determining a suitable host country for the Trust. They also welcomed the programme report and were impressed by the progress made by the Trust and congratulated the Trust on continued delivery. They suggested future reporting required more effort towards measuring impact of current and future work. One suggestion was made to prepare a series of strategy papers on how the Trust work addresses major donor issues of food security, climate change etc.
- The Chair noted that the Council stood ready to offer political and moral support to the Trust at the next Governing Body. The Council was greatly concerned over the current inability of the Governing Body to elect new members to the Trust Board and the Council members were actively engaged in conversations with the Treaty Secretariat and Bureau and were investigating the legality of the issue.
- The Board thanked the Donors' Council for their report and thanked the Chair for his outstanding contributions as Chair over the last 6 years.

## **6. Programme Report and Report Card 2011**

- The Director of Operations, Mellissa Wood, opened this item by presenting on the long-term grants. The Project Manager, Jane Toll, followed with a presentation on progress with the Global System project including presentation of the report card results with assistance from other staff members.

## **7. Work Plan 2012**

- The Board recognized the importance of the accomplishments presented and congratulated staff on their achievements. Discussion centered on the difficulty in identifying direct and indirect successes and impacts, such as plant breeding outputs that use crops the Trust has secured.
- A short discussion followed on reporting to the B&MGF on the weaker areas of the project (the vegetatively propagated species). It was noted that the Foundation is well aware of this. The Chair noted the Trust should devise a strategy to thank the Foundation for their investment in saving crop diversity.

5. *Decision: The Board approved the Work Plan for 2012.*

4. *Action: The Secretariat to explore the suggestions made by the Board for summary reporting on the success and impacts of the B&MGF funded project.*

## 8. Finance and Investment Report

- John Lovett presented the Finance and Investment Committee (FIC) report.
  - Dr. Fowler reported that the Trust was in the process of implementing the new investment strategy with Cambridge advisors under a new timetable.
  - Dr. Fowler introduced the 2012 budget by noting it was a conservative budget that accommodated reduced staff (especially support staff) and many uncertainties.
  - The Board acknowledged there could be increased operational expenses in 2012 associated with the move and with this full knowledge, agreed to the withdrawal of additional reserve funds to cover these expenses, if required, to a limit. It was agreed that a note 12 be added to the Budget Notes stating: *“Noting the uncertainties in Trust operations in 2012 consequent upon relocation and other matters, the Secretariat will advise the FIC if variation to the annual budget is required”*.
6. *Decision: The Board adopted the annual budget for 2012 and requested a supplementary Note 12 be added to the Notes to the Annual Budget 2012 - “Noting the uncertainties in Trust operations in 2012 consequent upon relocation and other matters, the Secretariat will advise the FIC if variation to the annual budget is required”.*
5. *Action: The Board requested the Secretariat establish a separate budget code for the transition to Bonn, and this should also include in-kind contributions, so that all costs associated with the move can be tracked and monitored.*

## 9. Communication Report 2011

- The Director of Development & Communications, Julian Laird, provided a report on the communications achievements of the Trust during the year, in particular the Annual Report, various social media activities, recent Press Releases and the new Website. He noted that visits to the Trust website were down by 10%.
- The Board noted the report and complimented the Trust on the new website design.

## 10. Risk Management

- The Director of Operations, Mellissa Wood, presented the risk assessment for 2012. She noted that in addition to the two levels of risk assessed (Board level and Secretariat level), with the initiation of a Headquarters Agreement with Germany and the relocation to Bonn in 2012, it was felt necessary to recognise a third level of risks for an interim period. These ‘relocation level risks’ consider strategic, governance, operational and management risks associated with the move to Bonn and becoming an independent organization.
- The Board discussed the risk assessment and in particular noting the high and significant risks of 1.1, 2.1, 3.1, and 4.1. It was suggested the Secretariat email the Board periodically on the status of the high and significant risks so the financial ones may be added to the FIC agenda to monitor and action if they become serious. The Board also discussed strategies for minimizing 2.1 – “Lack of continuity in Board membership” and a suggestion to modify 4.3 – “Continuity in key staff in case of incapacity”, so that the Board be the owner of the risk, was agreed to.

- A suggestion was made to produce a dashboard on **changes** in risk at the annual business meeting, where the change in residual risk rating is also reported as well as the actual rating. A dashboard approach using traffic light colours was suggested. Amb. Fust suggested reviewing the work of the International Risk Governance Council <http://www.irgc.org/>.
6. *Action: The Board requested risk 4.3 be modified so that the Board be owner of the risk instead of the Secretariat.*
  7. *Action: The Board requested the Secretariat to consider how best to periodically report to the Board on the status of the high and significant risks.*
  8. *Action: The Board requested the Treaty Secretariat provide the Board members with list of ITPGRFA Bureau members.*
  9. *Action: The Board requested the Secretariat also report on changes in risk ratings annually, using a dashboard approach.*
  7. *Decision: The Board approved the 2012 Risk Assessment and the Board Statement of Risk for publishing in the Annual Report.*

## **Meeting adjourned for Day 1**

## **Day 2 - October 26th**

### **14. Fundraising**

- The Director of Development & Communications, Julian Laird, provided an update on the Trust's fundraising progress. Donations from the year were detailed and an update on progress with pledges and potential donors provided.
  - Mr. Laird and Amb. Fust then presented the Fundraising Strategy to the Board. They acknowledged that the fundraising unit in the Secretariat was very small (2 people) and that staffing considerations would need to be addressed as part of moving towards implementing the strategy.
  - Much discussion centered on holding a high-level Donors' Conference and the need to establish a high-level Fundraising Committee to help support and organize this. All acknowledged that governments were still a major source of funds and that a Donors' Conference should ensure full representation from the relevant portfolios. Germany was identified as an ideal host for such a conference. Investigating opportunities to host a side event at the G20 was also discussed, noting that agriculture was on the agenda this time.
10. *Action: The Board agreed to establish a Fundraising Committee to assist the Secretariat with further developing a fundraising strategy with identified pathways for implementation. The Board decided, however, that this should be initiated at the November 2012 Board meeting through a refined paper on this topic focusing on the priority strategies identified and confirmed at EB9.*

## **11. Board Business:**

### **11.2. Appointment of new Governing Body members**

- The present situation of being down by 3 members (Crane, Haga and Maathai) by end of 2012 was summarized by the Chair. Dr Bhatti was then asked to provide an update on the situation. He explained that as the Governing Body was silent on the delegation of authority, the Bureau was unable to elect new members on behalf of the Governing Body. He also explained that much work needed to be undertaken to prepare a process for nomination by GB5. He mentioned that the Bureau was having a phone meeting later this year to seek guidance on the preparation of GB5 documents and that the EB member selection issue may also be discussed. He planned to seek agreement on the immediate issue of extending Sir Peter Crane's term for another year at this meeting.
- Dr Bhatti also mentioned that the Bureau will comprehensively discuss all the issues surrounding the EB member selection at its meeting in February 2012. This will include a replacement for Wangari Maathai and the development of an overall process. The FAO member, Dr Traore stated that they would ensure all the preparatory work had occurred before the GB5 convened in 2013.
- The Chair of the Donors' Council stated that the Council was quite concerned about the outcome of GB4 and the impact this will have on the functioning of the Executive Board. He reiterated that the Council would be deeply concerned of the impact on the Board if these issues were not resolved by GB5.
- The Chair ended the item by thanking Drs Traore and Bhatti for their efforts to date find practical solutions and asked that they report back to the Board on the extension of the two members (Crane and Haga) and on progress in developing a durable selection process.

*11. Action: The ITPGRFA Secretariat agreed to raise the issue of extending the term of Sir Peter Crane at the Bureau phone meeting in December 2011 and to comprehensively discuss the overall selection and extension process issues at the Bureau meeting in February 2012. They also agreed to ensure all preparatory work on developing an EB member selection process would be completed before the GB5 convened in 2013.*

### **11.4. Trust Review**

- The Board acknowledged that a complicated year that lay ahead in 2012 of transitioning into an independent organisation and of moving location to establish a permanent headquarters in Bonn. They agreed it would not be feasible nor productive to undertake a full external review of the Trust during such a period of transition. They therefore agreed to not piggy back onto the B&MGF review and that it be put onto the agenda for the November 2012 Board meeting.
- 8. Decision: The Board agreed it would not be feasible nor productive to undertake a full external review of the Trust in 2012 during the transition to independence and to Bonn and that it be put onto the agenda for the November 2012 Board meeting.*

### **12. Transition to Independence – Headquarters Agreement with German Government**

- The Director of Operations, Mellissa Wood, presented an update on the status and issues surrounding the transition process, from the Trust perspective. She

presented a timeline highlighting the critical pathways and key trigger points that if not reached by certain points, would have major repercussions for the Trust being in a position to move to Bonn in summer 2012. Members noted the tight timeframe and queried the implications of delaying the move for another 12 months. It was generally noted that this could result in a lack of momentum and impact on recruitment.

- Representatives from the government of the Republic of Germany, Dr. Heider and Mr. Mertens, then joined the session. Following a welcome by the Chair, Dr. Heider provided a status update on progress across all elements of their bid. After a lengthy discussion of some of the key elements of the bid, such as the renovation funds, project funds, and relocation cost. It was agreed that a working group made up of German and Trust representatives should be established to advance the Headquarters Agreement and that cornerstones of the agreement should be in place by the end of 2011.

*12. Action: The Board agreed that a working group made up of German and Trust representatives should be established to advance the Headquarters Agreement and that cornerstones of the agreement should be in place by the end of 2011.*

## **Meeting adjourned for Day 2**

## **Day 3 - October 27th**

### **15. Strategic Relationship with Key Partners**

- Dr. Fowler opened this item and discussed the relationships with the CGIAR. He noted his deep appreciation to the HR department in Bioversity International for their assistance to the Trust to date.
- He then discussed the relationship with the International Treaty, noting the political issues at the Governing Body level. He noted a number of strategies that were being implemented by the Trust aimed at reducing the politics and improving the relationship. He also mentioned a focus on new activities to improve transparency, such as a regular newsletter highlighting on-ground project activities. The Chair suggested the Board offer to meet with the Bureau.
- Gordon McNeil from the CGIAR Consortium Office was invited to give a presentation on the CGIAR reform process, the role of the Consortium Office and the exciting new partnership with the Trust regarding sustainable funding of the genebanks. A joint Trust/Consortium Office proposal to sustainably fund the genebanks would be tabled at the Fund Council meeting in March 2012, with Dr. Fowler to attend. The Board noted that the proposal needed to be carefully developed as it had big potential implications to Trust management.

### **11.4 HR Committee**

- Members felt there was validity in establishing such a Committee but that establishment should be postponed until there had been more progress with independence and the HR needs and activities were in a more advanced state. It was agreed to postpone consideration of such a committee until the next EB meeting.

9. *Decision: The Board agreed to postpone consideration of establishing a HR Committee until the next EB meeting.*

**16. Other business**

- No other business.

**17. Next meeting**

- Given the activities of the Headquarters Agreement, the Board agreed to convene the next meeting in March and an annual business meeting in the autumn.

*10. Decision: The Board agreed the meetings for 2012 would be:*

- *March 20-21 2012*
- *Annual business October 23-24 2012*

**18. Executive Director Appraisal**

- The Board discussed this item in a closed session as per normal practice. During this session the Board undertook the 2011 performance appraisal of the Executive Director.

**The ninth Executive Board Meeting closed.**

## Summary of Decisions and Actions arising

No.	Decision
1	<i>The Board adopted the Provisional Agenda for the 9<sup>th</sup> meeting of the Executive Board.</i>
2	<i>The Board approved and adopted the Minutes from the 8th Executive Board meeting.</i>
3	<i>The Board elected Ms Åslaug Haga as Chairperson for 2013-2015.</i>
4	<i>The Board elected Ms Åslaug Haga as Vice - Chairperson for 2012.</i>
5	<i>The Board approved the Work Plan for 2012.</i>
6	<i>The Board adopted the annual budget for 2012 and requested a supplementary Note 12 be added to the Notes to the Annual Budget 2012 - "Noting the uncertainties in Trust operations in 2012 consequent upon relocation and other matters, the Secretariat will advise the FIC if variation to the annual budget is required".</i>
7	<i>The Board approved the 2012 Risk Assessment and the Board Statement of Risk for publishing in the Annual Report.</i>
8	<i>The Board agreed it would not be feasible nor productive to undertake a full external review of the Trust in 2012 during the transition to independence and to Bonn and that it be put onto the agenda for the November 2012 Board meeting.</i>
9	<i>The Board agreed to postpone consideration of establishing a HR Committee until the next EB meeting.</i>
10	<i>The Board agreed the meetings for 2012 would be:</i> <ul style="list-style-type: none"> <li>• <i>March 20-21 2012</i></li> <li>• <i>Annual business October 23-24 2012</i></li> </ul>

No	Actions arising	Responsibility	Due date
1	<i>The Board requested copies of the film "The Seed Warriors" to be provided to all Board members.</i>	Secretariat	March Board meeting
2	<i>The Board requested the Director of Development and Communications follow up with FAO on the Trust's submission to the United Nations Conference on Sustainable Development (Rio +20).</i>	Director of Development and Communications	31 March 2012
3	<i>The Board agreed to use the "12<sup>th</sup> member place" to elect Ms Haga to the Board in 2013 if the Governing Body did not agree to extend her for a second term in a timely manner. This is in order for her to take up Chairpersonship in 2013.</i>	Board	Autumn Board meeting
4	<i>The Secretariat to explore the suggestions made by the Board for summary reporting on the success and impacts of the B&amp;MGF funded project.</i>	Secretariat	End of B&MGF funded project
5	<i>The Board requested the Secretariat establish a separate budget code for the transition to Bonn, and this should also include in-kind contributions, so that all costs associated with the move can be tracked and monitored.</i>	Director of Finance	Immediately
6	<i>The Board requested risk 4.3 be modified.</i>	Secretariat	Autumn Board meeting
7	<i>The Board requested the Secretariat to consider how best to periodically report to the Board on the status of the high and significant risks.</i>	Secretariat	Report in March Board meeting and implement during year

8	<i>The Board requested the Treaty Secretariat provide the Board members with list of ITPGRFA Bureau members.</i>	Treaty Secretariat	Immediately
9	<i>The Board requested the Secretariat also report on changes in risk ratings annually, using a dashboard approach.</i>	Secretariat	Autumn Board meeting
10	<i>The Board agreed to establish a Fundraising Committee to assist the Secretariat with further developing a fundraising strategy with identified pathways for implementation. The Board decided, however, that this should be initiated at the November 2012 Board meeting through a refined paper on this topic focusing on the priority strategies identified and confirmed at EB9.</i>	Board	Autumn Board meeting
11	<i>The ITPGRFA Secretariat agreed to raise the issue of extending the term of Sir Peter Crane at the Bureau phone meeting in December 2011 and to comprehensively discuss the overall selection and extension process issues at the Bureau meeting in February 2012. They also agreed to ensure all preparatory work on developing an EB member selection process would be completed before the GB5 convened in 2013.</i>	Treaty Secretariat	31 March 2012 and end of 2012
12	<i>The Board agreed that a working group made up of German and Trust representatives should be established to advance the Headquarters Agreement and that cornerstones of the agreement should be in place by the end of 2011.</i>	Secretariat	December 2011

### Summary of items to be released to Website

<b>Item</b>	<b>Board decision</b>
1. Welcome, introduction of new Members and adoption of Provisional Agenda	Release
2. Minutes and actions arising from EB8	Release without EB8 Minutes
3. Election of Vice-Chair for 2012	Release
4. Members Report	Release
5. Donors' Council Report	Do not release
6. Programme Report and Report Card 2011	Edit and release
7. Work Plan 2012	Release
8. Finance and Investment Report	Release but remove Annexes as per usual and add a summary budget
9. Communication Report 2011	Release
10. Risk Management statement	Release
11. Board Business	Release
12. Transition to independence	Release
13. The Trust in Bonn	Release
14. Fundraising	Release
15. Strategic relationship with key partners	Release
16. Other Business	No other business
17. Next Meeting(s) for 2012	Release
18. Executive Director appraisal	Do not release

**Agenda  
Executive Board Meeting 9**

<b>Time</b>	<b>Agenda Item</b>	<b>Item for Action/ Information</b>
<b>DAY 1</b>	<b>Tuesday 25 October – Canada room (A356)</b>	
09.00 30 mins	1. Welcome, introduction of new Members and adoption of Provisional Agenda	Action
09.30 30 mins	2. Minutes and actions arising from EB8	Action
10.00 30 mins	3. Election of Vice-Chair for 2012	Action
10.30 30 mins	<b>COFFEE BREAK</b>	
11.00 30 mins	4. Members Report <ul style="list-style-type: none"> <li>• <i>Sustainable Food and Energy Security in a Green Economy</i> project – Roberto Rodrigues</li> </ul>	Information
11.30 30 mins	5. Donors' Council Report	Information
12.00 90 mins	<b>LUNCH</b>	
13.30 60 mins	6. Programme Report and Report Card 2011	Information
14.30 60 mins	7. Work Plan 2012	Action
15.30 30 mins	<b>COFFEE BREAK</b>	
16.00 60 mins	8. Finance and Investment Report <ul style="list-style-type: none"> <li>1. FIC Report</li> <li>2. Budget 2012</li> </ul>	Action
17.00 30 mins	9. Communication Report 2011	Information
17.30	<b>CLOSE MEETING – DAY 1</b>	
20.00	<b>TRUST DINNER</b>	

<b>Time</b>	<b>Agenda Item</b>	<b>Item for Action/ Information</b>
<b>DAY 2</b>		
<b>Wednesday 26 October – Canada room (A356)</b>		
09.00 <i>30 mins</i>	10. Risk Management	Action
09.30 <i>30 mins</i>	11. Board Business 1. Election of Chair for 2013-2015 2. Member Selection (Governing Body and Donors' Council) 3. Human Resources Committee	Action
10.00 <i>60 mins</i>	12. Transition to independence: 1. Headquarters Agreement with German Government	Action
11.00 <i>30 mins</i>	<b>COFFEE BREAK</b>	
	12. Transition to independence (cont.)	
11.30 <i>60 mins</i>	2. Trust Staff Regulations and Personnel Policies Manual	Action
12.30 <i>30 mins</i>	3. Trust Travel Policies	Action
13.00 <i>90 mins</i>	<b>LUNCH</b>	
14.30 <i>90 mins</i>	13. The Trust in Bonn: 1. Trust Office Renovations 2. Trust Staffing	Information
16.00	<b>CLOSE MEETING – DAY 2</b>	

<b>Time</b>	<b>Agenda Item</b>	<b>Item for Action/ Information</b>
<b>DAY 3</b>	<b>Thursday 27 October – Canada room (A356)</b>	
09.00 <i>90 mins</i>	14. Fundraising 1. Fundraising Report 2011 2. Fundraising Strategy	Action
10.30 <i>30 mins</i>	15. Strategic relationship with key partners: 1. Presentation by CGIAR Consortium Office	Information
11.00 <i>30 mins</i>	<b>COFFEE BREAK</b>	
11.30 <i>30 mins</i>	15. Strategic relationship with entities (cont.)	Information
12.00 <i>15 mins</i>	16. Other Business	Information/ Action
12.15 <i>15 mins</i>	17. Next Meeting(s) for 2012	Action
12.30 <i>30 mins</i>	18. Executive Director appraisal (closed session)	Action
13.00 <i>60 mins</i>	<b>LUNCH</b>	
14.00	<b>CLOSE MEETING</b>	