

**Summary Report of the seventh meeting of the Executive Board
22-23 November 2010 Rome, Italy**

The following Executive Members of the Board were present:

Dr. Margaret Catley-Carlson
Mr. Lew Coleman
Prof. Sir Peter Crane
Amb. Jorio Dauster
Prof. Adel El-Beltagy
Prof. Cary Fowler
Ms Aslaug Haga
Prof. John Lovett
Prof. Roberto Rodrigues
Dr. Emile Frison (CGIAR)
Dr. Shivaji Pandey (FAO) (representing Modibo Traore)

Mr. Peter Waddell-Wood (Chairperson Donors' Council) Observer
Dr. Shakeel Bhatti and Dr. Daniele Manzella, (ITPGRFA) Observer

The following Members sent their apologies:

Amb. Walter Fust
Prof. Wangari Maathai
Dr Ibrahim Assane Mayaki
Dr Modibo Traore

The following attended Item 11b:

Mr. Tavares and Mr. Montavon (FAO)

The following staff attended various Items:

Melissa 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.

1. *Decision: The Board adopted the Provisional Agenda for the 7th meeting of the Executive Board (Attachment A).*

2. Election of Vice-Chairperson

2. *Decision: The Board elected Prof. Sir Peter Crane as Vice-Chairperson for 2011.*

3. Minutes and actions arising from the EB6 and July Teleconference

- Members discussed the actions arising from EB6 and the July teleconference, noting all were completed and most will be covered in more detail in other papers during the meeting. In particular, discussions centered on:

- EB6 - 2: Mid-term evaluation report by Bill and Melinda Gates Foundation (B&MGF) – Members agreed to seek permission from the B&MGF to post a summary of the report complete with pertinent Trust responses on the Trust website.
- EB6 – 3: Reporting annual variances against annual budget – Members welcomed the new reporting where variances against actuals for this year's budget were reported, as requested at EB6. They also requested that last year's budget also be provided to compare against this year's and this was undertaken and tabled during Item 8 (Finance and Investment Report).

3. *Decision: The Board approved and adopted the Minutes from the 6th Executive Board meeting and July Teleconference.*

1. *Action: The Board agreed to seek permission from the Bill & Melinda Gates Foundation to post a summary of the mid-term evaluation report, along with pertinent Trust responses, on the Trust website.*

4. Members Report

- Each Member and Observer provided a brief report on their activities related to plant genetic resources and Trust activities over the last 6 months.

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 19th November. Eleven donor country representatives attended, however, there were no representatives from foundations or corporations. Three members of the Executive Board were in attendance; Vice-Chair Adel El-Beltagy representing the Board (who presented a report to the Council on behalf of the Board) and new members Aslaug Haga and Roberto Rodrigues. It was the 2nd time members of Donors' Council and Executive Board had met together and all agreed this practice of having a joint meeting session together was a one to continue to pursue, when possible. Mr Wood reported on behalf of the Council, that they had:
 - Congratulated Cary on being awarded a Heinz Award.
 - Were impressed by the progress made by the Trust on a range of activities that were only proposals a few years ago and congratulated the Trust on continued delivery.
 - Reviewed the Finance and Investment Report and the 2011 budget, and endorsed the conservative approach to investment undertaken by the Trust, and to not fully draw down the funds available through the endowment fund.
 - Look forward to hearing the outcomes of the EB discussions of where to take the finance and investment strategy. They suggested including last year's budget along with next year's, for easy comparison.
 - Agreed to support the paper being put to the Governing Body 4 to simplify procedures for appointment of members to the Board.
 - Finally, the Chair noted that next year's meeting will be his last as Chair, and that the Council will need to plan election of Chair and Vice-Chair this time next year. A summary of the meeting has been posted on the Trust website. The Board thanked the Donors' Council for their report.

6. Programme Report 2010 and Report Card

- The Executive Director and the Project Manager, Jane Toll opened this session and Kijo Waruhiu, Associate Scientist, gave a presentation on progress with the Global System project. The Director of Operations, Mellissa Wood, then presented on the report card and the long-term grants. Discussion centered on safety duplication and regeneration, lesson learnt, and recognised the value of detailed strategic discussions at Board level on the challenges of the future, including the long term grant programme.

7. Our work in the wider context – looking forward

- The Executive Director presented this report and began by announcing a new grant. Norway has pledged \$50 million over ten years towards a major new initiative led by the Trust to find, gather, catalogue and conserve the wild relatives of our most important food crops, and to put the diversity into the crop breeding pipeline. The project will work with the wild relatives of 23 crops of major importance to food security.

The project will:

- Identify those crop wild relatives that are missing from existing collections, are most likely to contain diversity of value to adapting agriculture to climate change, and are most endangered;
 - Collect them from the wild;
 - Provide them to genebanks for conservation;
 - Prepare them ('pre-breeding') for use in breeding crops for new climates;
 - Evaluate them for useful traits; and
 - Make the resulting information widely available.
- This work is urgent – breeding new crop varieties takes time, and many of the wild relatives of our crops are at risk of extinction. The Executive Director explained that there is now a year of research and planning ahead with our key partners, the Millennium Seed bank at Royal Botanic Gardens Kew and the CGIAR, before the project activities can begin. He reminded the Board that crop wild relatives was the top priority among the five future initiatives presented at previous meetings.
 - The Executive Director then went on to discuss other events facing the Trust in the year ahead, including:
 - Managing the transition from finishing up the large Bill & Melinda Gates grant to starting the new Crop Wild Relative project;
 - The uncertainty in genebank funding resulting from the changes being undertaken in the CGIAR reform and the potential implications of the Costing Study results on the Trust endowment target;
 - Facing a new fundraising climate where economies are still not back to where they were;
 - Resolving a Headquarters Agreement and location for the Trust;
 - Complicated financial planning and fundraising over next years to accommodate endowment, Long Term Grants, project money and spend rates as a large operating grant from Canada expires and agreements with new partners begin;
 - Much discussion by the Board followed.

- 2. Action: The Board supported further investigation by the Secretariat into the strategic initiatives put forward, for review and potential action at the spring Board meeting.*

8. Finance and Investment Report

- Lew Coleman, Chair of the Finance and Investment Committee presented the Finance and Investment Committee (FIC) report.
 - Walter Fust was elected a member of the FIC, to replace the retiring member Jorio Dauster.
 - The annual budget 2011 was presented with the FIC recommendation that it be adopted. Discussion noted the impact of the completion of the Bill and Melinda Gates Foundation project on the budget and staffing. The Board adopted the budget.
 - The new investment managers, Cambridge Associates, gave a presentation on a new investment plan. They reported on their consultation with Trust staff and the FIC, identified the Trust investment objectives and outlined their investment strategy proposal in detail.
 - The FIC requested approval of the new investment strategy and, in particular to the following components:
 - Lowering the ceiling for the endowment spend rate from 4.5% to 4%
 - Lengthen the period over which the spend rate is calculated to 12 quarters (from 6 quarters).
 - Engagement with the Roots for Life Foundation was also discussed with Members suggesting in-principle rules of procedure be developed for such situations. The Board agreed to discuss this issue more fully in the spring Board meeting.
4. *Decision: The Board elected Walter Fust as a new member of the FIC.*
 5. *Decision: The Board adopted the annual budget for 2011.*
 6. *Decision: The Board approved the new investment strategy and agreed to keep the Donors informed of this.*
 3. *Action: The Board requested the FIC prepare categories of issues relating to engaging with entities for further discussion at the spring Board meeting.*
 4. *Action: The Board agreed to discuss developing principles for engagement with a range of entities (such as Roots for Life Foundation) at the spring Board meeting.*

Meeting adjourned for Day 1

9. Fundraising Report

- 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 reported on the fundraising activity that had been undertaken in Japan during the year, in particular the support that Board Member Wangari Maathai has provided. As she is very highly regarded as a VIP in Japan, she ensured the Trust delegation were welcomed by the highest offices in Japan, both political and Imperial.

- The Board discussed and noted that the Board fulfilled an important role through identifying potential donors and opening doors while the Trust Secretariat has the role of prioritization and follow-up.
5. *Action: The Board requested that the Secretariat provide a short summary document on the work of the Trust to the new members for use in initiating fundraising in their countries.*

11b. Review of Memorandum of Understanding with FAO

- Mr. Travares (FAO Legal office) and Mr. Montavon (Trust focal point from FAO Agriculture Dept.) joined the meeting for this session.
- Gerald Moore provided background and an update on the MOU revision process with FAO. He emphasised the need to revise the MOU in order to clarify policy issues pertinent to an independent organisation residing in the FAO building such as security, travel and access to systems. He noted it is important to clarify what are and are not FAO's responsibilities and liabilities with having the Trust in the building.
- Mr. Tavares provided a report on the consultation process within FAO. He agreed that the MOU needed to be updated. He noted that while FAO has plenty of experience in dealing with entities that are semi-autonomous but also part of FAO, they have little experience in dealing with fully autonomous entities, like the Trust. Initially FAO thought that similar arrangements could apply to the Trust, but now they realise this is not the case. He reiterated FAO's concerns about uncertainty regarding their responsibility and accountability *vis a vis* the Trust and noted that colleagues in some divisions wished to have more clarity. Mr. Tavares finished by stressing that the FAO Legal office was committed to assist the process as far as possible.
- The Board Chair thanked Mr. Tavares and Mr. Montavon for their time.

11a. Headquarters Agreement

- The Board were updated on the issues and status of the Headquarters Agreement process with regards to Italy and Germany.
 - The Board acknowledges the operational difficulties of working within the FAO and that there is still no satisfactory Headquarters Agreement concluded with Italy or resolution to the Executive Director's contract extension. Therefore, the Board is continuing to consider Headquarters options with a number of countries and that a Board Committee had been established to examine these options and to make recommendations to the Board. This Committee will explore all options raised in the meeting. . It was agreed that the Secretariat would gather all information in a manner that would allow for better comparison of the variables for the Committee to take to the Board for decision.
7. *Decision: The Board established a Committee to explore all Headquarter options and to make recommendations at the next Board meeting.*
6. *Action: The Board tasked the Headquarters Committee and Trust Secretariat with compiling all information in a manner that facilitates comparison and analysis of options to table at the next Board meeting.*

10. Communication Report 2010

- The Director of Development & Communications, Julian Laird, provided a report on the communications achievements of the Trust during the year, in particular Crop Topics and that these are now being published in other outlets such as the Huffington Post
- He informed the Board that the social media sites that the Trust launched this year have been very popular and that the Facebook site has attracted an audience as well.
- He also discussed the success of the recent campaign, initiated by the Trust, to halt the destruction of the unique berry and fruit collection held at the Pavlosk Research Station in St Petersburg Russia. In total 50,000 people signed up to four separate petition sites and he noted the effectiveness of the Twitter account that the Trust had opened and used to encourage people to ‘tweet’ President Medvedev. The President actually used his own Twitter account to respond, tweeting “ Received the Civic Chamber’s appeal over the Pavlosk Experimental Station. Gave instruction for this issue to be scrutinized.”

12. Risk Management

- The Director of Operations, Mellissa Wood, presented the risk assessment for 2011. She noted the two levels of risk being assessed (Board level and Secretariat level), the process for the assessment and drew Members’ attention to the 2011 assessment changes from the previous year.
 - The Board discussed the risk assessment and Board Annual Statement of Risk.
 - The Chair of the Donors’ Council noted that the Donors’ Council welcomed this risk management approach and that it was consistent with good practice.
7. *Action: The Board requested that a new risk be added to the matrix and Board Statement, that addresses staff continuity.*
 8. *Decision: The Board approved the 2011 Risk Assessment and the Board Statement of Risk for publishing in the Annual Report.*

13. Board Business

- Executive Director’s contract –The Chair summarised the previous discussions and noted that this issue was of great concern to the Board and needed an urgent resolution.
 - Board Report to the Governing Body – the Board reviewed the draft report provided in the papers.
 - Board self assessment – The Board Self-Assessment session was conducted as a closed session. The Board discussed the findings of the assessment. They agreed that the next meeting in spring should be a strategy meeting where the Agenda was more reflective and strategically focused. The Board requested it should include a session on Trust relationships, roles and responsibilities with key partners.
 - The Board agreed that the Self-Assessment was a worthy exercise and agreed to undertake another one in 2 years time (2012) using the same format.
8. *Action: The Board requested the Secretariat to continue negotiations in developing a new contractual arrangement for the Executive Director with other Rome-based organisations.*

9. *Decision: The Board approved the Board Report to the GB4 (subject to the addition of a summary funding table) and requested it also be placed on the Trust website.*
9. *Action: The Board agreed to undertake a third Board Self-Assessment Survey in September 2012 using the same format.*

14. Other business

- No other business.

15. Next meeting

- The Board agreed to convene a spring meeting, which would be strategic and would therefore have a reduced agenda. The primary item would be the Headquarters' Agreement.

10. *Decision: The Board agreed the meetings for 2011 would be:*

- *Strategic meeting June 7 - 8th*
- *Annual business October 25 - 26th.*

16. Executive Director Appraisal

- The Board discussed this item in a closed session as per normal practice. During this session the Board undertook the 2010 performance appraisal of the Executive Director.

The seventh Executive Board Meeting closed.

Day 3 - Wednesday 24th November

- The following morning, a number of Board Members visited Bioversity International Headquarters in Maccaresse. The Members were very hospitably received by Emile Frison and the staff of Bioversity. They enjoyed an interesting morning of staff presentations on key areas of work including a demonstration of the Global Information Portal, Genesys.

Summary of Decisions and Actions arising

No.	Decision
1	<i>The Board adopted the Provisional Agenda for the 7th meeting of the Executive Board (Attachment A).</i>
2	<i>The Board elected Prof. Sir Peter Crane as Vice-Chairperson for 2011.</i>
3	<i>The Board approved and adopted the Minutes from the 6th Executive Board meeting and July Teleconference.</i>
4	<i>The Board elected Walter Fust as a new member of the FIC.</i>
5	<i>The Board adopted the annual budget for 2011.</i>
6	<i>The Board approved the new investment strategy and agreed to keep the Donors informed of this.</i>
7	<i>The Board established a Committee to explore all Headquarter options and to make recommendations at the next Board meeting.</i>
8	<i>The Board approved the 2011 Risk Assessment and the Board Statement of Risk for publishing in the Annual Report.</i>
9	<i>The Board approved the Board Report to the GB4 (subject to the addition of a summary funding table) and requested it also be placed on the Trust website.</i>
10	<i>The Board agreed the meetings for 2011 would be:</i> <ul style="list-style-type: none"> • <i>Strategic meeting June 7 - 8th</i> • <i>Annual business October 25 - 26th.</i>

No	Actions arising	Responsibility	Due date
1	<i>The Board agreed to seek permission from the Bill & Melinda Gates Foundation to post a summary of the mid-term evaluation report, along with pertinent Trust responses, on the Trust website.</i>	Secretariat	
2	<i>The Board supported further investigation by the Secretariat into the strategic initiatives put forward, for review and potential action at the spring Board meeting.</i>	Secretariat	By June 7-8 meeting
3	<i>The Board requested the FIC prepare categories of issues relating to engaging with entities for further discussion at the spring meeting.</i>		
4	<i>The Board agreed to discuss developing principles for engagement with a range of entities (such as Roots for Life Foundation) at the spring Board meeting.</i>	Secretariat	By June 7-8 meeting
5	<i>The Board requested that the Secretariat provide a short summary document on the work of the Trust to the new members for use in initiating fundraising in their countries.</i>	Secretariat	February 2011
6	<i>The Board tasked the Headquarters Committee and Trust Secretariat with compiling all information in a manner that facilitates comparison and analysis of options to table at the next Board meeting.</i>	Secretariat/ Board	By end March
7	<i>The Board requested that a new risk be added to the matrix and Board Statement, that addresses staff continuity.</i>	Secretariat	January 2011

8	<i>The Board requested the Secretariat to continue negotiations in developing a new contractual arrangement for the Executive Director with other Rome-based organisations.</i>	Secretariat	June 2011
9	<i>The Board agreed to undertake a 3rd Board Self-Assessment Survey in September 2012 using the same format.</i>		September 2012

**Agenda
Executive Board Meeting 7**

Time	No	Agenda Item	Item for Action/ Information
DAY 1			
Monday 23 November			
9.00 20 mins	1	Welcome, introduction of new Members and adoption of Provisional Agenda and Timetable	Action
9.20 20 mins	2	Election of Vice-Chair for 2011	Action
9.40 30 mins	3	Minutes and actions arising from EB6 and July teleconference	Action
10.10 20 mins	4	Members Report	Information Members
10.30 30 mins	COFFEE BREAK		
11.00 30 mins	5	Donors' Council Report	Information
11.30 60 mins	6	Programme Report 2010 and Report Card	Information
12.30 60 mins	LUNCH		
13.30 90 mins	7	Our work in the wider context – looking forward 1. Work Plan 2011 2. Future challenges and directions	Action
15.00 30 mins	COFFEE BREAK		
15.30 60 mins	8	Finance and Investment Report 1. FIC Report 2. 2011 Budget	Action
16.30 30 mins	9	Fundraising Report 2010	Information
17.00	CLOSE MEETING – DAY 1		
	Reception at Embassy of Brazil		
20.00	TRUST DINNER		
DAY 2			
Tuesday 24 November			
09.00 30 mins	10	Communication Report 2010	Information
9.30 60 mins	11a	Headquarters Agreement	Action
	11b	Memorandum of Understanding with FAO	Action
10.30	COFFEE BREAK		

30 mins			
11.00	12	Risk Management	Action
30 mins			
11.30	13	Board Business	Action
60 mins			
		1. Executive Director contract	
		2. Self Assessment process	
		3. Board report to the 4 th Session of the Governing Body	
12.30			
LUNCH			
60 mins			
13.30	14	Other Business	
15 mins			
13.45	15	Next meeting	Action
15 mins			
14.00	16	Executive Director appraisal	Action
30 mins			
CLOSED SESSION			
14.30			
CLOSE MEETING – DAY 2			

Wednesday 24th

Morning - Visit to Bioversity International Headquarters, Maccarese