

**Minutes of the eleventh meeting of the Executive Board  
23-24 October 2012 - Rome, Italy**

The following Members of the Board were present:

Dr. Margaret Catley-Carlson  
Prof. Sir Peter Crane  
Amb. Walter Fust  
Ms. Åslaug Marie Haga  
Prof. John Lovett  
Dr. Ibrahim Assane Mayaki  
Prof. Roberto Rodrigues  
Prof. Klaus Töpfer (attended Day 2)  
Dr. Emile Frison (CGIAR)  
Dr. Modibo Traoré (FAO)

Prof. Cary Fowler – Observer  
Dr. Tim Fischer - Observer (2013 Board Member)  
Dr. Francisco Lopez (ITPGRFA) - Rep. Observer (attended Day 2)  
Dr. Bernt Farcke - Observer (Donors' Council)  
Dr. Falk Schmidt - Observer  
Dr. Thomas Meier – Observer

The following Members sent their apologies:

Mr. Lew Coleman

The following staff attended various Items:

Paula Bramel	Secretary to the Executive Board Assistant Executive Director
Anne Clyne	Director of Finance
Julian Laird	Director of Development & Communications
Jane Toll	Global Systems Project Manager

### **Message of FAO Director-General**

The Chairperson introduced FAO Director-General, Dr. José Graziano da Silva, who greeted the Executive Board and wished well for the Trust's future in Bonn. The FAO Director-General acknowledged the Trust's significant mission for food security worldwide and confirmed that the relationship between FAO and the Trust will continue in the future. FAO has offered to keep an office in Rome Headquarters for the Trust after its move to Bonn. The Director-General thanked the Trust for its work and expressed interest in visiting the Svalbard Seed Vault.

### **1. Welcome, introduction of new Members and Adoption of Provisional Agenda**

- The Chairperson opened the meeting and welcomed Members, new Members and Observers, and noted apologies. The new Donors' Council Chair was introduced.
  
  - It was agreed to move Item 6 - Finance and Investment Report to the end of Day 1 in order for Lew Coleman to attend.
1. *Decision: The Board adopted the Provisional Agenda for the 11<sup>th</sup> meeting of the Executive Board (Attachment A).*

## **2. Minutes and Actions Arising from EB9 and EB10**

- The Secretary went through the list of Decisions and Actions arising from EB9 and EB10 explaining the status of various items. The Chair congratulated the Secretary for preparing the comprehensive list. Members discussed and noted all were completed or covered in more detail in other papers during the meeting.
  - On Action 11 of EB9, it was noted that there had been no feedback from the Bureau meeting held in early 2012. The announcement of the extension of Åslaug Haga's term for three years was made three days before EB11 meeting. Ms Haga will have a meeting with the Treaty to follow up.
2. *Decision: The Board approved and adopted the Minutes from the 9<sup>th</sup> and 10<sup>th</sup> Executive Board meetings.*

## **3. Members Report**

- Each Member and Observer provided a brief report on their activities related to PGR and Trust activities over the last 12 months.
- Prof. Rodrigues announced that the President of EMBRAPA changed two weeks ago. He extended an invitation to visit Brazil to Ms Haga, who has accepted.
- Prof. Rodrigues reported on activities related to the International Year of Cooperatives 2012 and the candidacy of ICA (International Co-operative Alliance) for the Nobel peace prize.
- Dr. Catley-Carlson reported on IFPRI (International Food Policy Research Institute) activities, World Food Prize and Fertilizer Placement Committee.
- Prof. Töpfer mentioned the First Global Soil Week organized by IASS (Institute for Advanced Sustainability Studies) next week.
- Dr. Frison reported on G20 meeting and Rio+20 activities. Biodiversity has been included in the statements. Regarding the situation in ICARDA, Dr. Frison confirmed that all scientists had been moved out of the Centre and only a few local workers remained to maintain the facilities. All activities are now carried out in Jordan, Turkey, Lebanon, Morocco and Egypt. The genebank material has been moved out of Syria and has been duplicated.
- Ms Haga expressed thanks to the Board for appointing her as the new Executive Secretary of the Trust. The actual date for her start in Bonn has not been defined yet.
- Other members provided details on relevant business and meetings attended during the last 12 months.

## **9. Transition to Bonn: Update and Issues arising**

- Paula Bramel, Assistant Executive Director, and Layla Daoud, Project Officer, gave a detailed presentation of the status of the various issues related to the transition to Bonn.

- *Headquarters Agreement:* The Bilateral Agreement was signed in June 2012, while the Unilateral Act is expected to be signed in November 2012. The only major pending issue for implementation is the tax status.
- *German Federal and State assistance:* A staff orientation visit to Bonn took place in August 2012. Most of the staff have identified possible accommodation.
- *Policies and Procedures:* The Personnel Policies and Procedures Manual (PPPM) was approved by the Board in June 2012. A few changes have been made in the process of implementation and these were approved by the EB Chair out of session and shared with the EB for their information. The remaining issues relates to the insurance and pension providers. AIARC, the CGIAR provider of health and pension plans, has not been an option due to conflicts with the Trust's constitution. A consultancy company, Punter Southall has been hired to assist in the identification of the provider of insurance and pension plans and in the set-up of the contracts. A report is expected soon and will be shared with the EB for their information and input. .

The Travel Policies and Procedures Manual and the Occupational Health and Safety Manual will be finalized after the establishment of the Trust in Bonn when local details can be finalized. The IT Policies and Procedures Manual and the Financial Policies and Procedures Manual will be shared with the Board once finalized, expected for the end of November.

The Board congratulated the Secretariat for their extraordinary work on producing the policies manuals.

- *Staffing and Recruitment:* Current staff contracts expire on 31<sup>st</sup> December 2012. The recruitment of new staff is urgent since the Trust will move to Bonn with 50% of its current staff. Some of the staff that will not be moving to Bonn will stay with the Trust for a few months in 2013. Staff who had earlier indicated a willingness to relocate to Bonn have been offered a contract but the contract makes clear that the validity of this contract depends upon finalization of the Headquarters Agreement in Germany and the establishment of insurance and pension plans.

A staffing plan for 2013 was developed with staff input and has served as the guide for the development of position description, grading of the positions to staff classifications and the development of a recruitment plan. The recruitment process has started. Applications for Professional staff vacancies, publicized internationally, have a deadline of 23 November 2012, while those for Support staff, locally publicized, have a 9 November 2012 deadline. The short-listing and interview processes are expected for later December to early January 2013.

The Board acknowledged the significant contribution of the staff that will not move to Bonn and sincerely thanked them very much for their dedication to the Trust.

The Board also acknowledged the critical support of FAO and Bioversity to the transition with sincere thanks.

- *Office renovations:* The staff offices will be ready by the end of the year, while the rest of the facilities are expected to be ready by March 2013.
- *Move to Bonn:* A Transition Committee and an IT Sub-Committee have been handling all the issues related to the move. The actual move of the office will take place in the week

17-21 December. The staff individual moves will be handled separately, although through the same company. The staff is expected to start work in Bonn on 2<sup>nd</sup> January 2013.

- Amb. Fust commented on the lack of consistency in the staff titles on the 2013 Organization Chart. It was agreed that there is a need to harmonize titles as the Trust starts operating as an independent organization in Bonn.
- Amb. Fischer questioned the necessity of maintaining offices in two places, Bonn and Rome. This will be necessary, at least for the beginning and will also serve as a liaison between the Trust and FAO. It might be useful for this office to be near the Treaty offices in FAO. Dr. Traoré commented that a liaison person might probably be more important than an office. The Trust will also keep an office for FAO in Bonn.
- The Board commended the work that has been done to date and approved the documents to move towards finalization.

#### **4. Donors' Council Report**

- The new Chair of the Donors' Council, Bernt Farcke, provided a summary report on the Donors' Council meeting, held on the 22 October.
- The Council had considered the Finance and Investment Report and endorsed the budget for 2013. They also welcomed the programme report and were impressed by the progress made by the Trust and congratulated the Trust on continued delivery.
- The Council expressed its continuous concern over the inability of the Governing Body to elect new members to the Trust Board. The Executive Board agrees it is unacceptable that the Treaty did not send a report from the March meeting of the Bureau with feedback on any discussion of an inter sessional approach to making nominations for the Executive Board and at least one nomination or extension. This could result in a lack of quorum and could affect the ability of the Trust to operate in a normal, optimal manner on key decisions. It was suggested to create a matrix with names and terms to share with the DC in order to present the situation more clearly and to invite the Bureau Chair to the next Board meeting.

The status of the endowment was discussed as well as the new fundraising strategy. A more collective approach to donors was discussed. The Genebank CRP provides an opportunity in this direction.

- The Board thanked the Donors' Council for their report.

#### **7. Fundraising**

- The Director of Development & Communications, Julian Laird, provided an update on the Trust's fundraising progress.
- Fundraising efforts with prospective donors are ongoing. In the US, the Trust is seeking a new authorization through the Farm Bill, as the previous Farm Bill ran until 2012. The Trust is included in both the House and Senate versions of the new Bill, though the process is not finalized. The result of the upcoming US elections will be crucial. The effect of the possible US "fiscal cliff" is also to be taken into consideration.

- The new agreement with the CGIAR provides a huge strategic opportunity for fundraising. Through the Genebank CRP, the Trust manages the funding of the Fund Council to the CGIAR genebanks. The actual benefits of central management can now be shown, and most crucially, the donors have formally agreed that the completion of the Trust's endowment is crucial for the long term of the CGIAR.
- Ms Haga pointed out the opportunity for collective approach to fundraising. Any fundraising efforts must be clear and precise on the amount requested, the kind of activities to be endowed and what a rational global system should look like.
- Amb. Fust mentioned also the need to approach partners who do not wish to participate in the endowment, including foundations and individuals. Geographically, Southeast Asia and Africa should also be considered as new opportunities, and efforts should be made to build up a relationship.

## **8. Communication Report 2012**

- 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, the new Website, the Newsletter and electronic mailings, Social Media activities, and recent Press Releases.
- The Board commended the excellent work done on the website. Visits to the Trust website increased by 10% in 2012, while visitors spend 20% more time on the website. The major opportunity regarding the website is represented by the Svalbard. Ways should be explored to use this as a fundraising opportunity.
- Julian Laird paid tribute to the huge contribution over eight years made by Jeff Haskins, the Trust's communications consultant from Burness Communications, who died in July 2012.
- The Board noted the annual report and complimented the Trust on its communication activities. The Board thanked the exiting Director of Development & Communications and wished him well for his future career.

## **5. Board Business**

### **5.1. Appointment of new Executive Secretary**

- The Board expressed its great pleasure for the result of the recruitment process with the appointment of Ms Åslaug Marie Haga as new Executive Secretary.

### **5.2. Election of Chairperson for 2013-2015**

- The term of Dr. Catley-Carlson as Board Chair ends on 31 December 2012. Ms Haga had been elected Chair for 2013 but given her appointment as Executive Secretary, a new Chair has to be nominated for 2013. The Donor's Council had not been informed of the need for nominations in 2012 in March as required. Thus, the term for Walter Fust will end in 2012. The Board will have one EB position open for 2013 that it should use to extend Amb Fust until the DC could consider his three-year extension. The Board decided that Walter Fust would be an excellent nomination for Chair in 2013 given his background and expertise.

3. *Decision: The Board elected Walter Fust to the Board for 2013, using the Board-appointment slot and as Board Chair for 2013, for a one-year term. The Board requests*

*the Donors' Council to extend the term of the Chair for another three years at which time the Chair terms could as well be extended.*

### **5.3. Election of Vice-Chairperson for 2013**

- See Item 14.

### **5.4. Appointment of Executive Board Members**

- Due to the failure of the Governing Body to agree on new procedures for the appointment of Board Members, a quorum issue could arise at the next Board meeting. A proposal to the Treaty Bureau for a last one-year extension of Peter Crane's term could be a solution for 2013. The proposal was questioned since the situation has repeated itself since the last Board meeting. The lack of feedback from the March Bureau meeting and no attendance of the EB meeting by a representative of the Treaty Secretariat until the last day of the meeting did not allow the discussion to proceed beyond that of EB9. Thus the situation with the Governing Body nomination for the EB has further impacted on the effectiveness of the EB. This is an unacceptable situation that requires the Governing Body uphold the relationship agreement.
- The countries should be well prepared to identify nominees for the EB at the 2013 meeting of the Governing Body. The Trust will work with countries to identify nominees in anticipation of the upcoming meeting. As agreed in EB9, it is imperative for the Governing Body to uphold its commitment in the relationship agreement with the establishment of a rational nomination process and political issues must be tackled in this direction. The politicization of the Board is a high risk that must be dealt with. Key countries to work with could be Brazil, Germany, Switzerland and Norway.
- Finance and Investment Committee: since this is the last year of Lew Coleman's term, he will be asked to chair the FIC even without being a Board Member.

### **5.5. Board Human Resources Committee**

- The establishment of the Human Resources Committee was delayed due to the delay of the implementation of the Headquarters Agreement. It was agreed that the Committee be set up a few months after the Trust's establishment in Bonn.
4. *Decision: The Board agreed to postpone the establishment of a Human Resources Committee until after the Trust's move to Bonn.*

## **12. Risk Management**

- The Assistant Executive Director, Paula Bramel, presented the risk assessment for 2013.
- Dr. Mayaki noted that the residual risk of 6.1 should not be considered low as it might be misleading to the Trust's prioritization.
- The Board commented that the separate Board and Secretariat risk tables might not be helpful and should be simplified. Paula Bramel asked for an opportunity to redo the risk matrix in 2013 and the Board agreed.

5. *Decision: The EB approved the 2012 Board Statement of Risk Management*

## **6. Finance and Investment Report**

- Lew Coleman presented the Finance & Investment Committee (FIC) report. He noted that the investment portfolio is producing good results and that the funds are performing well against benchmarks. He discussed the Cambridge Associates investment report for Q3, 2012 and noted a number of benchmarks that were contained therein.
- He then presented the Annual Budget for 2013. He noted that there were a large number of uncertainties concerning the relocation of the Trust to Bonn and that therefore some contingencies have been built in. Consequently the budget as it stands should only be seen as a guideline, it will be updated by the Secretariat early next year as more information becomes available.

6. *Decision: The Board adopted the annual budget for 2013.*

## **Meeting adjourned for Day 1**

## **Day 2 - October 24th**

### **10. Programme Report and Report Card 2012**

- The Project Manager, Jane Toll, opened this item with a presentation on progress with the Global System project, which is close to an end, and the Crop Wild Relatives project, which started in 2011. The presentation included the report card results.
- The detailed report on the Gates project will be available next year after the completion of the project. There was discussion on the international distribution of seeds under the SMTA and the related impediments.
- The Assistant Executive Director, Paula Bramel, followed with a presentation on the Long-Term Grants and the genebank CRP. The new online monitoring tool was also presented. The Board expressed concern over the burden of the management of the CRP to the Trust Secretariat
- A separate discussion focused also on the relationship among Bioversity and the Trust in relation to the management of GeneSys, with reference to the roles and functions of each partner. A separate discussion focused on the relationship between Bioversity, data providers such as other CG Centers, and the Trust in terms of further development of GeneSys in reference to the different roles and functions of all stakeholders, regarding project management, implementation, monitoring, and governance.

### **11. Work Plan 2013**

- The Board acknowledged that the Work Plan items had been already discussed under previous agenda items.

7. *Decision: The Board approved the Work Plan for 2013.*

### **13. Next meetings in 2013**

- Given the move of the Trust to Bonn, the Board agreed to convene the next meeting in April and an annual business meeting in the autumn.

8. *Decision: The Board agreed the meetings for 2013 would be:*

- *April 29-30 2013*
- *Annual business October 22-23 2013*

#### **14. Other Board Business**

- The Board agreed on the proposal to elect Roberto Rodrigues Vice-Chair for 2013.
9. *Decision: The Board elected Roberto Rodrigues Vice-Chair for 2013 for a one-year term.*
- The Board acknowledged the need to nominate two new members for the FIC as the terms of Lew Coleman and John Lovett in the Board were to expire on 31 December 2012. Lew Coleman will continue on the FIC as a non-Board member. Walter Fust will participate in the next FIC meeting.
  - Dr. Traoré announced his move to the FAO liaison office in Addis. No information is yet available on his successor in the Board.

**The eleventh Executive Board Meeting closed.**