

SUMMARY OF MAJOR DECISIONS

Forty Second Meeting, Colombo, Sri Lanka

2 to 4 November 2007

Chair: Nobumasa Hatcho

BOARD MATTERS:

The next major concern was the forthcoming departure of Sharat Kumar. He needs to be replaced by advertising for the position of Director Corporate Services. It is vital to fill this position fast.

Recommendation:

Advertise for the position of Director Corporate Services, to replace Sharat Kumar. (DG's note: subsequently the Chair and I agreed to replace CSD with a Human Resources Director)

IRSS Moving Forward

The IWMI Chair welcomed the WF Board and staff, and in turn the WF Chair thanked our Board for hosting the joint session, and expressed his pleasure at being in Colombo.

Stephen Hall, WF and David Molden, IWMI, presented a joint report on IRSS moving forward, and placed before the Boards the following recommendations:

Recommendation 10

- 1. That with the departure of Dr Barry Tan, IRSS operate through a joint management arrangement between IWMI and WF Heads of Corporate Services and that we do not recruit a new IRSS Director.*
- 2. That, in the absence of external support, IRSS focuses its activities on developing shared systems and arrangements to support the two Centers and cease active efforts to attract others. Where no, or low cost opportunities arise we would still publicize IRSS.*
- 3. That we continue to explore options for funding the expansion and promotion of IRSS.*

Recommendation

IWMI will not carry out a CCER of IRSS in 2008.

Report of the Program Committee

The proposed revised ToR had been circulated to PC before the meeting, and there were no additional comments on the proposed revision.

Recommendation

Board to adopt the revised ToR for the PC as submitted.

Regarding the Role of the PC in Strategic Plan Process, it was decided that dates of Strategic Plan developments be circulated periodically via email with PC.

Recommendation

The draft of the Strategic Plan to be presented to the Board in March 2008 for 'in principal' approval. At that time the Board to empower the Chair of the PC and the Chair of the Board to give final sign off, via e-mail.

Report of the Audit Committee

The Committee reviewed the IAU report presented by John Fitzsimon, which included an update of the IAU, a status report on audits carried out for IWMI in 2007 and the update on 2008 draft internal audit plan. The amendment to the previously approved 2007 plan was to shift the Pipeline Management audit to early 2008 but the regional office coverage remains unchanged. Also, the IRSS financial processes audit will be undertaken basis the outcome of the Board meeting. In response to the query on project pipeline management audit and centre practice on accounting the pipeline, John noted that the centers are conservative and IWMI's accounting is in line with the CGIAR financial guidelines. Amol Khisty informed the committee that the current PWC plan did not allow PWC to complete the audits as planned. PWC was advised to submit a calendar year plan with 9 audit areas identified by IWMI in consultation with CGIAU. The plan will be placed before the committee at its next meeting for approval.

The Chair noted that the CGIAU draft Internal Audit plan has to be refined and should focus on a smaller number of key risks and formulate the audit plan to cover these risks.

Recommendation

The committee recommends the adoption of report from the CGIAR internal Audit. The committee further recommends contributing to one share of the CGIAU.

Recommendation

The Committee also recommended the Full Board to communicate to the CG Secretariat on Performance Indicator 5-A4 of the CGIAR Performance Measurement System that significant executive experience is more relevant for the governance check list than formal qualifications in financial management.

Sharat Kumar, Corporate Services Director, presented to the committee the risk management framework. The committee appreciated the efforts made by the management and the overall progress in this area.

Recommendation

The Committee recommends the adoption of the annual Risk Management Statement by the Board.

Report of the Nominating Committee

The Nominating Committee Chair presented her report and made the following recommendations arising from the NC meeting held on Friday, 2 November 2007 at 11.30 a.m. in the Moonstone Room of the Hilton Colombo.

Recommendation

The next NC Chair, Dr. Fatma Attia, to write to CG and bring to their attention -

- 1. The long process for nominations;*
- 2. When nominating to ensure that the nominees are ready to accept and then inform the center Board*
- 3. The need to check on the gender balance of the center Board when nominating.*

Recommendation

The NC to update the roster and go through the database and prioritize according to gender, skill and geographical location.

Recommendation

Margaret Catley-Carlson serve as the Vice Chair up to 31 December 2008.

Recommendation

John Skerritt be appointed as the next Board Chair with effect from 1 January 2009.

Recommendation

Pietro Veglio, A.D.S. Gunawardena and Engida Getaschew will be members of the Program Committee.

Recommendation

Pietro Veglio will be a member of the Nominating Committee.

Recommendation

Change of proposed revised wording to "The NC is responsible for overseeing human resources and cultural policies in the institute, and monitoring any issues in these areas and report to the full Board."

Recommendation

Rename this Committee to "Nominating & Human Resources Committee."

Recommendation

'Human resources' to be an agenda item at each NC & HR meeting.

Strategic Plan

On the Strategic Plan, the DG reported that a draft between a skeleton of the areas rather than a full written report will be put together in terms of content and submitted at the March Board Meeting. Final will be done after the Board discusses it. A draft business plan will also be presented, which will follow the strategic plan.

Recommendation

DG to prepare a draft Strategic Plan and a draft business plan for the next March Board Meeting

FINANCIAL MATTERS:

Proposed Budget for 2008

It was agreed by the Board that the DG should be given time to settle in and then discuss with the MT and submit a revised 2008 Budget to the Board for approval. This should be followed up with a virtual meeting either by telephone or e-mail. The DG was given time until the beginning of December, to revise the 2008 Budget.

Recommendation

DG to circulate the 2008 budget with revised figures by the first week of December 2007 for final approval.

Revised Draft Terms of Reference of Executive & Finance Committee

The proposed revisions were approved. It was also recommended that since the financial matters are now taken up at the full Board, to rename the "Executive & Finance Committee" to "Executive Committee."

Recommendation

Rename "Executive & Finance Committee" to "Executive Committee."

PERSONNEL MATTERS:

Proposed Amendments to the Personnel Policy Manual

Sharat Kumar presented and proposed amendments to the following sections of the Personal Policy Manual:

1. Contract extensions beyond 10 years – The proposed amendment is in compliance with the EPMR Recommendation No.17.
2. Temporary Living Expenses – Amendments proposed to clarify and formalize Center practices on covering temporary living expenses during arrivals and departures of global and regional staff.
3. Home Leave Travel – Amendments proposed to clarify and formalize through policy the following areas in the home leave travel policy to ensure consistent and transparent implementation of the policy.
 - (a) Clarification in the calculation of the home leave travel entitlement
 - (b) Carry over of home leave travel entitlement to the following year
 - (c) Period of validity of home leave travel air tickets
 - (d) Destination and mode of travel

Recommendation

The following proposed amendments to be approved:

1. *Contract extensions beyond 10 years*
2. *Temporary living expenses*
3. *Home leave travel be approved.*

It was noted by the Board, that this would have been the last meeting for Uraivan Tan-Kim-Yong too. She was remembered for her dedication in attending Board Meetings even at the time she was really ill, and it was decided that a book be bought and sent to her son with a letter of appreciation.

Recommendation

Purchase of a book and sending it to Uraivan Tan-Kim-Yong's son as a mark of appreciation.

ALL RECOMMENDATIONS WERE APPROVED BY THE BOARD

3-12-07