

## **ICARDA Response, through Alliance Board, to Recommendations of Stripe Review on Corporate Governance of CGIAR Centers**

### **Board Structure, Composition, Size and Related Issues**

**Rec.1** *[...] in order to perform the role expected of them the boards need to have a proper mix of skills to judge the quality and relevance of science and to oversee the finances and the overall accountability of centres. At a minimum, two persons with adequate financial, business and accounting knowledge and experience should be members on every board. At least three members with science or science management background should be available to a board.*

IMPLEMENTED. ICARDA's Board already has more than 3 members with science/science management background and has traditionally included at least 1 member with adequate financial and business knowledge and experience.

**Rec. 2** *The frequency of meetings should be determined by the nature and scope of the business to be transacted [...] full board meetings should be held at least twice a year. In addition two more meetings may be required to review quarterly reviews of finances and programmatic matters [...] through telephonic or video conferences or through delegation to an executive committee that reports back to the full board.*

AGREE. As of 2007 ICARDA will have 2 regular Board meetings a year compared to 1 at present. These will be supplemented with extraordinary meetings, possibly through tele/videoconference, as and when required.

### **Performance Oversight and Assessment**

**Rec. 10** *[Boards should make sure] that the annual program and resources allocated to it are consistent with the specific objectives stated in the MTP relevant to the review. The oversight function will also require that the board and management develop and use suitable performance indicators that reflect both process and outcomes.*

IMPLEMENTED. This has been added to the terms of reference of the Program Committee.

**Rec. 11** *if system priorities and funding of regional partnerships and global programs increase in importance, centre and system's governance structures will need to adjust to this new reality. To enhance the oversight of inter-centre collaboration among centres, the Review Panel endorses the practice of joint board memberships. Boards of such centres may also occasionally meet jointly, to review their programs and performance.*

DISAGREE. ICARDA sees no need for immediate action.

## **Financial Oversight**

**Rec. 12** *As part of the effort to strengthen the financial oversight function of the board, the chair of the audit committee should keep close contact with the CGIAR unit on internal audit so that the adoption of best practices and system improvements is facilitated.*

AGREE. The Chair of the Audit Committee will follow-up on this recommendation.

**Rec. 13** *[...] Risk assessment statements should accompany all documents on programs presented to the board. Similarly, the risks associated with proposed financing arrangements and donor commitments for specific projects should be made known to and discussed by the board. The board should review such risks periodically.*

IMPLEMENTED. Practice in place.

**Rec. 14** *[...] When the annual accounts and reports are presented to the board, the DG and chief financial officer or director of finance should present a due diligence certification.*

IMPLEMENTED. Practice in place.

**Rec. 15** *[...] the financial approval/spending limits delegated to the DG and other senior officials should be authorized by and made known to the full board; the DG should submit an annual or periodic report on such expenditure to the board; and a similar practice should be adopted for the Chair.*

UNDER CONSIDERATION. Suggestion under review following EPMR.

## **Better Understanding of CGIAR and Centre Business**

**Rec. 17** *[...] the annual evaluation of the centre DG is the responsibility of the full board [...] a wide range of inputs, including feedback from centre staff should be sought [...] The findings of the evaluation and their implications should be discussed in the full board, and communicated by the board chair to the DG. As part of the annual assessment and review process, remuneration, incentives and other benefits given to the DG should be disclosed to the board.*

UNDER CONSIDERATION. Suggestion under review following EPMR.

## **Services to the Board and Staff Relations**

**Rec. 23** *[...] the board secretary should report to the board chair in regard to all board matters. Annual evaluation of the board secretary should be dealt with by the board chair in consultation with the rest of the board and other relevant officials.*

IMPLEMENTED. Practice in place.

**Rec. 24** *[...] in terms of grievance redressing and conflict resolution mechanisms for the staff, there should be a provision for an appeal of the last resort to the board when all other remedies have failed. Such appeals should be directed to the board chair. The mechanisms need to be strengthened, made transparent and fully communicated to staff.*

IMPLEMENTED. Practice in place.

**Rec. 29** *[...] the board is responsible for the fit between the centre's programs and projects, and the overall CGIAR strategy. Irrespective of the vagaries of donor funding, accountability for the decisions and outcomes rest with the board. Special attention needs to be given by the board to projects financed by restricted funding because departure from centre strategy is most likely in this area.*

IMPLEMENTED. Practice in place.

**Rec. 30** *Centre board should seek and ensure that it receives from management all the information the board needs for performing its guidance and oversight responsibilities [...]*

IMPLEMENTED. Practice in place.

**Rec. 31** *[...] annual reports of the centres should publish performance indicators, both outcome and process related, so as to enable all stakeholders to understand and assess the impact of the centre programs. Major board decisions and quarterly updates of centre's finance accounts should also be published on centre websites.*

IMPLEMENTED. Practice in place.