

CGIAR Nominees on Center Boards — Need for Reform

The CGIAR has a system of identifying some members of each center's board as "CGIAR nominees" or "appointees." In virtually all centers three or more (in one case, eight) board seats are reserved for persons designated by the CGIAR. (See Attachment 1 for background on the process.) Over time the objectives of the process have become obscure and the procedures used cumbersome. Once selected, these members are not considered to be CGIAR representatives, but serve in their personal capacity. The initial link between them and the System is thus lost. In addition, the process is not sensitive to the changes the CGIAR is going through and, therefore, does not serve as an instrument for supporting and reinforcing the System's reform effort. Thus, there is a need for taking a fresh look at the entire process.

Role of Boards as Change Agents

The boards are critical to ensuring performance and accountability of each center. They also serve as a critical bridge between the individual centers and the CGIAR. This latter role has become increasingly important as the interactions among the centers are expanding and the CGIAR seeks to function more like a "System." New initiatives such as Challenge Programs, sharing of services among centers, and the establishment of a System Office, together with the revitalization of the Systemwide Programs, require greater interaction and collaboration among the centers and between the centers and the CGIAR.

The boards of the centers not only need to be consistently aware of the changes taking place in the System, they need to ensure that their center is fully committed and engaged in the reform effort, and plays its part in undertaking the center-level changes needed for the System-level reforms to succeed. This requires that at least a broad cross-section of the membership of the boards is knowledgeable about, committed to, and involved with inter-center and System matters.

In most center boards the board chair and the center director are the only members that are familiar with the overall "CGIAR scene" and therefore help form the link between the board/center and the CGIAR System. This positive relationship must continue and be enhanced. However, as more board members become familiar with and sensitive to CGIAR perspectives, the broad donor and development environments, as well as inter-center issues, they could:

- Strengthen the alignment between center and System priorities;
- Better facilitate inter-center collaboration;
- Ensure key donor and client interests are considered in a board's policy making;
and
- Reinforce Center resource mobilization capacities.

Strengthening Center Governance

The CGIAR nominee process was initiated in order to build stronger boards. There were two major thrusts (Attachment 1):

- ensuring *member quality* (i.e., by appointing persons who can effectively carry out the Board's fiduciary and oversight responsibilities);
- ensuring *diversity of perspectives* (i.e., in terms of gender, nationality, expertise).

As *member quality* is a sine qua non for any appointment to a board, the CG nominee process has been focusing almost exclusively on strengthening the *diversity of perspectives* represented on a board. It has thus become a "repair mechanism" for fixing imbalances in board composition.

Experience shows that the process contributes little to achieving this limited objective. Reasons:

- *First*, centers wishing to promote diversity on a board can do so, with or without the CG nominee process. Centers have their own list of candidates for each vacancy. The CG nominee process only adds names to the center's list of candidates through suggestions from the CG members and the Secretariat. The CGIAR has little say in the choice of the candidate by the center (there have been no rejections by the CGIAR of the names proposed by the centers as CG nominee.)
- *Second*, there are no clear rules for distinguishing among candidates, leading to widely flexible interpretation.
- *Third*, civil society institutions have long complained that the process has not been adequately used to ensure that non-scientist groups (e.g. farmers' organizations) are represented on boards.
- *Fourth*, the entire process takes well over a year. Most boards feel compelled to appoint a candidate soon after making a choice, rather than wait six months to a year to complete the process of formal endorsement by the CGIAR.

For these and other reasons some CG members are not satisfied with the present process. The Board Chairs are also unhappy with several aspects. In addition, there is a basic misperception about the process. Many believe that the CGIAR nominees are actually persons who are *selected* by the CGIAR and that they *represent* the CGIAR on center boards. This is why, when there is a governance or leadership problem at a center people often wonder why the CGIAR "doesn't appoint people who can straighten out such things before they happen." It is not realized that, once appointed, CG Nominees, like *at large* members, serve in their personal capacity and have no relationship with the CGIAR.

Way Forward

There is need to re-define the purpose of the practice and modify the procedures in the light of the new purpose. Discontinuing the process is not a viable option, partly because of its potential to improve the performance of the centers and the System, but

also because eliminating CG Nominees would have significant legal/cost implications (e.g., the need to reformulate and re-negotiate center by-laws and host country agreements.)

Ensuring *diversity of perspectives*, the main objective intended by the CG nominee process at the moment, should be tackled up front by the boards themselves, especially in boards that are not balanced in terms of gender, geographic representation or expertise.

The thrust of the process could then be shifted towards strengthening the role of the boards as change agents in improving synergies and fostering alignment among the components of the CGIAR, so that the CGIAR can operate more fully as an integrated system. The objective of the modified CG Nominee process could be: *to help ensure that the objectives and strategies of the center and the other components of the CGIAR are mutually reinforcing*. Under this scenario the CGIAR Nominees would be expected to play a defined role following their appointment—which is not a part of the current process.

Options

If the process were to serve this objective, CG Nominees could be identified in at least three alternative ways:

- **Option 1:** The CGIAR identifies the CG Nominees who should serve on each board, after consulting with the Board about its needs. These members would be expected to serve the needs of the center concerned fully, while at the same time helping to ensure that the objectives and strategies of the center and the other components of the CGIAR are mutually reinforcing.
- **Option 2:** The members of the CGIAR identify a number of potential candidates for each vacancy, after consulting with the Board about its needs. The Board selects from among these candidates. Once selected, these members would be expected to serve the needs of the center concerned fully, while at the same time helping to ensure that the objectives and strategies of the center and the other components of the CGIAR are mutually reinforcing.
- **Option 3:** The center identifies from within its board a number (usually three) of members as CGIAR Nominee candidates. These are ratified by the CGIAR on a no-objection basis. Once they have been so identified, these members would be expected to serve the needs of the center concerned fully, while at the same time helping to ensure that the objectives and strategies of the center and the other components of the CGIAR are mutually reinforcing. (This option was developed by the CBC as a way of improving the current process, under its present objectives. See Attachment 2 for a fuller description.)

In all cases the CG Nominees would be provided opportunities to familiarize them with System and inter-center concerns and perspectives. These could include: (1) participation in orientation and other special briefings from the CGIAR; (2) attendance at

an Annual General Meeting of the CGIAR at least once during a 3-year term; (3) participation in a network of CG nominees to share experiences on a continuous basis; (4) other CGIAR assignments (e.g., review panels, working groups) that can broaden their perspective *vis-a-vis* the CGIAR.

CG nominees need not be drawn only from member institutions. The System would benefit, instead, if CG nominees are drawn from a wide and deep talent pool, in an open and transparent process. Toward this end, when the needs of a center board (for a CG nominee vacancy) is known, the CGIAR could seek to identify suitable candidates through public recruitment, e.g., by posting it on its web site, with a call for suggestions, and by a search effort targeted towards institutions appropriate for the vacancy.

Variants of these options could be developed. The critical variables are: (1) the level of involvement of the CGIAR in the selection of the CG Nominees; and (2) the range of opportunities provided to CG nominees to familiarize them with System and inter-center concerns.

There are also several unanswered questions: (1) Who would cover the costs associated with familiarizing CG nominees with System and inter-center issues? (2) How would the performance of a CG Nominee be assessed? (3) What say should the CGIAR have in the extension of the term of a CG Nominee (none at the moment)?

Once the CGIAR and the centers decide on a model to replace the current process, procedural and practical issues could be addressed in a pragmatic way.

CGIAR Secretariat

Background on the CGIAR Nominee Process

Historically, the CG nominee process has followed on from the practice of the Ford and Rockefeller Foundations which were represented *ex-officio* on the boards of the four centers created by them before the CGIAR was established. (Baum, *Partners Against Hunger*, p. 184) But, unlike the foundations which identified who would represent them on these four boards, the CGIAR does not identify who would serve on each board as CGIAR nominees. They receive no instruction from the CGIAR and are not required to report to the CGIAR. They are like other board members (except the *ex-officio* members), serving in their personal capacity, not as representatives of the CGIAR.

The process used today has been in place for over 20 years and goes as follows:

1. Centers inform the Secretariat of upcoming vacancies in “CG Nominee” seats, along with desired qualifications;
2. The Secretariat conducts an annual canvas of CGIAR members seeking nominations to these seats;
3. The Secretariat supplements the list with candidates meeting the required criteria identified through the Candidate Information Service database (which includes candidates judged by an independent panel as suitable for CGIAR board appointments);
4. The center Board selects a candidate from these or its own lists to fill the vacancy;
5. The candidate identified by the Board is put up to the CGIAR for approval on a non-objection basis;
6. Following approval, the candidate is formally appointed by the Board. (A more detailed description of the process in terms of calendar of events follows .)

The objectives of the process, as described by Baum, are “to help ensure that the board’s membership is balanced, widely informed, objective, and of high quality, rather than to provide representation of the Group as such.” The CGIAR guideline on the role, responsibilities and accountability of center boards notes that this appointment system “provides a means for the CGIAR to:

- a) foster quality;
- b) ensure diversity in expertise, gender, and geographic origin;
- c) provide for the participation of individuals from countries that are small contributors to the CGIAR in the governance of the centers; and,
- d) introduce new blood into the ranks of the trustees.”

As reflected by these objectives, the process has been largely serving as a “repair mechanism” for fixing the imbalances in a board’s composition.

Calendar for CGIAR-Designated Board Appointments

(Excerpted from the annual CGIAR Trustee Directory)

- Step 1:** *Profile of New Board Member:* At the end of the calendar year, the CG Secretariat solicits information from the Nominating Committees on vacancies anticipated during the following 12-18 months and on the profile(s) of the person or people sought. The CG Secretariat assembles this information into a circular called an Annual Canvass.
- Step 2:** *Informing the Group:* In the first quarter of the calendar year, the CG Secretariat issues an Annual Canvass to the Group requesting nominations for all vacancies anticipated during the following 12-18 months. There is a six-week deadline from the date of the circular for submission of information on potential candidates. (In instances of unforeseen vacancies which occur during the year, center-specific circulars are issued following a similar pattern.)
- Step 3:** *Identifying Candidates:* The CG Secretariat submits names received in response to the Annual Canvas, supplemented by names from the CIS database, to the Chairs of the Nominating Committees.
- Step 4:** *Selecting a Short List:* In due course, the selection process is completed by the Nominating Committee and submitted for approval of the full Board.
- Step 5:** *Decision by the Board:* The full Board approves the nomination and instructs the Nominating Committee to verify the candidate's availability prior to seeking Group approval of the nominee.
- Step 6:** *Availability of the Nominee:* The Nominating Committee approaches the candidate to establish his/her willingness to serve.
- Step 7:** *Requesting the Group's Approval:* After completion of Step five, and assuming the nominee is available to serve, the Nominating Committee informs the CG Secretariat of the Board's recommendation and the Secretariat issues a circular to the Group requesting approval of the nominee--on a no-objection basis-- within six weeks of the date of the circular.
- Step 8:** *Appointment Process:* In the absence of objections, the CG Secretariat advises the Chairs of the Board and Nominating Committee that the Group has approved the nomination. The Chair of the Board initiates briefing of new Board members.

**CGIAR Designated Trustees:
Process Suggested by CBC**

From among elected Trustees the Center Board Chair shall nominate CGIAR-designated Trustees.

At any time, there shall be at least two CGIAR-designated Trustees per Center, although for several Centers the number shall be higher as specified in their by-laws.

CGIAR-designated trustees shall be experienced persons with knowledge of the CGIAR. Such nominees shall be expected to attend ICW at least once during each three year term.

Those CG-designated Trustees present at ICW shall meet separately, for informational purposes, with the Chairman of the CGIAR or the Chairman's designate.

Ratification of CGIAR-designated Trustees nominated by the Board Chairs shall be done twice yearly among members on a "no objection basis".

Note: Center board Chairs welcome suggestions of potential Trustees (CGIAR-designated and otherwise) from Member countries and various secretariats.