



Approved: 8 February 2018

# Meeting Summary 8<sup>th</sup> System Management Board Meeting

### Purpose:

Subsequent to the issue of the Summary of Decisions and Actions dated 21 December 2017<sup>1</sup>, this document presents the formal Meeting Summary of the 8<sup>th</sup> meeting of the System Management Board ("Board") held at IFPRI Headquarters in Washington, D.C. on Monday 11 and Tuesday 12 December 2017.

# By way of overview:

- **Decisions and Actions**: The Board took 15 decisions during its meeting and agreed 6 action points for follow-up, as set out in the text of the meeting summary.
- Participants: Annex 1 sets out a list of meeting participants.

This Meeting Summary was approved by the System Management Board by electronic decision, with effect from Thursday 8 February 2018. (Decision Ref: SMB/M8/EDP1).

Prepared by: System Management Office

#### **Distribution notice:**

This document may be distributed without restriction.

<sup>&</sup>lt;sup>1</sup> At: https://www.cgiar.org/wp-content/uploads/2018/01/SMB8 Summary-Decisions-and-Actions 21Dec2017.pdf

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# Agenda Item 1 – Opening

- 1. The Chair, Marco Ferroni, opened the meeting, and welcomed members, observers and guests to the 8<sup>th</sup> meeting of the System Management Board ('Board'). A quorum was present.
- 2. The Chair tabled a revised Provisional Agenda highlighting the addition of item 11 (Materials for approval/support with limited discussion) into which 5 original standalone agenda items were moved. The Chair invited comments and additional matters for discussion; a request regarding South Sudan was noted for discussion under Any Other Business.
- 3. <u>Decision SMB/M8/DP1:</u> The Board adopted the meeting Agenda (<u>Document SMB8-01</u>, 11 December 2017).
- 4. The Chair noted that in line with the Board's agreed procedures, declarations of interest had been sought on the Agenda in advance of the meeting. It was confirmed that the Board's standing register of interests declared is available to Board participants via the Diligent Boards tool and nothing further was noted.
- 5. The Chair requested Kanayo Nwanze to provide a brief update on a pre-meeting retreat of Board members held on the morning of the Board meeting. The meeting heard that the retreat's agenda focusing on institutional considerations, with emphasis on more clearly articulating CGIAR's relevance, focus and branding. The actions arising from the retreat were:
  - a. Establish a clear forward direction for CGIAR, with a business plan that sets institutional direction and includes the following key themes:
    - i. Effectiveness and performance management,
    - ii. Efficiency,
    - iii. A stable funding model,
    - iv. Personnel and management, and
    - v. Branding.
  - b. Better articulate roles and responsibilities for fundraising throughout the System, with a focus on addressing major challenges in consistency of messaging and approach. To support this the System Management Office was asked to collaborate on:
    - Developing principles of engagement around Funder engagement to support shared messaging and a more coherent strategy on how Funders are approached,
    - ii. Developing communications tools on the major themes that can be used by all to support System fundraising efforts short and sharp,

- Exploring ways to coordinate/collaborate our fundraising and Funder visits,
  and
- iv. Exploring an incentive structure within CRPs/Platforms and Centers for collective fundraising.

# Agenda Item 2 – Center and System financial matters

- 6. Gordon MacNeil introduced meeting paper <u>SMB8-02B</u>: <u>Financial Health of a CGIAR Center</u>, which explores considerations that should be at the forefront of a Center Board's consideration, as well as that of the System Management Board from a System perspective.
- 7. Madina Bazarova, Interim Director of CGIAR's Shared Service Internal Audit Unit<sup>2</sup> presented meeting document <u>SMB8-02C: Indicators of Financial Health</u>, which explored whether the System has the right indicators to help to track and respond to financial health considerations.
- 8. The Board expressed appreciation for the work undertaken to explore these themes, and recognized that considering the current financial environment of the System, it is important to ensure that the System has appropriate financial health indicators.
- 9. It was noted that there are differences in how information is being presented between CGIAR's Centers, thus giving rise to potential challenges of taking a System perspective when relevant to do so. It was hoped that the System's conversion to International Financial Reporting Standards ('IFRS') will support more aligned reporting.
- 10. \*\*Action: SMB/M8/AP1: Taking account of the System Management Board's fiduciary responsibility under the Charter of the CGIAR System Organization, the System Management Office and the Center Corporate Service Executives are requested to develop during 2018 a revised set of Center financial health indicators building on the work set out in meeting document SMB8-02C, with such work to explore fully how the revised indicator set can underpinned by timely data so as to provide a more effective basis for Centers' and System Management Board review of the financial health of the System.

### Agenda Item 3 – CGIAR System 2018 Resource Mobilization Strategy

11. The Chair introduced this session by linking it back to the earlier conversations during the retreat focusing on developing a coherent message and approach to resource mobilization efforts.

<sup>&</sup>lt;sup>2</sup> It is noted that the mandate of CGIAR Shared Services Internal Audit Unit came to an end on 31 December 2017 upon the Board's approval (during this 8<sup>th</sup> meeting) of the Terms of Reference and means of fulfilling the new CGIAR System Internal Audit Function (meeting document SMB8-11D), operational with effect from 1 January 2018.

- 12. André Zandstra, Head, Funder and External Engagement, CGIAR System Organization, presented the resource mobilization planned events for 2018 in <a href="mailto:meeting document SMB8-09A">meeting document SMB8-09A</a>. The document presented to the Board a proposed work plan, roles, and timeframe for System level resource mobilization activities.
- 13. In the Board's discussion that followed, points raised included:
  - a. Whether there should fewer events in 2018, to avoid the risk of over-committing and underperforming;
  - b. The need to distinguish between events targeting current Funders and those focusing on new prospects, and having differentiated strategies for that engagement; and
  - c. It is critical that CGIAR develops its compelling narrative before these events so that greater impact can be derived from any planned engagement.
- 14. <u>Decision SMB/M8/DP1A:</u> The Board endorsed the overall direction of the 2018/2019 CGIAR Resource Mobilization Work Plan (document SMB8-09A), recommending that as the System Management Office moves forward with implementation of the work plan, the following are addressed:
  - 1. Provide greater definition of the objectives of resource mobilization actions, particularly articulating the nature of those efforts targeted at the System level to clarify the respective roles of CGIAR entities in the various activities;
  - 2. Outline further details on the level of investment and instruments to be applied to resource mobilization efforts with existing compared to potential new Funders to the System; and
  - 3. Further prioritization of resource mobilization efforts where possible.
- 15. The draft CGIAR Narrative (meeting document SMB8-09B) was presented, noting that this has already incorporated initial rounds of inputs from Centers, Funders and external stakeholders. Suggestions were presented by members and a request for the ability to further input until end-December 2017.
- 16. \*\*Action: SMB/M8/AP2: Noting the strong progress to date on developing a 'CGIAR Narrative', the System Management Office was requested to coordinate a further round of consultations, with a focus on the results area, in advance of finalization so as to provide a common narrative from which other more specialized products can be developed.

# Agenda Item 4 – System Management Office 2018 Workplan

17. The Executive Director of the CGIAR System Organization introduced the proposed 2018 Workplan for the System Management Office, setting out proposed priorities and principles for the Office's work plan for 2018 in <a href="mailto:meeting document SMB8-10">meeting document SMB8-10</a>

- 18. <u>Decision SMB/M8/DP2:</u> The Board endorsed the 2018 Workplan for the System Management Office (meeting document (SMB8-10).
- 19. The good quality of the relationship, collaboration and engagement between the System Management Office and the Centers was acknowledged.

# Agenda Item 5 – Discussion with Crop Trust Leadership

- 20. Marie Haga, Executive Director of the Global Crop Diversity Trust ('Crop Trust') shared a detailed presentation on Genebank Platform implementation, endowment fund and resource mobilization, and strategic engagement between CGIAR and the Crop Trust (meeting document SMB8-05.)
- 21. It was shared that Crop Trust and CGIAR are working to enhance their relationship by developing a MOU covering the areas of communication, opportunities to engage in within-CGIAR System communications, and appropriate collaboration on fundraising.
- 22. It was explained that the Crop Trust endowment money goes primarily to the CGIAR Genebanks, and whilst the Crop Trust has a few additional projects, it does not fund national collections from the endowment. Attempts are made to raise money for national collections purely for upgrading purposes and the funds raised are minimal.
- 23. The Board recognized the importance of the relationship between Crop Trust and CGIAR and encouraged finalization of the MOU to strengthen collaboration.

### Agenda Item 6 – Program initiative for strategic consideration

#### Part A – CGIAR Initiative on Climate-, Pest-, and Disease-Resilient Nutritious Crops

- 24. Supported by a background briefing note (<u>meeting document SMB8-07A</u>), the System Council active observer representative for USAID, Eric Witte, presented the initiative. It was confirmed that the aim of this initiative is not solely to improve yields, but also focuses on products farmers want and how the products will be used. The initiative is forward looking and is designed to drive thinking about what the future priorities for breeding should be, which could mean shifts in what CGIAR is currently doing.
- 25. The Executive Director noted that the initiative as described could be housed within CGIAR's current formal structures and portfolio. Strong support for the initiative was expressed, with the recommendation that a pragmatic approach be adopted to ensure timely implementation. A number of Board members highlighted the important need to properly consider and involve National Agricultural Research Systems ('NARS') in this initiative.

#### Part B - Common bean research

- 26. The Board was referred to the background briefing note (<u>meeting document SMB8-07B</u>), which provided potential options for establishing a Flagship Program as a part of the 2017 2022 CGIAR Portfolio of research programs and platforms.
- 27. The Board agreed that beans are an important crop for the CGIAR Portfolio and its planned outcomes. Following discussion of potential options, it was agreed that beans should be included in the Portfolio, and that following further exploration, a decision should be made on how to do this without creating a standalone program.

#### Part C - WANA initiative

28. The Board discussed the background briefing note (<u>meeting document SMB8-07C</u>) on the future nature of a regional support program for agricultural research in the WANA region, instigated by WANA country representatives.

Follow up actions agenda item 6

- 29. \*\*<u>Action: SMB/M8/AP3</u>: The Board requested that the following activities be undertaken to progress selected program initiatives in support of the strategic agenda:
  - a. On the multi funder initiative on climate, pest and disease resistant nutritious crops to end hunger by 2030 (meeting document SMB8-7A) The Board supported this initiative, noting that a common aspiration is to utilize the existing Portfolio structure and decision-making processes. The Board encouraged the ongoing engagement with the Funder group to establish prioritization of required activities and recognized the need to maintain the momentum. The Chair of the Board undertook to stay in close contact with the relevant Funders to aid alignment and prioritization of the new initiative.
  - b. On research on common bean The Board supported the inclusion of beans in the 2017-2022 Research Portfolio, and requested that (i) CIAT develop a proposal for a common bean flagship research program; and that (ii) the System Management Office lead consultation and engagement among Centers, relevant programs and the ISPC, to develop a proposal for the optimum location of that work. The Board confirmed that the shared intention was for the Board to be able to recommend the relevant proposal to the System Council's 6th meeting in May 2018 for inclusion in the Portfolio.

c. On the West Asia and North Africa (WANA) regional initiative – The Board proposed that an inventory of existing CGIAR regional activities undertaken by Centers (whether currently within or outside of the CGIAR 2017-2022 Portfolio) be developed during the first half of 2018 to identify existing and potential new activities in the WANA Region that could support an effort led by regional partners.

### Agenda Item 7 – Follow up from Evaluations

#### Part A – Evaluation findings and recommendations

- 30. The Head of CGIAR's Independent Evaluation Arrangement ('IEA') presented summary evaluation findings and highlighted key recommendations from the evaluations for Partnerships, Capacity Development and Results-Based Management, as supported by the Summary Reports of the evaluations that had been provided to the Board and read in advance.
- 31. It was noted that the Board would return to endorsement of proposed commentaries on the evaluations of Partnerships and Capacity Development under Agenda Item 11.

#### Part B – Building on evaluation outcomes

- 32. Responding to a recommendation from the evaluation of Gender in the Workplace, the Board noted its agreement in the previously approved management response<sup>3</sup> to nominate a Gender Champion.
- 33. <u>Decision SMB/M8/DP4:</u> The Board appointed Geoff Hawtin as the System Management Board's Gender Champion in response to the April 2017 Evaluation of Gender in CGIAR, and requested that he develop recommendations on the scope and areas of focus of the role and potential strategies to advance gender and broader diversity matters in the CGIAR System.
- 34. The Board considered the request from the CapDev Community of Practice for resources and a mandate to continue the work of the group (meeting document SMB8-04B). Reflecting on the existing support arrangements for other Communities of Practice across the System, the Board encouraged the group to continue its work by drawing on existing resources under CRPs and Platforms and Center budgets (for example members paying for own travel to any annual meeting, with potential modest co-funding for that meeting from the System Management Office) as is the case with other existing groups.

<sup>&</sup>lt;sup>3</sup> Available at <a href="http://iea.cgiar.org/wp-content/uploads/2017/08/SMB-MngtResp">http://iea.cgiar.org/wp-content/uploads/2017/08/SMB-MngtResp</a> Eval-Gender-workplace-For-IEA.pdf

### Part C – Building a strategic process for evaluation outcomes

- 35. Karmen Bennett, Head, Board and Council Relations, CGIAR System Organization, shared two slides proposing how the current evaluation recommendations can be built into a strategic multiyear cycle.
- 36. <u>Decision SMB/M8/DP5:</u> The Board endorsed the proposal to strategically incorporate evaluation recommendations relevant to the Board's mandate into the multi-year business cycle under development by the System Management Office.
- 37. The Convener of the Directors General saw it as important to engage with the System Council on forward-looking workplans for the advisory functions on an ongoing basis.

# Agenda Item 8 – FinPlan 2018 – 2018 Portfolio Allocations

### Part A – 2018 Proposed Portfolio Financing Plan

38. The Executive Director presented the proposed 2018 FinPlan (meeting document SMB8-06) to the System Management Board for endorsement before it is circulated to the System Council for approval on a no-objection basis in line with the discussions and decisions taken at the System Council's 5<sup>th</sup> meeting in November 2017 (Decision SC-M5-DP11<sup>4</sup>).

#### Part B – 2017 Projected final portfolio allocations

39. The Executive Director presented the 2017 projected final allocations and available funds as outlined in meeting document SMB8-02A.

### 40. **Decision SMB/M8/DP6:** The Board:

- 1. Endorsed the 2018 CGIAR Portfolio Financing Plan ('2018 FinPlan') (meeting document SMB8-06) for submission to the System Council for approval, subject to a minor clarification in language in paragraph 12; and
- 2. Took note that should the System receive any additional end-of-year 2017 Window 1 financial contributions, such additional funds would be used to avoid further drawing down the balancing fund in 2017, which would deliver a positive benefit to meeting the 2018 FinPlan. If such a situation arises this would require an amendment to the 2018 FinPlan that will be presented to the System Council for approval on an electronic no-objection basis.

<sup>&</sup>lt;sup>4</sup> Chair's Summary of the 5<sup>th</sup> System Council meeting available at <a href="https://www.cgiar.org/wp-content/uploads/2017/11/SC5-11">https://www.cgiar.org/wp-content/uploads/2017/11/SC5-11</a> Chairs-Summary 13Nov2017.pdf

# Agenda Item 9 – Intellectual asset matters

- 41. The Head of IEA presented summary findings and recommendations from the independent review of the *CGIAR Principles on the Management of Intellectual Assets* ('IA Principles') (meeting document SMB8-08B).
- 42. Elise Perset, Head, Legal and Office Services, CGIAR System Organization, presented a proposed CGIAR System Organization commentary on the independent review (<a href="mailto:meeting document SMB8-08A">meeting document SMB8-08A</a>). The Board's decision on this is recorded as part of the decision items under Agenda Item 11.
- 43. It was also noted that the Board would return to the additional Intellectual Assets matter, the 2016 Intellectual Assets Management Report, at Agenda Item 11.

### Agenda Item 10 – Taking stock of CRP Governance arrangements

- 44. Nadia Manning-Thomas, Board and Council Relations Manager, CGIAR System Organization, shared a presentation <a href="SMB8-03A">SMB8-03A</a>: Reviewing outputs of stock-take on <a href="CRP">CRP and platform governance</a> recalling that this work stems from the former Fund Council decision on steering committees in March 2014. Governance experiences to date (from CRP evaluations) were noted, and the current situation as understood was highlighted. The Board was presented with several non-exhaustive possible options to consider streamlining CRP and Platform management and governance arrangements, and if change is required, what the potential scope of work in this regard might be.
- 45. The Board took note that Centers, as the sole legal entities, hold fiduciary and therefore ultimate management responsibility for implementation of CRPs and Platforms. It was agreed that the current nomenclature of 'Independent Steering Committees' should be changed to 'Advisory Committees' to address confusion in the responsibilities of those groups vis-a-vis Center Boards. Further, that clear terms of reference should be available (and if not in existence, then developed) to have clarity on the mandate of these Advisory Committees.
- 46. It was recommended that the Chair of a Lead Center's Program Committee (as variously titled) be a member<sup>5</sup> of the Advisory Committee to ensure proper information flow.

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<sup>&</sup>lt;sup>5</sup> It was not specified whether this should be voting or non-voting.

- 47. \*\* <u>Action: SMB/M8/AP4</u>: Taking note of the material shared in meeting document SMB8-3A, the Board supported the following actions being taken by the System Management Office during 2018:
  - a. Collaborate with Center and CRP leadership to develop revised guidelines on the implementation of CRP and Platform governance and management, to: (i) move away from a 'one-size-fits all' approach; (ii) enhance transparency on financial flows; and (iii) provide improved information on mitigating conflicts of interest issues, each measure being designed to better support the achievement of goodgovernance principles;
  - b. Provide support to CRPs and Platforms to ensure that the Terms of Reference for, and membership of, the respective governance and management bodies are publicly available and thus accessible by all stakeholders involved in those CRPs and Platforms; and
  - c. Work with the leadership of CRPs and Platforms to gather information on stakeholder experiences in CRP and Platform governance and management processes, through surveys or other appropriate tools, that facilitate collated information being shared with the Board on an annual basis.

## Agenda Item 11 – Materials for Approval/Support with Limited Discussions

48. The Board reflected on the advance documents presented for the meeting based on CGIAR System development and review processes, and noted the following key observations and decisions:

### **Center and System Financial Matters**

- 49. The Board was advised that the draft IFRS Compliant CGIAR Financial Reporting Guidelines replace the existing Financial Guidelines Series 2, and were developed by the Corporate Service Executives with support from the System Management Office. The purpose of the new IFRS guidelines is to bring into the System best-practice guidance on IFRS reporting for annual financial statements of the Centers.
- 50. <u>Decision: SMB/M8/DP8</u>: The Board approved the IFRS Compliant CGIAR Financial Reporting Guidelines (<u>meeting document SMB8-02D</u>) to replace the CGIAR Accounting Policies and Reporting Practices Manual, Financial Guidelines series, No. 2., noting that the opportunity exists to reach consensus on areas where there are currently differences in practice, to better facilitate comparable financial reporting across the System.

#### **Evaluations**

- 51. <u>Decision SMB/M8/DP3</u>: Pursuant to Article 8.1(tt) of the *Charter of the CGIAR System Organization*, the Board endorsed commentaries on the following independent evaluations and reviews for submission to the System Council:
  - a. Evaluation of Partnerships in CGIAR October 2017 (SMB8-04D)
  - b. Evaluation of Capacity Development Activities of CGIAR October 2017 (SMB8-04E)
  - c. Review of CGIAR Intellectual Assets Principles October 2017 (SMB8-08A)

#### **Intellectual Assets**

- 52. The Board was advised that the 2016 Intellectual Assets Management Report (meeting document SMB8-08C) was developed in consultation with the System Council's Intellectual Practice Group and the CLIPnet network (the Centers' community of practice on legal and intellectual assets issues). The material presented is a revised format compared to prior years, to streamline the material and give better visibility on there being full compliance on the Intellectual Assets Principles again for 2016.
- 53. <u>Decision SMB/M8/DP7:</u> The Board approved the 2016 CGIAR Intellectual Assets Management Report (SMB8-08C).

#### **Risk and Assurance Matters**

- 54. Introducing the proposed materials, the Board was advised that the Risk Management Guidelines provide a foundation for effective risk management for the CGIAR System (based on the newly approved CGIAR Risk Management Framework, November 2017) whilst leaving flexibility as to how these are implemented within each Center. Further, that the proposed Internal Audit Function arrangements build on existing capacity at Centers (whether in-house and/or regional arrangements), with the purpose of the Internal Audit Function being to provide independent assurance to the Board and the System Council as required by the various articles set out in the CGIAR System Framework and the Charter of the CGIAR System Organization. Different to the prior CGIAR Internal Audit Unit, it was noted that as requested by Centers during the design phase of the Internal Audit Function, it would not undertake assurance engagements for individual Centers, but retain a 'System' lens, and focus on System opportunities and risks.
- 55. The Board was also invited to approve a change to CGIAR System Framework to ensure that the appropriate scope of assurance responsibilities can be undertaken at the right level. The Board was informed that the System Council had approved this change at their 5<sup>th</sup> meeting (Decision Ref SC/M5/DP13), and if approved by the Board at this meeting, the same proposal would be put to the Centers at the 2<sup>nd</sup> General Assembly,

- taking note that CGIAR's governance arrangements require three approvals for changes to the CGIAR System Framework.
- 56. The Board recognized the excellent work undertaken, led by the Head, Board and Council Relations, to develop the widely-consulted Risk Management Framework and related materials.
- 57. <u>Decision: SMB/M8/DP9</u>: The Board approved:
  - a. Based on the System Council's November 2017 approval of a Risk Management Framework of the CGIAR System, the Risk Management Guidelines of the CGIAR System (meeting document SMB8-11C); and
  - b. Pursuant to Article 8.1(i) of the *Charter of the CGIAR System Organization,* the Terms of Reference for, and the process for fulfilling the CGIAR System Internal Audit Function (meeting document SMB8-11D).
- 58. <u>Decision: SMB/M8/DP10</u>: Subject to subsequent approval of the General Assembly of the Centers, the Board endorsed the System Council's 10 November 2017 decision to amend the CGIAR System Framework as indicated in the following extracted Articles to strengthen clarity in the role of the System Council regarding oversight of internal audit matters:
  - 8.2(a) an <u>Assurance Oversight Committee</u> <u>Audit and Risk Committee</u>, with a majority of independent members, the purpose of which shall be to provide: The System Council with assurance of the completeness and effectiveness of the Internal Audit Function and the independence of external audit functions; a structured reporting line between internal and external auditors and the System Council; and oversight of system-wide governance, risk management and internal controls
  - 6.1(j) Review findings and follow up emanating from the Internal Audit Function

#### **Annual Assessment Actions**

59. The Executive Director 2017 assessment process was introduced by the Head, Board and Council Relations, noting that this builds on best-practice in the private sector. It was proposed to adopt the framework to have in place a review mechanism, to be led by the Board Chair, based upon achievements against key deliverables and broad 360-degree input. The Board was also invited to approve a framework for self-evaluation during the 2018 calendar year.

- 60. <u>Decision: SMB/M8/DP11</u>: The Board endorsed an assessment approach of the Executive Director to commence in January 2018 for the 2017 performance year (meeting document SMB8-12A).
- 61. <u>Decision</u>: SMB/M8/DP12: The Board endorsed a self-assessment process for the Board for the period July 2017-June 2018 as set out in <u>meeting document SMB8-12B</u>, and requested that the Chair of the Board's adhoc Rules of Governance Working Group support implementation of the Board's decision.

### Agenda Item 12 – Board Business during 2018

- 62. The Head, Board and Council Relations, presented a brief overview of a proposed schedule for the Board's engagement in 2018. To ensure optimum alignment with Board Members' existing commitments, it was proposed that a poll be sent to seek inputs on the best dates for proposed meetings in 2018.
- 63. It was noted that at their forthcoming meeting on 23-24 January 2018, the General Assembly of Centers is scheduled to discuss the nominations process for System Management Board including a proposal that member terms run from 1 September of each year rather than 1 July as is presently the case and extend the current membership by the relevant two months each to facilitate moving to this new rotation period. It was advised that the Board would be updated on the outcomes of those discussions once completed.
- 64. The Board discussed the current reporting practices and decided that in addition to an initial summary of decisions taken and actions agreed, a final succinct summary of the meeting remains a useful tool for transparency.
- 65. The Board reflected on the existing structure and membership of its Committees and ad hoc working groups, recognizing that regular review is important to ensure that its responsibilities in this regard are being fulfilled and that its needs are being served to operate efficiently and effectively.
- 66. <u>Decision: SMB/M8/DP13</u>: The Board ratified the continuing appointment of the following persons as members of its Audit and Risk Committee to serve in their personal capacity and in good faith in the interests of the CGIAR System:
  - a. Gordon MacNeil, SMB member, until 30 June 2018 or until a successor is appointed;
  - b. Eugene Terry, an independent member, until 31 March 2018 or until a successor is appointed;
  - c. Bushra Naz-Malik, a Center Board of Trustee member, until 31 March 2018 or until a successor is appointed; and
  - d. Bob Semple, a Center Board of Trustee member, until 31 March 2018 or until a successor is appointed.

- 67. \*\* Action: SMB/M8/AP5: The System Management Office will develop a proposed process for the rotation of the membership of the System Management Board's Audit and Risk Committee, such proposal to be tabled by not later than the Board's 9th meeting.
- 68. \*\* <u>Action: SMB/M8/AP6</u>: The System Management Office will prepare an amendment to the Terms of Reference of the System Management Board's Audit and Risk Committee to remove the requirement that an independent member of the Board must be appointed by the Board as one of the members of that committee, with such future appointment being made based on technical experience, rather than institutional mandate.
- 69. <u>Decision: SMB/M8/DP14</u>: In respect of the Board's adhoc Rules of Governance Working Group formed in July 2016, the Board:
  - 1. Approved an extension of its term and role until 31 December 2018; and
  - Requested that the group's membership be reconfirmed, bringing a proposal to the Board for approval if there is a proposed change in any of the group's 6 members.
- 70. <u>Decision: SMB/M8/DP15</u>: The Board agreed that the full Board will deliver on the stated purpose of the Strategic Impact, Monitoring and Evaluation Standing Committee of the Board set out in Article 9.11(b) of the Charter of the System Organization.

### Agenda Item 13 – Any Other Business

- 71. Shenggen Fan, Director General of IFPRI, raised the issue of agriculture as part of a post-conflict strategy for South Sudan. He noted that some Centers has been approached by the government of South Sudan to help with production in short term and help with rebuilding system long term. Those Centers are requesting that the CGIAR works together to build capacity in Sudan and sends a joint message of support.
- 72. The Board recognized the importance of the agricultural sector in post-conflict settings, and supported the exploration of possibilities to providing support to efforts to reconstruct the agricultural system in Sudan, while remaining mindful of risks involved in such activity as part of that initial work. The Board agreed that Shenggen Fan could convey this message to relevant stakeholders.
- 73. The Chair thanked participants and closed the meeting.

# Annex 1: List of Meeting Participants

Members and Observers		
Name	Role	
Marco Ferroni	Chair	
Kanayo F. Nwanze	Voting Member	
Ann Tutwiler	Voting Member	
Barbara Wells	Voting Member	
Geoff Hawtin	Voting Member (Virtual)	
Gordon MacNeil	Voting Member	
Jimmy Smith	Voting Member	
Margret Thalwitz	Voting Member	
Martin Kropff	Voting Member (Virtual)	
Elwyn Grainger-Jones	Executive Director	
Tony Cavalieri	Active Observer (System Council representative, BMGF)	
Eric Witte	Active Observer (System Council representative, USA)	
Maggie Gill	Active Observer (ISPC Chair) (Virtual)	
Rachel Sauvinet-Bedouin	Active Observer (Head, IEA) (Virtual)	
Victor Kommerell	Active Observer (CRP Leaders' representative)	
Vincent Gitz	Active Observer (Incoming CRP Leaders' representative) (Virtual)	

Additional Invited Guests		
Name	Role	
Matthew Morrell	Convener of the Center Directors General	
Nicole Birrell	Convener of the Center Board of Trustee Chairs	
Shenggen Fan	Director General, IFPRI (hosting SMB8)	
Marie Haga	Executive Director (Crop Trust) (Virtual – Agenda Item 5 only)	
Charlotte Lusty	Genebanks Platform Coordinator (Crop Trust) (Virtual – Agenda Item 5 only)	

Technical contributors and meeting support		
Name	Role	
Karmen Bennett	Head, Board and Council Relations and Board Secretary (System Organization)	
Albin Hubscher	Head, Financial and Program Performance (System Organization)	
André Zandstra	Head, Funder and External Engagement (System Organization)	
Elise Perset	Head, Legal and Office Services (System Organization)	
Madina Bazarova	Interim Director, Internal Audit Unit (System Organization)	
Christine Larson-Luhila	Senior Adviser, Board and Council Relations (System Organization)	
Peter Gardiner	Senior Manager, Program Performance (System Organization)	
Nadia Manning-Thomas	Board and Council Relations Manager (System Organization)	
Olwen Cussen	Board and Council Relations Associate (System Organization)	