

**WORLD FISH CENTRE
BOARD OF TRUSTEES
FULL BOARD
THIRTY FIRST MEETING (TELECONFERENCE)
6 December 2006
Washington DC**

Present:	- Dr Trond Bjorndal	Chairman
	- Dr Stella Williams	Vice-Chair
	- Dato' Junaidi Che Ayub	Member, Ex-Officio
	- Dr Wendy Craik	Member
	- Dr Stephen Hall	Member, Ex-Officio, Director General
	- Dr Yehia Hassan Khalil	Member, Ex-Officio
	- Dr Anne Kapuscinski	Member
	- Dr Asger Kej	Member
	- Dr Ida Siason	Member
Absent	- Dr S. Ayyappan	Member
With	- Dr Kunihiko Fukusho	Member
Apology:	- Dr Serge Garcia	Member, Ex-Officio, FAO Rep.
Board Secretary:	- Dr James K. Oliver	Director, Science Co-ordination

DRAFT MINUTES

OPENING REMARKS

The Chairman welcomed all participants and noted apologies from Drs Ayyappan, Fukusho and Garcia. The Chairman noted that Dato Junaidi was not yet present but that he was expected to join the meeting shortly.

The Chairman reminded Board members that other business would be dealt with before the consideration of renewal of Board members. After this, Dr Siason and Dr Kapuscinski would leave the meeting to allow the Board to discuss their appointments.

The agenda was reviewed and adopted.

Agenda Item 1: APPROVAL OF THE 2007 BUDGET

The Chairman indicated that there had been recent events during the CGIAR Annual General Meeting which had important implications for the 2007 budget, and asked the Director General to brief the Board on these events.

The Director General indicated that the European Commission had notified all CGIAR centers that due to delays in finalizing the contract between the EC and the World Bank, the funding for 2006 is no longer available and will not be provided to any of the centers. This funding amounted to approximately \$690,000 in 2006. In addition the Center has been informed by the Netherlands representative that only 5 Centers will be funded in 2007 and that WorldFish has not been selected as one of

these five Centers. This will result in a decrease of approximately \$530,00 in core funding in 2007.

Because these two events will effectively reduce the amount of Core income, and the level of reserves in 2007, the Director General felt that the Budget which had been prepared for Board approval was no longer tenable. He recommended that a new Budget should be prepared in early January 2007 which would take these reductions into account. He further recommended that the Board approved a skeleton budget at no more than 2006 expenditure levels which would enable the center to continue to function during the first 3 months of 2007.

The Board discussed the issue and agreed with the recommendations of the Director General, with the proviso that expenditure in the skeleton budget be kept to absolute essentials, at a level below 2006 expenditures where possible. It was noted that there would be no expenditure of the investment (reserve) funds as part of the skeleton budget.

Board Decision:

The Board agreed to defer consideration of the final 2007 budget until the last week of January, when the matter will be reviewed via a conference call. The Board approved expenditure at no more than 2006 levels for the first three months of 2007 provided that only essential spending occurred, and that no expenditure on investment funding was made. (Board Action 31-1)

Agenda 2: APPROVAL OF 2007 KEY PERFORMANCE GOALS (KPGs)

(Dato Junaidi joined the meeting during the discussion of agenda item 2).

The Director General briefly introduced the proposed Key Performance Goals (KPGs) for the Center. He pointed out that they had been developed in consultation with Senior Management.

Board members raised a number of questions related to the new KPGs. The Director General responded to these questions, pointing out that the KPGs represent those areas which have been singled out for particular attention during the coming year. Some previous KPGs have been left out because it was felt that they were being achieved easily and did not require special monitoring in 2007. He stressed that there were a large number of performance goals which were being set (and met) each year at lower levels in the organization. The current Key Performance Goals represented key strategic goals which represented the most importance challenges to the organization for 2007, and which should therefore be singled out for specific monitoring.

There was some discussion regarding what level the Center should set as its goal for its ranking against all other Centers in the 2007 CGIAR performance assessment. A suggestion was made that the center should aim for a ranking of 3 rather than four. However it was agreed that 4 was a more realistic target which was ambitious yet achievable.

Board Decision:

The Board approved the Key Performance Goals for 2007 as proposed by Management. (Board Action 31-2)

Agenda Item 3: COMMON IWMI-WORLDFISH INSURANCE POLICY WITH VAN BREDA

The Director General introduced the paper which on the adoption of a single health insurance policy for all nationally recruited staff at most sites. It was pointed out that there would be an additional cost to the Center of US\$33,875.

The Director General also noted that Malaysia and Egypt already have health insurance schemes that suit local staff and that there was little benefit (if any) in switching to the new policy in these countries, especially considering the additional cost that would be entailed.

One Board member pointed out that the sentence relating to HIV/AIDS risk in Egypt was not supported by evidence, and should be deleted from the text of the Board Paper.

Board Decision:

The Board approved the purchase of a uniform health insurance cover through Van Breda at a cost of US\$33,875 for staff in Malawi, Bangladesh, Philippines, Cambodia and Solomon Islands. (Board Action 31-3)

Agenda Item 4: OTHER BUSINESS

- a) The Chairman informed Board members that there had been an informal meeting of the Board Chairs and Director Generals of IWMI and WorldFish and that the Director Generals will circulate a memo on the outcomes of this meeting in early 2007 for a decision at the BOT meeting in March 2007.
- b) The Board Secretary confirmed that the Board self assessment forms had been received and were currently being analyzed. The summary results would be sent out shortly.
- c) It was confirmed that the next Board Meeting would be from 11-14 March 2007 with Committee Meetings on Sunday, March 11, 2007 and Full Board Meeting starting on Monday, March 12, 2007.

Dr Siason and Prof Kapuscinski left the meeting at this point.

Agenda Item 5: RENEWAL OF BOARD MEMBERS WHOSE TERMS FINISH IN 2007

The Chairman of the Board invited Dr Asger Kej (Chairman of the Governance Committee) to review the recommendations of the Governance Committee on the renewal of the 3 Board members whose first term ends in 2007.

Dr Kej read out the recommendations of the Governance Committee and gave an overview of the issues which had been raised and discussed in arriving at this recommendation.

The recommendation was:

1. The Committee recommends to the Board that terms of the following members not be extended for a second term:
 - Dr Kunihiko Fukusho (first term to end after March 2007 meeting)
 - Prof. Anne Kapuscinski (first term to end after March 2007 meeting)
 - Dr Ida Siason (first term to end after September 2007 meeting)
2. The Committee recommends that all the three members be included as candidates for possible membership in the Science Advisory Committee.

The Board discussed the recommendations and noted that the process followed had been very thorough. All members also acknowledge the need for prompt progress on the reforms which had previously been agreed to, provided that this could be achieved without adversely affecting the desired competency profile for the Board. It was noted that if none of the member's terms were renewed, this would not significantly affect the Board's competency profile except in the area of scientific expertise. This gap would be compensated for by the Scientific Advisory Committee which will be established in 2007. The Chairman of the Board indicated that the Board competency profile (desired profile) would need to be modified in the future, to take into account the existence of the new Scientific Advisory Committee, which would take over many areas of science review and research advice to the Center.

The Board agreed to the recommendations of the Governance Committee. It also expressed its deep appreciation for the significant contributions that all three members had made to the Center and the Board during their first term.

Board Decision:

1. **The Board decided that that terms of the following members not be extended for a second term:**
 - **Dr Kunihiko Fukusho (first term to end after March 2007 meeting)**
 - **Prof. Anne Kapuscinski (first term to end after March 2007 meeting)**
 - **Dr Ida Siason (first term to end after September 2007 meeting)****(Board Action 31-4)**
2. **The Board approved the Committee's recommendation that all three members be included as candidates for possible membership in the Science Advisory Committee. (Board Action 31-5)**

Agenda Item 6: APPOINTMENT OF FAO OBSERVER

Dr Kej read out the recommendations of the Governance Committee and gave an overview of the issues which had been raised and discussed in arriving at this recommendation.

The recommendation was:

1. The Committee recommends to the Board that no replacement should be appointed as a FAO representative to the Board after the retirement of Dr Serge Garcia.

2. The Committee recommends that Dr Garcia be included as a candidate for possible membership in the Science Advisory Committee.

Dr Kej highlighted that the report from Guru Management on the impact of losing the current FAO observer indicated that with the exception of scientific expertise, there would be no significant reduction in overall Board competencies. It was noted that there would be a significant reduction in scientific expertise in the absence of the current FAO observer, however this could be more than compensated for by the establishment of the Science Advisory Committee in 2007. All Board members emphasized the strong role that the existing Observer, Dr Serge Garcia, had played during his tenure, and that he should certainly be included as a possible candidate for the Science Advisory Committee. The Board agreed that in the interests of accelerated Board Reform, the recommendations of the Governance Committee should be adopted.

Board Decision:

1. **The Board decided that no replacement should be appointed as a FAO representative to the Board after the retirement of Dr Serge Garcia. (Board Action 31-6)**
2. **The Board decided that Dr Serge Garcia should be included as a candidate for possible membership in the Science Advisory Committee. (Board Action 31-7)**