

**WORLD FISH CENTRE
BOARD OF TRUSTEES
FULL BOARD
THIRTY-FIFTH MEETING
(TELECONFERENCE)
3rd December 2007
Beijing, China**

Present:	- Dr. Trond Bjorndal	Chairman
	- Dr. Stella Williams	Vice-Chair
	- Dr S. Ayyappan	Member
	- Dato' Junaidi Che Ayub	Member, Ex-Officio
	- Dr Wendy Craik	Member
	- Dr Stephen Hall	Member, Ex-Officio, Director General
	- Dr Asger Kej	Member
Board Secretary:	- Dr James K. Oliver	Director, Science Co-Ordination

Staff in Attendance: Mr Wayne Rogers – Director, Corporate Services

DRAFT MINUTES

Agenda Item 1a & b: OPENING REMARKS & APOLOGIES

The Chairman opened the meeting and noted that there were no apologies.

Agenda Item 2: REVIEW AND APPROVAL OF THE PROPOSED AGENDA

The Board approved the agenda without any modifications or additions. The Chairman of the Board noted that agenda item 4 would be considered first in order to enable Mr Wayne Rogers to present the paper before he had to leave the meeting.

Board Decision:

**The Board approved the proposed agenda without any modifications or additions.
(Board Action: 35-1)**

**Agenda Item 4: REVIEW AND APPROVAL OF TERMS OF REFERENCE AND
PANEL FOR CORPORATE SERVICES CCER**

The Director of Corporate Services introduced the paper. He indicated that the exact composition of the panel had not yet been finalized, and that some individuals had not yet confirmed their availability.

The Chairman asked for Board members' comments first on the Terms of Reference for the CCER. It was suggested that specific mention of budgeting and financial forecasting should be included in the section on financial management and accounting. It was also suggested that the issue of consistency between periodic and annual financial reports be addressed. The Director of Corporate Services agreed with these suggestions.

Board Decision:

The Board approved the Terms of Reference for the Corporate Services CCER subject to the minor amendments as discussed. (Board Action: 35-2)

The Chairman then asked the Board members to comment on the nominees for panel members, and the proposal that the final composition be determined by the Chairman and the Director of Corporate Services. The Chairman noted that he had already asked the Director of Corporate Services to limit the number of CGIAR staff on the panel to just one member. One member noted that the nominee from CSIRO might be too senior and thus too far removed from day to day financial management to be an effective panel member. This limitation was acknowledged by Management. The Board agreed to the proposed process for finalizing the membership of the review panel.

Board Decision:

The final composition of the Corporate Services CCER will be determined by the Chairman in consultation with the Director of Corporate Services. (Board Action: 35-3)

Agenda Item 3: APPOINTMENT OF NEW BOARD MEMBER

The Board Secretary briefed the Board on the recent communications with the CGIAR secretariat over the Centre's nomination of Ambassador Remo Gautschi as a CGIAR nominee. While formal response to the WorldFish nomination has not been received, the Centre has been informed that the Executive Committee (Exco) of the CGIAR was not supportive of the WorldFish nominee because it felt that the appointment of a person with formal financial qualifications was a higher priority. Two alternative names were provided for the Centre's consideration. The Centre has responded by including the names of two Malaysian nominees with accounting qualifications. As a result it is unlikely that Ambassador Remo Gautschi can be brought onto the Board as a CGIAR nominee, however he can still be appointed as a member at large. The Chairman indicated that the Board would thus have four candidates with financial qualifications to consider at its next meeting in April 2008. One Board member suggested that formal financial qualifications were less important than true financial experience. The Board Secretary noted that the CGIAR Secretariat and Exco did not share this view. The Board unanimously agreed to appoint Ambassador Remo Gautschi to the Board as a member at large.

Board Decision:

The Board appointed Ambassador Remo Gautschi to the Board as a member at large, commencing January 1, 2008. (Board Action: 35-4)

Agenda Item 5: REVIEW AND APPROVAL OF KEY PERFORMANCE GOALS FOR 2008

The Director General introduced the paper on Key Performance Goals for 2008, indicating that these had been selected from a larger list of potential goals and targets of interest to the Centre. He asked for feedback from the Board on whether a specific goal should be set for gender balance rather a generic increase.

One Board member indicated that there was a clear need for more senior women in the Centre. After a brief discussion on the merits of setting specific goals, and whether a specified increase should be expressed as number of staff or % of staff, it was agreed that an appropriate target for gender would be a 15% increase in the number of female researchers. It was also agreed that the same increase should be applied to the balance between researchers from the "North" and the "South". It was noted that the actual numbers of staff to be hired to achieve a 15% increase would need to be calculated, and that if this number was not a reasonably achievable target, it would be reviewed at the next meeting in April 2008.

Dr Williams was disconnected from the teleconference near the end of this discussion and reconnection was not achieved for the remainder of the meeting, despite repeated attempts.

Board Decision:

The Board approved the proposed Key Performance Goals for 2008 with the following amendment:

- **The target for gender should be changed to " 15% increase in the number of female researchers"; and**
- **A new target of a "15% increase in the number of researchers from the south should be added providing this percentage increase is reasonably achievable in terms of the actual number of people to be hired. If the target cannot be reasonably achieved it will be reviewed in April "**

(Board Action: 35-5)

Agenda Item 6: OTHER BUSINESS – EVALUATION OF THE DIRECTOR GENERAL'S PERFORMANCE

The Director General left the meeting discussion of this agenda item.

The Chairman explained that he would like to initiate a thorough review of the Director General's performance to date including 360° feedback. The review would be completed in time for consideration at the Board meeting in April 2008. The review was desirable now so that any major issues which might affect any reappointment decision in 2009 were identified at an early stage, allowing ample time for a recruitment process to be initiated, if needed, before the completion of the Director General's current term. The Chairman stated that he had discussed this with the Director General, who was happy with the proposal and intended to seek reappointment for a second term.

This thorough review would be used as a major input to any decision to reappoint the Director General in 2009, but would also be used to assess the Director General's performance for 2008. In early 2009 a further regular review would be conducted prior to making any decision to reappoint the Director General for a second five year term.

The Board briefly discussed the proposal and agreed with the recommendation of the Chairman to proceed with the initiation of the review.

There being no other business, the Chairman closed the meeting.