

**WORLD FISH CENTRE
BOARD OF TRUSTEES
FULL BOARD
(TELECONFERENCE)
THIRTY-NINTH MEETING
3rd December 2008**

Present:	- Ambassador Remo Gautschi	Chairman
	- Dr. Wendy Craik	Vice-Chair
	- Dr S. Ayyappan	Member
	- Dr Stephen J. Hall	Member, Ex-Officio, Director General
	- Dr Asger Kej	Member
Board Secretary:	- Dr James K. Oliver	Director, Science Co-Ordination
Absent	- Dr Ezzat Awwad Ibrahim	Member, Ex-Officio
With	- Ms Vimala Menon	Member
Apology:	- Dato' Ahamad Sabki Mahmood	Member, Ex-Officio

Staff in Attendance: Dr Patrick Dugan, Mr Wayne Rogers

DRAFT MINUTES

Agenda Item 1a: OPENING REMARKS

The Chairman opened the meeting and welcomed all participants.

Agenda Item 1b: APOLOGIES

There were apologies from Miss Vimala Menon and Dato Sabki for not able to participate in the teleconference.

Agenda Item 1c: DECLARATION OF CONFLICT OF INTEREST

There were no conflicts of interest declared.

Agenda Item 2: REVIEW AND APPROVAL OF THE PROPOSED AGENDA

Two additional items were added under Other Business:

- a. A discussion on arrangements to deal with the additional time that will be spent by the Director General on the CGIAR reform process and other matters related to his position as Chairman of the Alliance Executive.
- b. An update on the approval of Key Performance Goals for 2009.

Agenda Item 3: REVIEW AND APPROVAL OF THE 2009 WORLD FISH BUDGET

The Director of Corporate Services introduced the Budget paper and highlighted the following key points:

- The forecast for 2008 has improved due to increased funding from USAID and Germany and strong written indications from Egypt that they would pay the current and prior contributions.
- The 2009 budget forecasts a small surplus which will result in 114 days of reserves at the end of 2009.
- Costs of operating the Abbassa facility have been brought down to an acceptable draw on core funds, but this assumes annual contribution from Egyptian government is obtained in 2009.
- Savings anticipated from the review of operations in the Pacific have been realized.
- It is anticipated that overhead recovery will increase by 126% and these represent areas of risk if the targets are not achieved.
- Currency volatility represents an additional area of risk which will be closely monitored during 2009.

The Deputy Director General indicated that bringing the budget down from deficit spending to a small surplus had required some reductions in staff but he was confident that we can still move forward effectively in achieving our strategic objectives. Detailed discussion with Regional Directors and Discipline Directors has confirmed that they are still able to carry out key activities in support of the Centre's strategy. A clear message has been sent to all managers on the need for increased overhead recovery and the need to keep focusing on the proposal pipeline.

Board members congratulated management on the presentation of the clarity and consistency of the Budget papers. It was agreed that the level of under spending indicated in the 2008 forecast was probably something the Board would have to live with, in the future. It was also pointed out that there was a need to ensure flexibility so that any further cuts which might be required could still be made during the year. The Director of Corporate Services indicated that there was still room for further cuts in areas such as travel, and contingency budgets which would allow the Centre to cope if a major source of anticipated funding did not come through. In response to questions related to the ability of the Centre to continue to deliver on its obligations, the Director General indicated that the Centre could

still deliver on core responsibilities but would not be able to achieve all of its ambitions in the next year.

In response to a question on the impact of falling interest rates, the Director of Corporate Services pointed out that this was a fairly minor source of income, so that any major changes would not significantly affect the Centre's position.

The Board agreed to accept the proposed Budget for 2009 as presented by Management.

Board Decision:

The Board accepts the proposed WorldFish Budget for 2009 as presented by Management. (Board Action: 39-1)

Agenda Item 4: UPDATE ON BOARD NOMINATION AND SELECTION OF NEW BOARD MEMBERS

Dr Asger Kej provided a brief update to the Board, indicating that given the current situation there was no constitutional need to appoint any new Board members until next year, it would be best to keep the Board size at its minimum level until there is more clarity on the CGIAR reform. He suggested that there be one appointment made starting in July 2009 and one to start in January 2010. He indicated that there had been some additional candidates from the long list who would be kept provisionally on the list for active consideration. These candidates were identified by the Board Secretary and the Director of Corporate Services as having the potential to assist the Center with securing funding in the future. Whether or not there would be a need for such expertise on the Board would depend on the reaction of core donors to the CGIAR reforms. The current list of active candidates will need to be reduced to about 3-5 before the next Board meeting in April 2009. The Board Chair indicated that he had received a list of possible female candidates from the Head of the CGIAR Gender and Diversity program and that the Board Secretary would seek further details on these people and circulate them to the Governance Committee.

Agenda Item 5: OTHER BUSINESS

Agenda Item 5a: Management of the Centre while the Director General holds additional responsibilities as Chairman of the Alliance Executive and member of the Change Transition Team

The Chairman informed the meeting that he had already had discussions with the Director General and senior management about how the Center would manage its operations during the next year when the Director General would be spending 50% or more of his time on CGIAR issues. He indicated that while many matters would be delegated to other managers, he still held the Director General responsible for ensuring that the Centre was effectively managed and that it achieved all of its internal and external performance targets for 2009. The Director General confirmed that we would take ultimate responsibility for the Centre's management and performance. He indicated that he would be relying on the Deputy Director General (DDG) to take on additional responsibilities in overseeing the management of the Centre and that this would be facilitated by the fact that the DDG would be moving to Penang in the January 2009. He also expressed confidence that the other members of his senior management team would be able to take on any additional

responsibilities that might be required. He indicated that this issue would be discussed specifically at an upcoming senior management retreat in January 2009, and that he would inform the Board after this meeting if any other arrangements were considered desirable to cope with changing workloads and responsibilities during 2009. The Deputy Director General emphasized that he would be in regular contact with the Director General even when he was on travel, and that this would allow any major issues to be discussed with the Director General.

Agenda Item 5b: Key Performance Goals (KPG) for 2009

The Director General informed the Board that the KPGs for 2009 had not yet been set, but that he would like to send a draft to the Board before the end of the year. If there were no major problems with the draft, then the Director General would communicate with the Chairman to set the final goals and targets. These would be considered provisional Goals for 2009, which would be confirmed at the next Board meeting in April 2009. If there were any major issues raised by Board members, then a Teleconference meeting would be organized in early January to resolve these issues and finalize the goals and targets. The Board agreed to this arrangement.

Agenda Item 5c: Other matters

Dr Asger Kej indicated that the IWMI Board had recently met and had discussed the issue of whether the current SAP system was adequate to its needs, or if it should join WorldFish and other Centres in seeking a standardized system which would probably involve another system vendor. The IWMI Board had asked Dr Kej to inform the WorldFish Board that it was satisfied with the current system and would not be looking to change it in the near future.

The Director of Corporate Services updated the meeting on the current initiatives to promote standardized financial and project management systems. WorldFish has participated in an independent assessment of 6 Centres which has found the large-scale systems ERPs such as those from SAP, Oracle and Sun are clearly unsuitable for the CGAIR. Those Centres with such systems are not fully implementing the existing features, and are hampered by the fact that they are not project oriented. He indicated that IWMI had found work-arounds for these limitations and was not interested in changing at this time. WorldFish was very interested in adopting a more functional system which could be standardized across several Centres and would be prepared to change systems in the medium term once a fully suitable system had been identified and trialed in another Centre. It was agreed that any major adoption of a new system across several Centres would depend on how the current changes to the system were finalized and implemented.

There being no further business, the Chairman reminded the meeting that this was Dr Ayyappan's last meeting and although a formal farewell had already occurred during the last face to face meeting he wished to again thank Dr Ayyappan for all his efforts on the Board over the past years and to wish him all the best for the future. He hoped that Dr Ayyappan would remain a friend to the Center and that there would be opportunities for collaboration in other capacities. Dr Ayyappan thanked all the Board members for their help and support during his terms as a Board member and reassured the Board that he would remain a close friend to the Centre and looked forward to working with Board members and staff on areas of mutual interest in the future.

The Chairman then thanked all members for their participation and closed the meeting.