

**IITA Board of Trustees Meeting  
1 & 4 October, 2008  
Accra, Ghana**

**Summary of Decisions**

**1. Board Chair's Report**

*Decision*

*The Director General would provide the Board with a brief quarterly newsletter on Institute activities and accomplishments.*

**2. Fiduciary Report**

*Decision*

*The Board approved the 2008 operating results and financial position against budget as of August 2008.*

*Decision*

*By unanimous vote, the Board agreed to modification of the IITA Investment Policy as specified in Annex 1. Furthermore, the Board after extensive discussion and assurance of the Finance Committee, that the proposal for direct investment had been thoroughly investigated, that it was a highly secure investment with the movement of money through an independent bank account, that it offered higher than market rates of return, was outside the normal financial market exposure, that it operated within strict ethical guidelines and served to enhance patient credit rating, the Board unanimously agreed to a direct investment of \$10.0 million by way of a secured loan to Account Receivable Services, LLC for a period of one year, at a return rate that is yet to be negotiated but higher than currently available for bank deposits or money market instruments.*

**3. Program Committee Report**

*The Board approved the following recommendations of the Program Committee:*

*Recommendation 1: The PC recommends including updates on the IITA involvement in CPs into the regular reporting routine to the Board (in line with the conclusion reached at the March 2008 Board Meeting).*

*Recommendation 2: The PC has taken note of the updated Management response to the SP-IPM CCER recommendations (Annex 2) and recommends to the BOT to approve the response without reservation.*

*Recommendation 3: The PC recommends that the Board be updated on the operational and institutional development in Uganda at its next meeting.*

*Recommendation 4: The PC recommends including a presentation of the expected Banana and Plantain Strategy for Africa and the respective implementation plan at its next meeting.*

*Decision*

*The Board agreed to the topics provided by management as topics for CCERS and decided:*

- 1. To hold 2 CCERS each year beginning in 2009.*
- 2. To hold the next CCER in early 2009 on the Agriculture & Health Program*
- 3. To ensure that Terms of Reference are developed and arrangements made in consultation with the Board and in particular the Program Committee link member. (Emmy Simmons for Agriculture & Health)*
- 4. To ensure that all CCERs are conducted by a minimum of two experts.*
- 5. To hold a second CCER in 2009 on genetic improvement research across programs.*

#### **4. IITA Strategic Plan 2011-2020**

*Decision*

*Having reviewed the draft strategy document circulated to the Board as part of the Board documentation, and having provided detailed comments on it, the Board agreed to the following:*

- 1. That a revised strategic plan taking into consideration the Board's comments would be prepared and available for the March 2009 meeting of the Board that also factored in consultation with IITA's stakeholders.*
- 2. While there might be need to modify the document based on the outcome of the CGIAR reform, any changes could be incorporated as needed as it was considered highly unlikely that the change would lead to dramatic rethinking of IITA's program of work.*
- 3. Emmy Simmons, Cees Karssen and Birger Moeller volunteered to serve as resource persons with whom Dave Watson would consult as he prepared the next draft of the strategy.*
- 4. The next draft should be ready for Board review by the end of January 2009.*
- 5. Following Board agreement (February 2009), the draft strategy would be sent to all IITA's stakeholders for their input*
- 6. Stakeholder feedback would be incorporated and the final draft ready for review by the Board at its meeting in March 2009.*

#### **6. Report of the Human Resources Committee**

***Monetization Survey***

Discussions addressed the consistency of IITA's approach with other CG centers located in the same sites as well as with other potential employers of IITA scientists. The question of whether any of the scenarios for change (simplified payments, central contracting for security staff, differentiation by seniority/position, adjustments every two years, etc.) would result in additional costs or cost-savings was posed. Dr. Menon responded that the detailed analysis had not yet been done, but it was her impression that there would be a slight increase in financial costs – with some administrative cost savings.

*Decision*

*The Committee concurred in Dr. Menon's proposed agenda for action. There was some question as to whether changes could be initiated as quickly as January, 2009, as she proposed, noting that additional consultations and analysis are necessary (e.g., to*

calculate the net budgetary impact of proposed changes). However, it was agreed that, while action should go ahead, a new policy on IRS allowances would be drafted before March, 2009, and reviewed at the next HR Committee meeting.

### **Gender Issues**

#### *Decision:*

*The HR Committee and the DDG/S agreed that a coherent strategy should be developed and reviewed by the Committee at its next meeting (Spring 2009).*

The following recommendations from the Human Resources Committee were approved by the Board:

#### *Recommendations to the Board*

1. *Staff Satisfaction Survey and Monetization Survey*

- a. *The HR Committee appreciated the completion of the IRS Staff Satisfaction Survey and the Monetization Survey. The HR Committee recommended that the Board recognize this achievement and concur in the DDG/S's proposed agendas of action to follow up on the findings of both surveys.*
- b. *In line with the findings of the staff satisfaction survey, the HR Committee recommends that the Board request that the Directors be invited to participate in discussion of their reactions to the survey results at the HR Committee meeting in March-April 2009.*

2. *Human Resource Management*

*The HR Committee recommends that the Board encourage the DDG/S to continue to explore the use of an integrated software package for human resource management and trusts that she will inform them of her decisions in this regard at the next meeting.*

### **7. Response to EPMR Recommendations**

#### *Decision*

*The Board reviewed and endorsed Management's update on the responses and actions taken in response to the EPMR recommendations.*

### **8. Board Operations**

#### **Self Evaluation**

##### *Decision*

*The forms from the self evaluation conducted after March 2008 had been misplaced with the result that there will be one board self evaluation in 2008 that will be conducted after this meeting and the results presented at the Board meeting in March 2009.*

#### **Policies and Procedures**

##### *Decision*

*Two additions to the Policies and Procedures (1) a statement on the conflict of interest and (2) a statement on the option to extend a Board member's term by six months in extraordinary circumstances (e.g. major system changes, unexpected change in center leadership, imminent external review, all requiring the need to maintain seniority in board membership), were adopted. The previous version of the Policies had no provision for extending a Trustee's term under any circumstances.*

## **9. Report of the Nominating Committee**

The following decisions from the Nominating Committee were approved by the Board:

1. *The Nominating Committee had discussed the process for conducting the Board Chair evaluation. According to the CGIAR Guidelines the Board Chair was entrusted with the responsibility for selecting a senior member of the Board to conduct the evaluation. Dr. Harvey had not felt comfortable with this process and recommended that the Nominating Committee Chair should continue to be responsible for the evaluation, in accordance with the policy that IITA had been following.*

2. *The Nominating Committee had concluded that in filling the two vacancies (by September 2009) the Board should look at combining expertise wherever possible.*

*It reviewed and revised the gap analysis (see attached Annex 3) and suggested that priority for the next selection be given to the following:*

- *Finance – primary criteria*
- *Governance/nutrition, health, food technology*
- *Regional representation from BRICS (Brazil, Russia, India, China, South Africa), UK and continental Europe.*

*The Board reviewed the criteria proposed and recommended that fund raising/donor coordination and affinity to Africa's development should be basic requirements in selecting Trustees to IITA*

3. *The Nominating Committee recommended IITA's participation in the next round of the CGIAR Nominating process (March 2009) to fill the position that would become vacant on the departure of CG-nominated member, Cees Karssen in mid 2009.*

4. *The Nominating Committee viewed common Board membership very positively as it gave the opportunity to bring more members on to Boards with CGIAR experience. It feels that that IITA should maintain the current common Board membership at three: Currently Barbara Becker and Tiémoko Yo (WARDA) and Emmy Simmons (ILRI).*

5. *The Nominating Committee proposing rescinding the current policy and assigning the host country member representing universities to a board subcommittee. (Jenny not sure I understand what this means*

6. *Due to time constraints the Nominating Committee postponed discussion on succession plans for Board Chair and Vice Chair to the March 2009 Board meeting.*

## **10. DG's Workplan 2008/2009**

### *Decision*

*The Board discussed the DG's work plan 2008/2009 and requested specific details/outputs under the title delivery on mission.*

**International Institute of Tropical Agriculture**

**Investment Policy**

**October 2008**

IITA has a non-speculative, conservative investment policy wherein funds are invested in overseas bank time deposits, domestic bank time deposits, money market instruments, global bonds and secured direct investments. All investments are redeemable.

Cash Investments in bank deposits and money market instruments for short-term holdings are permitted up to 180 days.

Direct Investments secured by underlying assets are permitted up to a period of 3 years. Each Direct Investment must be approved by the Board.

Portfolio allocation between Cash Investments and Direct Investments are subject to review by the Finance Committee every 12 months.