

**IITA Board of Trustees Meeting
May 9, 11 and 12
Dar Es Salaam, Tanzania**

Summary and Recommendations

Opening Remarks

Acting Board Chair

John Griffith convened the Board and the staff and extended the Board Chair's apology who, for health reasons, was unable to attend the meeting. Plans were being made for him to join specific sessions by Skype. The acting Chair extended a welcome to all and a special welcome to new members. He was pleased to be with the Board and the staff and looked forward to the discussions over the next few days on the strategic direction and the many other topics on the agenda, and to active participation by all.

Director General

The DG expressed his sincere appreciation to the Board for its contribution to the Institute during the past 18 months. This was the first meeting since he joined IITA where the Institute was not operating in a crisis mode. In its recent meeting the Fund Council had concluded that IITA had made good progress in responding to effects of the unrecovered investment and meeting the requirements placed by the Fund Council. At the same time it commended the Institute for the transparency of its operations and for the collaborative spirit it has displayed in dealing with the many issues. With the unrecovered investment behind it, IITA could focus on the future and on issues of science with that same spirit of transparency and openness that will enable the staff, the board and the administration to move forward together.

The DG, followed by the Director the Eastern Africa Hub, Victor Manyong, welcomed the Board to Tanzania and gave a brief overview of the events connected with the inauguration of the science building by the President of Tanzania, the Hon Jakaya Kikwete, joined by IITA's ambassador, Chief Olesegun Obasanjo, the former President of Tanzania, Ministers and representatives of other countries in the region, the diplomatic corps of IITA's key investor countries in Tanzania and a number of Directors General and their representatives of other CGIAR centers. He congratulated Dr. Manyong and his team for having responded to the challenge and ensured the construction was completed in time. He also thanked John Griffith for sharing his invaluable engineering expertise at the outset of the building's construction.

Report of the Board Chair

John Griffith read from a report sent in by the Board Chair that covered three issues: (1) The legal case against those responsible for the fraud connected with IITA's investment; (2) issues arising from a teleconference between Board Chairs and the Consortium Board on: (a) modus operandi and need for clarity between the role of the Fund Council and the Consortium Board; (b) Phase 1 of the governance review and its recommendations; (c) the Consortium Board's thinking on the next round of CRPs; (d) the FC's instructions regarding gender strategy; (e) the upcoming meeting of Board Chairs and Center Directors to focus on governance and managing the second call for CRPs; and (f) and planning for and management of GCARD.

Director General's Report

The DG prefaced his presentation by talking about the culture of transparency that he hopes to inculcate across IITA globally so that all members of the IITA family, from the Board to the casual laborer share a common understanding of IITA's vision and goals and are aware of all the issues. He aims to extend this same level of openness and transparency to the Institute's national partners both in the program and budgeting areas.

The presentation focused on 5 areas: (1) IITA strategy implementation; (2) the key activities of the three directorates; (3) achievement on selected priorities, including financial stability; (4) special initiatives to be undertaken by the senior leadership including the DG; (5) the IITA Business Incubation Platform (BIP) and (6) the Institute's priorities for 2013.

The Chair thanked the DG on behalf of the Board. He was pleased that the critical issues of the past are now behind and the Board is able to move forward, has the opportunity to think more strategically, to share their collective and individual wisdom; and assist the DG in the implementation of the refreshed strategy. The Permanent Secretary said she was very encouraged by the activities at IITA that she had seen during her visit and looks forward to collaborating with IITA in its youth development initiative which aligns closely with one of her Ministry's goals of getting a number of young people into farming. She added that the Ministry of Agriculture is working on its current contribution to IITA and that all arrears from previous years are being addressed by the Ministry of Finance. She assured the Board that the Government of Nigeria is fully supportive of IITA and is committed to contributing to its financial stability.

Executive and Finance Committee Report

The Director of Finance presented highlights of his report that focused on funding trends, the 2012 operating results and the unqualified audit opinion by the External Auditors as well as the reduction in the overhead rate from 19.4% to 14.8%, the 2013 projected budget at \$81.587 m versus the \$70,268 m approved by the Board in November 2012, progress on the implementation of the Financial Recovery Action Plan—increasing the number of reserve days from the estimated 20.2 to 30.8 at the end of 2012—and the assessment from the Consortium monitoring visits that IITA is meeting all the conditions set by the Consortium Board and the Fund Council.

The Board congratulated the management on the results. These results represent an important turnaround for IITA. At the time the Financial Recovery Action Plan was drawn up at the request of the Fund Council there were real concerns about whether IITA could remain a viable organization. The drop in the overhead recovery rate from 19.3% to 14.8% is a remarkable achievement at a time when a number of restrictions had been placed on the Institute. The clean bill of health given by the External Auditors and by the Consortium Office is yet another credit to the IITA management.

IITA/Lukas Brader Scholarship Fund

On the recommendation of the E & FC and based on the availability of funding (approx. US\$120,000 remains uncommitted at present) the Board approved the proposal by management to launch a competition for the fourth scholarship under the IITA/LBSF Scholarship Fund. Research to be conducted will be based on IITA's research priorities and the scholarship will be made available to outstanding students from sub-Saharan Africa to conduct research towards a PhD. A short list of three candidates

with recommendations from IITA scientists will be presented to the Board for final selection in November 2013. The approximate cost of the program, per year, is \$22,000. The normal duration of the program is 3.5 years.

Intellectual Asset Compliance

The Board agreed with the recommendation of the Executive and Finance Committee (E&FC) to defer the report to the Consortium Board on assurance of IITA's compliance with the Consortium Intellectual Asset Policy. The E & FC discussed this requirement at length and concluded that the Board did not, at this time, have the necessary assurances from staff and hired legal experts to do so within the required time frame. It understands that IITA staff will continue to work with the IP consultant recommended by the Consortium and will undergo training in June to build capacity and increase the Institute's expertise in this area. The E & FC expects to be in a better position to provide assurance to the Consortium after the November 2013 Board meeting.

Audit Committee Report

- On the recommendation of the Audit Committee, the Board approved:
 - ✓ The adoption of the 2012 audited financial statements that included the write off of the investment balance of \$14.8 m.
 - ✓ The appointment of Price Waterhouse Coopers as External Auditors starting in 2013.
- The Board was very pleased to receive information on the risk management policy and the identification of the top Institute risks. It looks forward to receiving further information on likelihood, impact, immediacy of impact, and actions taken or to be taken to reduce or mitigate risks at the November 2013 meeting.
- The Board was pleased to note that the investment policy approved by the Board in November 2012 has been implemented.
- Other discussions in the Audit Committee focused on findings of the Internal Auditor, IITA's procurement function, succession planning for positions in Finance and the CGIAR IAU and its operations.

Human Resource Committee Report

The Board endorsed the report of the Human Resource Committee which covered the following personnel issues and also management's initiative to raise the level of emoluments at IITA bringing them closer to the CGIAR standard:

- Conversion of Regionally Recruited Staff to full Internationally Recruited staff status and the financial implications.
- Regularization of consultants and casuals to more accurately reflect the activities of staff in these categories as well as taking cognizance of time served.
- The process for upgrading staff in the general staff category and the cost implications.
- AIARC Membership
- IRS job grading and classification system.
- The IITA gender strategy implementation in the workplace. The implementation plan for gender in research will be developed by the DDG (R4D) and PC Chair and presented to the Board.
- Staff statistics and the allocation of staff to CRPs and recruitment and attrition rates over a 6 month period.

12th May, 2013
Key Performance Indicators

Responding to the Strategic Results Framework that was circulated to the Board as background material and the DG's remarks on the increased emphasis placed on performance, a number of Board members expressed concern that under the current set up, scientists are distracted from the research, having to focus on paperwork and administration, detracting them from meeting the actual targets identified in the strategic plan. Others were of the opinion that IITA should be able to devise a system by which they can fulfill the demands of the system with the least amount of bureaucracy, giving the scientists freedom to do the science and leave the reporting and administrative responsibilities to the research managers. The DDG R4D reported that each CRP lead institute is expected to define Intermediate Development Outcomes by early June to be discussed with donors and stakeholders, their comments incorporated and the final draft of the IDOs prepared by September. The DDG R4D will be in a position to present these IDOs to the Board at the November 2013 meeting as well as the institute-wide Key Performance Indicators (KPI's) where the goals are largely the same.

The DG sought to allay the concerns of the Board. The last two years had been devoted to aligning IITA's goals with those of the CGIAR. Protecting the scientists and ensuring that the science is done is a question of internal organization. Reporting will be done at the level of the DDGs and the DG with the assistance of the monitoring and evaluation specialist. The main concern is to ensure the right science is done to achieve the agreed indicators.

Governance Committee Highlights

The Board approved the report which covered the following items.

- Actions that might be implemented by management to improve under-spending on special projects.
- The very positive evaluation of the Board Chair conducted after the November 2012 meeting.
- The proposal to the second term appointment of Tom Medlycott following an excellent evaluation conducted by the full Board.
- Implementation of annual evaluations for Board members and increase in the duration of Committee appointments.
- Additional criteria to be considered in defining the Board profile and gap analysis.
- Invitation to a potential candidate with governance and fundraising experience to apply for Board membership.
- Governance training for GC member, Trine Hvoslef-Eide later in the year.
- The results of the baseline survey and Board self-evaluation identifying the areas the GC should focus on in 2013.
- Agreement to implement the recommendations of the Consortium Board's phase 1 governance review.
- Succession plans for the DG and DDGs
- Approval of the Board of Trustees Manual to be postponed for six weeks to adhere to the guidelines for revising the bylaws and additional revisions proposed by Board members. Approval will be sought electronically on a 'no objection' basis.

Program Committee Highlights

- The PC is pleased to see that IITA is coming to grips with the complexities of the reform and looks forward to the new science coming from IITA. It noted the (1) plans for the next round of CRP'S; (2) IITA's matrix organization with hub directors and the CRP coordinators, (3) the disciplinary mix and the disciplinary areas that need strengthening such as nutrition and health, biometrics, bioinformatics, combined with GIS; (4) the strategic distribution of resources to ensure that high priority items are adequately supported and (5) the research for development breakthroughs in IITA's key competencies of crop improvement, plant protection, natural resources management and social sciences.
- The PC noted the update on implementation of the SARD-SC Project. It is pleased to see that the Africa RISING project is completely aligned with the Humid Tropics CRP. It noted the challenges related to partnerships and looks forward to seeing the new science from both the biological and social sciences including their linkages, as well as the project outcomes that are measurable and lead to impact.
- As a general comment on the hub reports, the PC was pleased to see the emphasis placed on planned peer-reviewed publications in Thomson journals and finds the balance between Thomson and non-Thompson journals to be reasonable and looks forward to the final 2013 output. With reference to the specific hub reports, comments are as follows:
 - Central Africa:** The report includes interesting science and the PC is keen to hear the hypothesis for non-responsive soils and to see the non-responsive soils paper under preparation. It is also interested in hearing more about the work involved in conserving the forest with intensification of agriculture. It notes the critical positions in soil microbiology, agriculture x REDD expertise and a senior position to advance the soil platform as well as the need for investment in functional soil microbiology.
 - Southern Africa:** The PC was pleased to see the increase in publications and appreciated the information on baseline data to measure impact on nutrition status of the populations. It noted that the main driver in the region is diversification with cassava and legumes and the new partnership with EMBRAPA. The PC would like to hear more about the specific area of research related to soybean and the work on high beta-carotene cassava and the acceptance of GM by smallholder farmers.
 - West Africa:** The PC is pleased to see the number of initiatives and activities undertaken with respect to cocoa. It sees a number of opportunities related to the work on yams and urges IITA to identify its areas of focus. The PC would like to have more information about (1) the nutritional aspects of yam as a driver and (2) the biological control work on papaya.
 - East Africa:** The PC is pleased to see the buildup and strengthening of the competencies in banana breeding with the recruitment of a senior banana breeder and postdoc, positioning IITA to attract donor interest in this important area. The PC considers it important to have a strategy for further development of internationally recruited staff.
- The PC supported the Business Incubation Platform initiatives outlined by the DG. Its main concerns are related to the access by smallholder farmers to the outputs, and the scientific bases for some of the products. The PC would like to ensure that the products are soundly based in science and evidenced in peer reviewed journals. In its view, BIP can be a valuable initiative for IITA.

The Board endorsed the report.

Other Business

Board members shared their views on the discussions over the last four days. Members were very encouraged by the spirit of openness and transparency that characterized the discussions which they attributed in large part to the culture of the institute under the DG's leadership. They appreciated the opportunity to discuss the science and the sharing of views openly and candidly by the Board as well as the DG and the staff.

The Board also had a brief discussion about collaborating with BRICs countries—in particular China and Brazil and the DG indicated that these discussions were ongoing.

As the final item on the agenda, they discussed and endorsed the DG's workplan with some additional clarifications/suggestions.

Meeting Dates

2013: November 25 to 29 in conjunction with R4D week in Ibadan

2014: May 6 to 9, venue to be decided.

November 24 to 28, Ibadan

Closing Remarks

The Director General thanked the Board for their feedback and advice. He shared his vision for the future and urged the Board to go the extra mile with him and the African leadership in making real change to livelihoods in Africa. In order to do so, IITA needs to attract additional funds and the Board's assistance in this area is critical, as ambassadors and as advocates paving the way to attract support for IITA.