



INTERNATIONAL UNION FOR CONSERVATION OF NATURE

91st Meeting of the Bureau of the IUCN Council Held by conference call on 11 March 2021 from 10.30 AM to 1.30 PM UTC

Summary

(Prepared by the Secretary to Council and reviewed by Bureau members)

Present: see Annex A attached hereafter

Agenda Item 1. President's opening remarks and approval of the agenda

The Bureau approved the draft agenda (Bureau document B91/1 - version 10 March 2021) with the addition of a new item 3, proposed by the IUCN President, Zhang Xinsheng, about Covid vaccinations and the impact on the IUCN Congress.

BUREAU DECISION B91/1

The Bureau of the IUCN Council,
Adopts the agenda of its 91st meeting as revised. (Annex 1)

Agenda Item 2: Appointment of an Election Officer and Deputy Election Officer

The Chair of the World Commission on Environmental Law (WCEL), Antonio Benjamin introduced the candidates presented by the steering committee of WCEL at the request of the IUCN Council for the purpose of the Bureau nominating to Council for appointment one candidate for Election Officer and one for Deputy Election Officer (Bureau document B91/2/2): Dr (Ms) Sheila Abed, Dr (Mr) Rahmat Mohamad, Dr (Ms) Nilufer Oral, and Dr (Mr) Emmanuel Ugirashebuja. Considering all these candidates equally qualified for both positions, WCEL did not recommend any of them for a particular position. The Chair of WCEL suggested that, next time, the ToR be modified to include at least some connection with/knowledge of IUCN as a requirement.

The Bureau decided to nominate Dr Nilufer Oral for appointment by Council as Election Officer and Dr Rahmat Mohamad as Deputy Election Officer.

BUREAU DECISION B91/2

The Bureau of the IUCN Council,
Decides to nominate to Council for appointment as:

1. Election Officer: Dr Nilufer Oral
2. Deputy Election Officer: Dr Rahmat Mohamad

Agenda Item 3: Covid vaccinations and impact on the IUCN World Conservation Congress

Director General, Bruno Oberle, sought the Bureau's advice about a possibility he had identified to support delegates from IUCN Members to be vaccinated before traveling to Marseille for Congress, which would increase the safety of delegates and reduce the risk for the Host Country. Vaccines could be obtained at relatively low cost or even free of charge. The logistics of vaccine distribution is more complex but solvable as more vaccines become available that are transportable at fridge temperature. He identified a reputational risk of IUCN trying to obtain privileges for its Member delegates, albeit probably a low risk as IUCN wishes to facilitate participation of its Members in a democratic decision process. The biggest risk is the legal issue because, vaccination being a medical act, IUCN will need to comply with each country's vaccination program. This idea could be further developed if the Host Country would lend its support in terms of political and diplomatic backing, and its distribution channel. The DG had requested a meeting about it with the State Secretary for Environment of France.

Bureau members thanked the DG for taking the initiative and for bringing it to the Bureau. Diverse views were expressed regarding the level of reputational risk. IUCN will need to respect national law and assess the impact of its initiative on issues of equity and equal access to vaccines in a

national/local context. They encouraged the Secretariat to continue the due diligence process on this initiative. Specific suggestions made included:

- 1) Making an estimate of the number of delegates attending Congress based on a percentage of the population which is expected to be vaccinated in each country by September;
- 2) The assessment of Members accessing vaccine may become a useful criteria for Council's decision on the format of the Congress;
- 3) Draw on IUCN's State Members with capacity at the regional level which might be able to assist with distribution of vaccines.

Summarizing the discussion, the President said the Bureau had welcomed the DG's initiative and encouraged the DG to further explore it taking into account Bureau members' concerns about reputational and legal risks and the support which the Host Country might provide with regard to the logistical aspects.

Agenda Item 4: Actions required from the Bureau in the context of implementing the Council's Response to the External Review of IUCN's Governance

4.1 DG Succession Plan

The Chair of the Governance and Constituency Committee (GCC) recalled that Council had approved the recommendation of the External Review of IUCN's Governance that a *"Proactive and transparent process for DG succession and renewal process be undertaken as a regular activity of the Bureau. Succession planning for critical leadership positions and identification of qualified pool on both an emergency basis and over the longer term, also by the Bureau."* The Council's Response to recommendation 6.3.4.a. was to *"Establish a succession plan for the DG and establish a succession planning committee (or other mechanism) to ensure the plan is always up to date."* In that regard, the GCC wished to learn from the Bureau whether the Succession Planning Committee (SPC) established by Council decision C96/3 (March 2019) was still operational and the establishment of a succession plan for the DG was part of its ToR. If not, which other mechanism would the Bureau recommend to Council to prepare and approve the succession plan?

Having consulted the ToR of the SPC, the Bureau concluded that the SPC be requested to undertake this work instead of setting up a new mechanism. The Bureau requested the DG, with the assistance of the Chief Human Resources Officer, to develop a checklist for the succession of the DG and senior leadership positions in the Secretariat, and bring it to the SPC for endorsement. The Finance and Audit Committee (FAC) will be kept informed.

BUREAU DECISION B91/3

The Bureau of the IUCN Council,
Decides to request the Director General to propose a checklist / succession plan for the Director General and senior leadership positions of the Secretariat and asks the Succession Planning Committee to examine this proposal and make a recommendation to the Bureau. The Bureau will submit a final proposal to Council for approval.

4.2 Planning and Reporting Framework

The Chair of the Governance and Constituency Committee (GCC) asked the Bureau whether the current Planning and Reporting Framework approved by Council in 2016 is still sufficient as the mechanism by which Council holds the Secretariat accountable. She proposed to add a report on membership/constituency which is a key strategic aspect of IUCN's work.

The Director General considered the list of reports sufficient, albeit impressive and rich, to oversee the activity of the Secretariat. He asked the Bureau to bear in mind, when adding reports, that the production of documents had a cost in terms of staff time. However, the Framework did not specify anything about the format and quality of reports which tend to be lengthy and heavy to produce, and to move Council's attention away from the strategic issues. The DG had started to upgrade the Secretariat's annual planning and reporting cycle. In that regard, he aimed to develop new formats for more agile, shorter and strategic documents. The DG therefore suggested that the Bureau reviews the Framework following feedback it will receive from the Secretariat in the beginning of the 2nd half of this year. If review of the Framework is more urgent, he suggested to revisit it in 2-3 years' time.

During the discussion, the following points were made:

- Support for the inclusion of a report on membership/constituency.
- Some of the reflections of the DG, such as the Secretariat's continuous engagement in adapting planning and reporting tools, could be reflected in the introduction of the Planning and Reporting Framework.
- Support for the DG's views to make the reporting tools more user friendly and strategic.

In the interest of time, the President concluded the discussion by saying that he would consult with the Vice-Presidents and decide who would work with the DG on behalf of the Bureau in the months of July/August 2021 with the view to adapting the Planning and Reporting Framework in light of the comments made by the Bureau, and submitting the revised Framework to the Bureau for approval in time to hand it over to the next Council.

BUREAU DECISION B91/4

The Bureau of the IUCN Council, Decides to request the President, in consultation with the Vice-Presidents, to decide who will work with the Director General on behalf of the Bureau in the months of July/August 2021 with a view to adapting the Planning and Reporting Framework and submitting it to the Bureau for approval in time to hand it over to the next Council.

Agenda Item 5: Briefing on the financial strategy

Due to time constraints this item was deferred to the next Bureau meeting. The Treasurer requested that this topic be high on the agenda and sufficient time is allocated at the next Bureau meeting.

Agenda Item 6: Members facing difficult financial situations and unable to pay their full dues as a result of the pandemic

The President acknowledged several communications from IUCN Members from across the world requesting either to waive the obligation to pay their dues or to reduce them, as well as a message from the Chair of the Joint GCC/FAC Task Force on membership dues on this issue, and asked the Bureau for advice on how IUCN should respond.

Acknowledging that the issue of dues has become a global problem in the context of funding constraints experienced as a result of CoVID, Bureau members discussed the suggestion to ask the Secretariat to prepare a mechanism to assess whether / which individual Members, incl. State Members, are (un)able to pay their dues, enabling the Bureau or Council to decide whether to waive the dues or authorize late payment. They also discussed the idea of a solidarity fund whose capital should preferably come from additional new income. These and other ideas have already been discussed by the Joint TF albeit it in a different context prior to the pandemic. It was also argued that Members who had not paid the 2019-20 dues should be enabled to exercise their rights at Congress, while ensuring that at some point they will effectively pay their dues to IUCN. The Secretariat emphasized that it had no authority to reduce or waive the dues approved by the membership, adding that as part of the 2022-24 dues approved by e-vote of IUCN Members in February 2021, the amount of the lower dues category had already been reduced.

Due to time constraints, the President suggested to convene soon another meeting of the Bureau to continue the discussion of this topic, as well as agenda items 5, 7.1 and 7.2.

Agenda Item 7: Any other business announced in advance of the meeting

7.1 Request for information on the status of **implementation of the Resolutions and Recommendations** adopted by electronic vote of IUCN Members on 21 October 2020 as part of the motions process of the forthcoming IUCN World Conservation Congress.

Due to time constraints this item was deferred to the next Bureau meeting.

7.2 Request for information on the preparation of Council decisions regarding the **format of the forthcoming IUCN World Conservation Congress.**

Due to time constraints this item was deferred to the next Bureau meeting.

7.3 The Chair of the Programme and Policy Committee (PPC) informed the Bureau of PPC's work, based on Council decision C102/8, to develop the **draft Addendum to the IUCN Programme 2021-24 on the impact of the pandemic on the implementation of the Programme**. The PPC, with the support of the Secretariat, is developing a draft for the purpose consulting the IUCN Members online from the end of March through the beginning of May. After the consultation in May, the PPC will finalize the draft taking into account comments from IUCN Members. The final draft needs to be made available to IUCN Members as an official Congress document by 3 June 2021. As the timeline for developing the consultation draft is very short, the Chair of PPC requested the Bureau to agree that PPC approves the draft Addendum for the purpose of consulting the IUCN Members. After expressing appreciation for the PPC's work on the Addendum, the President proposed to the Bureau, which agreed, to give the mandate to the PPC.

BUREAU DECISION B91/5

The Bureau of the IUCN Council,
On the recommendation of the Chair of the Programme and Policy Committee (PPC),
Decides to mandate the PPC to approve the draft Addendum to the IUCN Programme 2021-24 on the impact of the pandemic on Programme implementation, for the purpose of consulting the IUCN Members.

91st Meeting of the Bureau of the IUCN Council, 11 March 2021

List of attendees

PRESIDENT

- Zhang Xinsheng

VICE-PRESIDENTS

- John Robinson
- Ana Tiraa

TREASURER

- Nihal Welikala

REPRESENTATIVE OF THE COMMISSION CHAIRS

- Antonio Benjamin, Chair of the World Commission on Environmental Law (Items 1 to 3)

REGIONAL COUNCILLORS

- Mamadou Diallo
- Jenny Gruenberger

CHAIRS OF THE STANDING COMMITTEES OF THE IUCN COUNCIL

- Jennifer Mohamed-Katerere, Governance and Constituency Committee (GCC)
- Ayman Rabi, Finance and Audit Committee (FAC)
- Jan Olov Westerberg, Programme and Policy Committee (PPC)

DIRECTOR GENERAL

- Bruno Oberle (Items 1 to 5)

OTHER:

Sandrine Friedli Cela, IUCN Legal Adviser

Enrique Lahmann, Global Director Union Development Group, 2020 Congress Director

Stewart Maginnis, Global Director Nature-based Solutions Group (Agenda Item 7.3)

Mike Davis, Chief Financial Officer (Agenda Items 5 and 6)

Louise Imbsen, Governance Assistant

Luc De Wever, Senior Governance Manager, Secretary to Council



91st Meeting of the Bureau of the IUCN Council

By conference call on Thursday 11 March 2021

Agenda

(Approved by the Bureau at its 91st Meeting, decision B91/1)

Agenda Item 1: The President's opening remarks and approval of the Agenda

Agenda Item 2: Appointment of an Election Officer

On 11 February 2021, the IUCN Council approved the revised version of the Terms of Reference (ToR) of the Election Officer by including ToR of a Deputy Election Officer. Council invited the Steering Committee of the IUCN World Commission on Environmental Law (WCEL) to nominate to the Bureau, within two weeks from Council's approval of the ToR, four candidates for the purpose of the Bureau selecting one candidate for each position and recommending them to Council for appointment. The Bureau is invited to consider the candidates nominated by WCEL on 8 March 2021.

Agenda Item 3: Covid vaccinations and impact on the IUCN World Conservation Congress

Agenda Item 4: Actions required from the Bureau in the context of implementing the Council's Response to the External Review of IUCN's Governance

The action plan to implement selected topics from Council's Response to the External Review of IUCN's Governance, approved by GCC on 2 September 2020, requests the Bureau to provide directions on two points:

- 1. Does the Succession Planning Committee (SPC, see its ToR approved by C96/3, March 2019) still exist and, if so, will it prepare a succession plan for the DG in accordance with its ToR or, if not, does the Bureau recommend to Council to approve another mechanism to prepare and approve a succession plan for the DG?*
- 2. Is the current Planning and Reporting framework, provided as Annex 2 to the Council Handbook (pp. 35-37) sufficient as the mechanism by which Council can hold the Secretariat to account, whether the formats are good, what could be improved, etc. and what, if anything, is required in terms of professionalizing oversight functions?*

Agenda Item 5: Briefing on the financial strategy

The Treasurer will present an update on the financial strategy.

Agenda Item 6: Members facing difficult financial situations and unable to pay their full dues as a result of the pandemic

Letters received from the Chair of the National Committee of Mexico and from the State Member of Vanuatu, comments made by IUCN Members during the online discussion of the Financial Plan 2021-24 and the Membership Dues, requesting either to waive the obligation to pay their dues or to reduce them, and notes from an informal meeting of the Chairs of the Regional Committees of South America and Meso America with the Secretariat on 2 February 2021 during which the issue of membership dues was raised.

Agenda Item 7: Any other business announced in advance of the meeting

- 7.1 Request for information on the status of implementation of the Resolutions and Recommendations adopted by electronic vote of IUCN Members on 21 October 2020 as part of the motions process of the forthcoming IUCN World Conservation Congress. See in this regard the note from the Global Policy Unit.*
- 7.2 Request for information on the preparation of Council decisions regarding the format of the forthcoming IUCN World Conservation Congress.*
- 7.3 Update on the development of the addendum to the IUCN Programme on *The impacts and implications of COVID-19 pandemic and Human Health on the IUCN Programme 2021-2024.**



91st Meeting of the Bureau of the IUCN Council

By conference call on Thursday 11 March 2021 from 10.30 AM to 12.50 PM UTC

Draft Agenda

(All documents can be found in the [91st Bureau folder in the Union Portal](#))

5'	Agenda Item 1: The President's opening remarks and approval of the Agenda
30'	<p>Agenda Item 2: Appointment of an Election Officer</p> <p><i>On 11 February 2021, the IUCN Council approved the revised version of the Terms of Reference (ToR) of the Election Officer by including ToR of a Deputy Election Officer. Council invited the Steering Committee of the IUCN World Commission on Environmental Law (WCEL) to nominate to the Bureau, within two weeks from Council's approval of the ToR, four candidates for the purpose of the Bureau selecting one candidate for each position and recommending them to Council for appointment. The Bureau is invited to consider the candidates nominated by WCEL on 8 March 2021. In compliance with IUCN's Data Protection Policy, their CVs have been posted in the Union Portal in a folder only accessible to Council members: https://portals.iucn.org/union/node/27321 .</i></p>
20'	<p>Agenda Item 3: Actions required from the Bureau in the context of implementing the Council's Response to the External Review of IUCN's Governance</p> <p><i>The action plan to implement selected topics from Council's Response to the External Review of IUCN's Governance, approved by GCC on 2 September 2020, requests the Bureau to provide directions on two points:</i></p> <ol style="list-style-type: none"> <i>1. Does the Succession Planning Committee (SPC, see its ToR approved by C96/3, March 2019) still exist and, if so, will it prepare a succession plan for the DG in accordance with its ToR or, if not, does the Bureau recommend to Council to approve another mechanism to prepare and approve a succession plan for the DG?</i> <i>2. Is the current Planning and Reporting framework, provided as Annex 2 to the Council Handbook (pp. 35-37) sufficient as the mechanism by which Council can hold the Secretariat to account, whether the formats are good, what could be improved, etc. and what, if anything, is required in terms of professionalizing oversight functions?</i>
20'	
20'	<p>Agenda Item 4: Briefing on the financial strategy</p> <p><i>The Treasurer will present an update on the financial strategy.</i></p>
20'	<p>Agenda Item 5: Members facing difficult financial situations and unable to pay their full dues as a result of the pandemic</p> <p><i>Letters received from the Chair of the National Committee of Mexico and from the State Member of Vanuatu, comments made by IUCN Members during the online discussion of the Financial Plan 2021-24 and the Membership Dues, requesting either to waive the obligation to pay their dues or to reduce them, and notes from an informal meeting of the Chairs of the Regional Committees of South America and Meso America with the Secretariat on 2 February 2021 during which the issue of membership dues was raised.</i></p>
5'	<p>Agenda Item 6: Any other business announced in advance of the meeting</p> <p>6.1 Request for information on the status of implementation of the Resolutions and Recommendations adopted by electronic vote of IUCN Members on 21 October 2020 as part of the motions process of the forthcoming IUCN World Conservation Congress. See in this regard the note from the Global Policy Unit.</p>
10'	

10'	6.3 Update on the development of the addendum to the IUCN Programme on <i>The impacts and implications of COVID-19 pandemic and Human Health on the IUCN Programme 2021-2024.</i>
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Council decision C/XIX – 11 February 2021

Approval of the decisions of the 90th Meeting of the Bureau of the IUCN Council, 14 January 2021

The IUCN Council,

On the recommendation of the Bureau of the IUCN Council,

Approves the following decisions of the 90th meeting of the Bureau held on 14 January 2021:

DECISION B90/1

The Bureau of the IUCN Council,

Approves the agenda for its 90th Meeting (**Annex 1**).

DECISION B90/2

The Bureau of the IUCN Council,

Noting that Prof. Denise Antolini, Election Officer, wrote to the IUCN President on 6 December 2020 to resign from her position as Election Officer,

Commends and thanks Prof. Antolini for the impeccable work and the accomplishments as the 2020 Congress Election Officer since her appointment by the IUCN Council in March 2019,

Recommends Council always to appoint a Deputy Election Officer ready to act in the place of the Election Officer whenever the latter is unable to act as Election Officer,

Amends the Terms of Reference (ToR) of the Election Officer (approved by the Bureau (B/75/1) and endorsed by the IUCN Council (C/95/2) in October 2018) by adding ToR of a Deputy Election Officer, as well as additional criteria and a process for the appointment for both positions, and recommends the Council to approve them, (**Annex 2**)

Invites the Steering Committee of the IUCN World Commission on Environmental Law (WCEL) to nominate four candidates to the Bureau within two weeks from the Council's approval of the ToR as amended, for the purpose of the Bureau selecting one candidate for each position and recommending them to Council for appointment.

DECISION B90/3

The Bureau of the IUCN Council,

On the recommendation of the Chair of the World Commission on Environmental Law (WCEL),

Appoints the following individuals as:

1. Deputy Commission Chair of WCEL: Nicholas Bryner
2. Members of the Steering Committee of WCEL:
 - Denise Antolini,
 - Christina Pak, and
 - Christina Voigt.



ELECTION OFFICER AND DEPUTY ELECTION OFFICER OF THE 2020 WORLD CONSERVATION CONGRESS

TERMS OF REFERENCE

Approved by the Bureau (B/75/1), endorsed by the IUCN Council (C/95/2) in October 2018 and revised by the IUCN Council (C/XIX) in February 2021 on the recommendation of the Bureau (B90/2)

Election Officer

1. The Election Officer is appointed by the IUCN Council to supervise the elections at the World Congress and the counting of the votes in accordance with Rule 74 of the Rules of Procedure of the World Conservation Congress.

Terms of Reference of the Election Officer

2. The Terms of Reference of the Election Officer shall be as follows:

In advance of the World Conservation Congress:

- a) review the procedures for balloting and vote counting at the Members' Assembly and recommend improvements to the Secretariat on the basis of experience. If an electronic voting system is available for elections, adjust the procedures as required and verify the accuracy of the system prior to Members' Assembly;
- b) receive from the Secretariat, the completed dossiers for all election candidates, approve for publication in the Union Portal the nominations for election as Regional Councillors that meet the requirements established in the Statutes and the Regulations, transmit to Council's Nominations Committee the nominations for President, Treasurer and Commission Chair that meet the requirements, and adjudicate on any issues which may arise during the nomination process;
- c) advise Council in advance of the closing of the nominations period if the nominations received are unlikely to fill the positions available for any of the statutory regions, or to meet the criteria established by Council, and necessitate an extension of the deadline;
- d) following the closing date for nominations, prepare the Report of the Election Officer to the World Conservation Congress including the names of candidates for Regional Councillors and their biographical information, listed in alphabetical order from a point in the alphabet chosen at random, with an indication of the number of nominations received per candidate as per Regulation 40;

At the Congress:

- e) Explain the voting procedures during a plenary session, as required;
- f) Report to the Congress Steering Committee on all matters related to elections;
- g) Participate ex-officio in the meetings of the Credentials Committee;
- h) Supervise the handing out of ballot forms at the Members' Assembly based on the report of the Credentials Committee. If elections are held electronically, verify the accuracy of the election process taking into account the report of the Credentials Committee;
- i) Report immediately to the Congress Steering Committee any activities that he/she might detect regarding elections and voting that might be contradictory to the Statutes, Rules or Regulations;
- j) Oversee the arrangements for presenting candidates to the Members' Assembly and meet with candidates

ahead of the elections to explain the procedures;

- k) Coordinate and be accountable to the Members' Assembly for the counting of votes, and oversee a team of vote counters from the Secretariat (if voting is done electronically verify the accuracy of the electronic system), and ensure that election results are not known in advance by anyone other than him/herself;
- l) Announce the election results and prepare the report of the Election Officer;
- m) Responsible for supervising the electronic voting on motions in the Members' Assembly which includes verifying the accuracy of the electronic voting system (Regulation 40bis) and that, in case of a secret ballot, the system can guarantee the anonymity of all votes (RoP 70);
- n) Make recommendations to the next Council for improving the role and functioning of the Election Officer based on her/his own evaluation taking into account Council's guidance for self-evaluation.

Deputy Election Officer

3. The Deputy Election Officer is appointed by the IUCN Council to act in the place of the Election Officer whenever the latter is unable to act as Election Officer, in case of a conflict of interest, or if the Election Officer has the same nationality as any of the presidential candidates, and to provide support to the Election officer to ensure the integrity of the elections.

4. When acting in the place of the Election Officer, the Deputy Election Officer will have the same obligations and responsibilities of the Election Officer specified in the Terms of Reference of the Election Officer and will be accountable to the Congress or, prior to the session of the Congress, to the IUCN Council.

5. The Deputy Election Officer shall have full access to all information and documents pertaining to the election, be copied on all correspondence, and be invited to attend all meetings that the Election Officer is part of, so that such officer is able to start working immediately as Election Officer, in the event that the Election Officer is unable to act.

Provisions applicable to the positions of both the Election Officer and Deputy Election Officer

6. S/he should have a legal background, experience with governance, ability to maintain independence and, preferably, knowledge of International Organizations with a global membership, in particular their election and other relevant procedures.

7. S/he must not be a member of the Secretariat nor a candidate for election as per Regulation 28 (b). S/he must neither have any family ties nor working relationships with any of the nominated candidates and should disclose any potential conflict of interest in that regard once s/he has received the nominations. In the event that s/he has the same nationality as any of the presidential candidates, s/he shall recuse himself/herself from the presidential election process.

Process for the appointment of the Election Officer and Deputy Election Officer

8. The Steering Committee of the IUCN World Commission on Environmental Law (WCEL) will nominate to the Bureau of the IUCN Council four (4) candidates for the purpose of the Bureau nominating one of them to the IUCN Council as candidate Election Officer and another one as candidate Deputy Election Officer. Members of the IUCN Council may make suggestions of candidates for Election Officer and Deputy Election Officer to the Chair of WCEL in order to be taken into consideration by WCEL's steering committee. Members of WCEL's steering committee who are close relatives of, or have any working relationships (employer/employee) or engage in any business transaction with any of the proposed candidates, shall recuse themselves from the steering committee's decision.

9. When appointing the Election Officer and the Deputy Election Officer, the IUCN Council shall seek to reflect gender, geographical and other diversity of IUCN. The incumbents shall have neither the same nationality nor that of any already known presidential candidate.

From: [IUCN WCEL](#)
To: [DE WEVER Luc](#)
Cc: [BENJAMIN Antonio \(private\)](#)
Subject: Candidates for IUCN Election Officer/Deputy Election Officer
Date: 08 March 2021 22:48:25
Attachments: [CV_SHEILA ABED.pdf](#)
[CV_RAHMAT MOHAMAD.pdf](#)
[CV_NILUFER ORAL 2021.pdf](#)
[CV_EMMANUEL UGIRASHEBUJA.pdf](#)

Dear Luc,

Pursuant to the process outlined in the Terms of Reference (TOR) for the Election Officer and Deputy Election Officer for the 2020 World Conservation Congress, the Steering Committee of the IUCN World Commission on Environmental Law (WCEL) nominates to the Bureau of the IUCN Council the following four candidates (in alphabetical order):

- Ms. Sheila Abed
- Dr. Rahmat Mohamad
- Dr. Nilufer Oral
- Dr. Emmanuel Ugirashebuja

Attached please find the CVs for the four proposed candidates.

Please let us know if we can provide additional information about any of the four candidates.

With kind regards,

Antonio Benjamin
Chair, IUCN World Commission on Environmental Law

Emily Gaskin
Executive Officer

World Commission on Environmental Law

IUCN (International Union for Conservation of Nature)

<https://www.iucn.org/commissions/world-commission-environmental-law>

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Action Plan for the implementation of the Council Response to the External Review of IUCN Governance - Selected topics agreed by GCC in February 2020 that could be substantially developed or completed ahead of the 2020 Congress [[GCC Report to C98](#) pp. 14-16]

Approved by GCC28 on 25 June 2020 – updated by GCC30 on 2 September 2020 (update 10 February 2021 by the Secretary to Council)

Colour code: **COMPLETED** **IN PROGRESS**

Recommendation of the External Review Report	Council's Response approved on 8 January 2020	Proposed way forward & actions (Action Plan GCC)	Who is involved /leads?	By when?
<p>6.1.2.c Draft clear job descriptions of role of IUCN Councillor, aligned with the strategic and oversight goals of the Council, and the roles & responsibilities, including performance indicators and independent evaluation, conducted externally. [Management Response p.5]</p>	<ul style="list-style-type: none"> Recommendation <u>partly accepted</u> as the evaluation mechanism should be independent but not necessarily carried out by an external party. For the evaluation aspect, cf. 6.1.3.a In addition to the qualifications/requirements for elected positions already approved, the <u>commitments and objectives of Council members in standing committees</u> should be better defined. This can be done by each standing committee as part of their “lessons learnt”, and approved by Council for <u>inclusion in the Council Handbook</u>. <p><i>Note: Instead of “job description”, the Council prefers “commitments and objectives” which is more appropriate for membership of the IUCN Council which are all voluntary positions</i></p>	<p>Actions:</p> <ol style="list-style-type: none"> GCC Chair to request each Standing Committee Chair to name one person to form a “GCC Task Force on Councillor performance” (hereafter “TF1”). TF1 to decide whether or not to address this task in conjunction with 6.1.3 (not prioritised) and 6.7.3.a, which call for an evaluation mechanism for Councillors and performance standards for Standing Committee members, respectively. TF1 to develop, with support from the Secretariat: <ol style="list-style-type: none"> commitments and objectives that are specific to the Standing Committees and can be added to existing Councillor profiles and Standing Committee TORs; performance standards for Council members taking into account aspects of 6.1.3 (evaluation mechanism) and 6.7.3.a (performance standards specific to Standing Committees); and the necessary modifications to the Council Handbook. Secretariat to provide guidance on setting performance indicators, on doing self-evaluations, and on how to review or give feedback on self-evaluations. Progress report TF1 to GCC Revised Council Handbook to be approved 	<ol style="list-style-type: none"> GCC Chair TF1 with GCC Chair TF1, with support from Secretary to Council and Chief Human Resources Officer (CHRO) a.i. Chief Human Resources Officer (CHRO) (a.i.) TF1 Council (104th meeting) 	<ol style="list-style-type: none"> 4 Sep 23 Sep 26 Oct 9 Sep June 2021
<p>6.3.3.a Establish clear metrics upon which DG will be evaluated. Conduct the evaluation professionally and anonymously, via an evaluations committee. [Management Response p.9]</p>	<ul style="list-style-type: none"> Recommendation <u>partly accepted</u> as only the part of the evaluation concerning the 360° feedback should be anonymous. <u>Institutionalise and professionalise the process</u> following the core 	<p>Actions:</p> <ol style="list-style-type: none"> Secretariat to advise on how best to set SMART metrics for DG’s evaluation, and on how 360° evaluations are done. Council Handbook to be updated to integrate “people management” as a new (sixth) performance area. 	<ol style="list-style-type: none"> CHRO (a.i.) Secretary to Council 	<ol style="list-style-type: none"> 9 Sep 30 Sep

Action Plan for the implementation of the Council Response to the External Review of IUCN Governance - Selected topics agreed by GCC in February 2020 that could be substantially developed or completed ahead of the 2020 Congress [GCC Report to C98 pp. 14-16]

	<p>areas of performance identified in §62 of the Council Handbook and determining SMART indicators at the time Council approves the objectives for the DG.</p> <ul style="list-style-type: none"> • Add <u>HR Management</u> as 6th area of performance in §62 of the Council Handbook. Council may add other core areas of performance as required. • The <u>360° feedback</u> should be carried out by an independent third party selected. Adequate precautions are taken to avoid conflict of interest in the selection of the third party. 	<p>3. Develop DG Key Performance Indicators following the core areas of performance, and define the process for designating the independent third party that carries out the 360° feedback. IMPORTANT that:</p> <p>A. performance indicators should be based on the DG's objectives which themselves should be based on the IUCN Programme and other substantive commitments, such as strategic priorities. The process of developing performance indicators should therefore be congruent with that of preparing objectives.</p> <p>B. the appropriate body is identified to prepare performance indicators. Options discussed by GCC on 25 June:</p> <ol style="list-style-type: none"> FAC with the support of a WG open to interested Council members, including VP Ali Kaka; Same WG including the President and the Vice-Presidents; The evaluation committee of the DG [President and Vice-Presidents, Reg 48(c)(v)]. <p>4. Bureau reviews the proposals from <i>[the body referred to in point 3.]</i> before making a recommendation to Council for approval.</p> <p>5. DG Key Performance Indicators to be approved by Council together with the objectives of the DG (<i>important to have ready for incoming DG</i>).</p> <p>6. Process for designating the independent third party to carry out the 360° feedback to be endorsed by Council for inclusion in the Council Handbook.</p>	<p>3. Appropriate body, yet to be determined, with the support of the CHRO a.i.</p> <p>4. Bureau</p> <p>5. Council 104th meeting</p> <p>6. Council 104th meeting</p>	<p>?</p> <p>?</p> <p>June 2021</p> <p>June 2021</p>
<p>6.3.4.a. Proactive and transparent process for DG succession and renewal process to be undertaken as a regular activity of the Bureau. <u>Succession planning for critical leadership positions</u> and identification of qualified</p>	<ul style="list-style-type: none"> • Recommendation <u>accepted</u>. • Establish a <u>succession plan for the DG</u> and establish a succession planning committee (or other mechanism) to ensure the plan is always up to date. 	<p>Actions:</p> <p>1. Bureau to confirm whether Succession Planning Committee (SPC) will prepare a succession plan for the DG (based on its ToR approved by C96) or to recommend to Council for approval another mechanism to prepare a succession plan for the DG, to approve it and to keep it up-to-date.</p>	<p>1. Bureau</p> <p>2. <i>[To be determined]</i></p>	<p>30 Sep</p> <p>31 Oct</p>

Action Plan for the implementation of the Council Response to the External Review of IUCN Governance - Selected topics agreed by GCC in February 2020 that could be substantially developed or completed ahead of the 2020 Congress [GCC Report to C98 pp. 14-16]

<p>pool on both an emergency basis and over the longer term, also by the bureau. [Management Response p.10]</p>	<ul style="list-style-type: none"> FAC to ensure that the DG establish a <u>succession plan for key senior leadership</u> positions in the Secretariat. Clarify whether the <u>Succession Planning Committee</u> established by Council decision C96/3 (March 2019) has been dissolved following the establishment of the DG Search Committee (Bureau decision B77/2, July 2019) 	<ol style="list-style-type: none"> The body/mechanism referred to in 1. <u>prepares</u> the succession plan. The body/mechanism referred to in 1. <u>approves</u> the succession plan. Secretariat to prepare a succession plan for senior leadership of the Secretariat. FAC to be informed of the succession plan for key senior leadership in the Secretariat. 	<ol style="list-style-type: none"> [To be determined] CHRO a.i. Secretariat/FAC 	<p>June 2021</p> <p>30 Sep</p> <p>June 2021</p>
<p>6.5.1.b Modify reporting lines to strengthen <u>independence of oversight</u>: Head of Oversight to have a dual reporting to the head of the FAC and the DG. [Management Response p.13]</p>	<ul style="list-style-type: none"> Recommendation <u>accepted</u>. The Head of Oversight will have a <u>dual reporting line</u> to the DG and to the Chair of FAC on behalf of, and after consultation with the FAC. IUCN is committed to periodic review of how the governance changes are working in practice. <u>Include this in ToR</u> for Head of Oversight and of FAC. 	<p>Actions:</p> <ol style="list-style-type: none"> Secretariat to modify TORs for Head of Oversight and propose modification of TORs of FAC for consideration by FAC. Revised TORs to be adopted by FAC. <p><i>Note: during its 72nd meeting on 28 July 2020, FAC approved the modifications to its ToR listed under 6.1.3.d of the Management Response and concluded that the ToR of FAC already provided the dual/independent reporting line of the Head of Oversight and therefore required no change. The FAC recommended that the ToR as modified will be presented for approval to the next Council following the 2020 Congress.</i></p>	<ol style="list-style-type: none"> CFO FAC 	<p>31 July</p> <p>31 Aug</p>
<p>6.6.1.b Develop a more extensive continuing <u>education program for councillors</u> regarding the strategic process, including deepening understanding of the strategic role required of council members. These could be designed both as online and offline sessions (refer to Annex 6 for a proposed education program). [Management Response p.14]</p>	<ul style="list-style-type: none"> Recommendation <u>accepted</u>. Current Council to <u>develop education program</u> so that it may be executed by the next one. Study strengthening <u>capacity in FAC and Council</u> to accomplish the oversight and advisory roles regarding finance including e.g. making use of appointed Councillors. 	<p>Actions:</p> <ol style="list-style-type: none"> The TF on Councillor performance referred to under 6.1.2.c. extended with other Council members interested to join (TF1b), prepares the outline of a continuous education program for Council members to strengthen the strategic process and One Programme approach, consisting of multiple ways for interactive online platforms, continuous information sharing, etc. between Council, IUCN Members and Commissions, with specification of who will be responsible for which parts of the program. The WG should explore whether beside the Council's education program, the same online platform 	<ol style="list-style-type: none"> Invitation is extended to other Council members – GCC Chair TF1b, with the support of the Secretary to Council 	<p>4 Sept</p> <p>26 Oct</p>

Action Plan for the implementation of the Council Response to the External Review of IUCN Governance - Selected topics agreed by GCC in February 2020 that could be substantially developed or completed ahead of the 2020 Congress [GCC Report to C98 pp. 14-16]

		<p>could host also other governance education programs of other components of IUCN so that it may respond to governance education needs of all constituent parts of IUCN.</p> <p>2. As part of its work, the TF will provide guidance for the new Council's induction program incl. elements of 6.7.1.a. and 6.8.1 (with the actual materials to be developed by the Secretary to Council following the Congress).</p> <p>3. Council approves the outline of the education program for inclusion in the Council Handbook.</p> <p>4. Roll-out of the education program.</p>	<p>2. TF1b</p> <p>3. Council (104th meeting)</p> <p>4. New Council with the support of the Secretary to Council</p>	<p>26 Oct</p> <p>June 2021</p> <p>2021</p>
<p>6.6.2.a Based on outcome of strategic planning process, the Bureau should conduct a comprehensive analysis of the membership models possible, and how these respectively meet strategic requirements. [Management Response p.14]</p>	<ul style="list-style-type: none"> • Recommendation <u>accepted</u>. • Membership models should be considered as part of the <u>process</u> that focuses on strategic outlook (cf. 6.6.1.a), taking the next 20 years into consideration, leading to new strategy for Union and tied to its financial strategy. • Council to bring the strategic plan to <u>Congress</u> for support and mandate to the next Council to develop the strategic plan. • Based on the above, study which <u>membership models</u> are most appropriate for fulfilling strategic plan. 	<p>Note: Council deferred the development of a new strategy for IUCN to the next Council (Management Response, 6.6.1.a.). The GCC decides that the analysis of membership models should follow-on from the strategy. The GCC therefore proposes to begin the strategic assessment for discussion at Congress, with the feedback of Congress informing the development of the strategy, incl. the appropriate membership model(s), by the next Council.</p> <p>Actions:</p> <p>1. Task Force consisting of Jennifer Mohamed Katerere, Tamar Pataridze and Jenny Gruenberger with support from the Secretariat (Sarah Over) (TF2) to prepare TOR for the strategy process, and explore whether it is practical to start this process before the end of the term, and possibly some key questions for discussion with IUCN Members at Congress of where to take IUCN in the next 20 years.</p> <p>2. As part of action point 1., the Secretariat clarifies whether it can redirect resources already committed for 6.6.2.a. in order to support the revised process.</p> <p>3. Subject to the results of action points 1. and 2., the Bureau approves the addition of aspects of</p>	<p>1. TF2</p> <p>2. Secretariat</p> <p>3. GCC/Bureau</p>	<p>16 Oct</p> <p>9 Sep</p> <p>31 Oct</p>

Action Plan for the implementation of the Council Response to the External Review of IUCN Governance - Selected topics agreed by GCC in February 2020 that could be substantially developed or completed ahead of the 2020 Congress [[GCC Report to C98](#) pp. 14-16]

		<p>6.6.1.a. to the actions from the Management Response prioritized for implementation before Congress.</p> <ol style="list-style-type: none"> 4. Task Force on the strategic outlook, referred to in 1, with any additional members as agreed on 2 September, to prepare action points 5. and 6. 5. GCC to develop a motion for Congress to mandate the new Council to develop a new “Strategy for the Union” (6.6.1.a.) incl. adapting the membership models to support the Strategy. 6. The TOR of the strategy process, incl. key question for discussion in Congress, could be included as an attachment to Council’s Report to Congress. 	<ol style="list-style-type: none"> 4. GCC 5. GCC, with Council approval in time for publishing as Congress document on 3 June 2021 6. Bureau (Council Report to be published by 15 July) 	<p>2 Sep</p> <p>3 June 2021</p> <p>15 July 2021</p>
<p>6.7.1.a Process to ensure respectful interactions are maintained in the case of difficult relationships: following an established process will help to ensure that interactions remain professional and non-personal, and to adhere to highly professional standards. This may require facilitation in order to rebuild trust and re-establish the foundation for healthy relationships. Clarity, respect and professionalism of sensitive processes such as nomination and performance review is essential. [Management Response p.15-16]</p>	<ul style="list-style-type: none"> • Recommendation <u>accepted</u>. • <u>Clearly define responsibilities</u> for Council and those of the Secretariat, enabling clarity of what is a technical decision, a management or a strategic decision. • Establish a <u>calendar of governance and management decisions</u> to be adopted and required interactions between all bodies concerned including Council and its standing committees and Bureau. • Establish principle of <u>access to all information</u> and agree exceptions where required. 	<p>Actions: <u>Clearly define responsibilities</u> for Council and those of the Secretariat:</p> <ol style="list-style-type: none"> 1. GCC will establish a working group (TF3) open to interested members of the Council in order to, provide guidance for integration into the Council induction package. 2. TF3 to complete its task. <p><u>Establish a calendar of governance and management decisions:</u></p> <ol style="list-style-type: none"> 3. GCC Chair will put forward criteria for items to be included and a process. The purpose of the calendar is for governance and management to anticipate when key decisions are made, enabling to timely interact as required. 4. GCC completes the process. <p>Establish principle of <u>access to all information</u> and agree exceptions where required:</p> <ol style="list-style-type: none"> 5. TF3 referred to in action point 1. reviews the legal opinion presented to the Bureau (73rd meeting, November 2017) and determines what, if anything, is required in addition to the recommendation of the External Review of IUCN Governance on information architecture (6.2 – not prioritized) and 	<ol style="list-style-type: none"> 1. GCC Chair with support of the Secretary to Council 2. TF3 with support of the Secretary to Council 3. GCC Chair to GCC 4. GCC 5. TF3 	<p>9 Sep</p> <p>June 2021</p> <p>30 Sep</p> <p>June 2021</p> <p>June 2021</p>

Action Plan for the implementation of the Council Response to the External Review of IUCN Governance - Selected topics agreed by GCC in February 2020 that could be substantially developed or completed ahead of the 2020 Congress [[GCC Report to C98](#) pp. 14-16]

	<ul style="list-style-type: none"> Establish mechanism to address <u>issues of trust</u> immediately and effectively, when they arise. <u>Professionalise</u> oversight functions. <u>Establish industry-level mechanisms</u> by which Council can hold Secretariat to account. <ul style="list-style-type: none"> <u>Change Regulations and Statutes</u>, particularly with regard to role of the Treasurer. (cf. 6.6.1.a) 	<p>the Management Response (6.2.2.a. – not prioritized), taking into account the resources which the Secretariat can make available.</p> <p>6. TF3 proposes mechanism to address issues of trust as they arise</p> <p>Is included under the next item.</p> <p><u>Establish industry-level mechanisms</u> by which Council can hold Secretariat to account:</p> <p>7. Inquire with Bureau and DG whether the current Planning and Reporting framework, provided as Annex 2 to the Council Handbook, is sufficient, whether the formats are good, what could be improved, etc. and what, if anything, is required in terms of professionalizing oversight functions.</p> <p>8. Secretary to Council requests the President to table this at a meeting of the Bureau.</p> <p>9. Develop a revised framework, for integration in the Council Handbook.</p> <p>10. Council approves any revisions to the Planning and Reporting framework (Annex 2 of the Council Handbook).</p> <p><u>Change Regulations and Statutes</u>, particularly with regard to the role of the Treasurer.</p> <p>11. For Treasurer, a proposal has already been prepared by the Legal Adviser for GCC's Working Group.</p> <p>12. Determine whether amendments to the Statutes, amendments to the Regulations or both, are called for, and submit them to Council for approval prior to Congress.</p>	<p>6. TF3 with support of....</p> <p>7. Secretary to Council, Bureau and DG</p> <p>8. Secretary to Council, President</p> <p>9. Head of Programme Performance, Monitoring and Evaluation (PPME), with support Secretary to Council</p> <p>10. Council (104th meeting)</p> <p>11. Treasurer, GCC Chair, Hilde E., and CFO, with support of Legal Advisor</p> <p>12. GCC (30th meeting, 2 Sep) and Council (100th meeting)</p>	<p>June 2021</p> <p>30 Sep</p> <p>30 Sep</p> <p>26 Oct</p> <p>June 2021</p> <p>31 Aug</p> <p>14 Sep</p>
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Action Plan for the implementation of the Council Response to the External Review of IUCN Governance - Selected topics agreed by GCC in February 2020 that could be substantially developed or completed ahead of the 2020 Congress [GCC Report to C98 pp. 14-16]

	<ul style="list-style-type: none"> Define in the ToR of the standing committees the authority of the <u>chair of standing committee</u>, in particular between Council meetings. Study and recommend appropriate mechanisms for Council to participate in the <u>evaluation of the Legal Advisor</u> who is appointed by Council (Article 46(o) of the Statutes) and <u>Secretary to Council</u> who is approved by Council and appointed in consultation with the IUCN President (Article 56bis). Study and recommend appropriate mechanisms to enable relevant members of governance structure such as standing committee chairs, to contribute their feedback/perspective in the <u>evaluation of specific positions</u> such as the Head – Planning, Monitoring, Evaluation and Risk, 	<p>Define in the ToR of the standing committees the authority of the <u>Chair of standing committee</u>:</p> <p>13. This task is already part of 6.7.3.a and linked to 6.1.2.c. Therefore, the same Task Force as in 6.1.2.c (TF1) could discuss modifications to the TORs, in consultation with the Standing Committee Chairs.</p> <p>14. Revised Standing Committee TORs to be approved prior to Congress, as a modification of the Council Handbook.</p> <p>15. Consider whether there should be supportive statutory reform for office bearers. In that case, deadlines will need to be adjusted (statutory reform proposals must be approved by Council in time to be published as a Congress document on 3 June 2021).</p> <p>Study and recommend appropriate mechanisms for Council to participate in the <u>evaluation of the Legal Advisor</u> and <u>Secretary to Council</u>:</p> <p>16. To be considered by TF3 referred to in action point 1. in time to report back to the GCC.</p> <p>17. The Secretariat presents its proposals to the TF when it considers this topic.</p> <p>18. Corresponding sections of the Council Handbook are modified to include the above steps.</p> <p>19. Council approves the revision of the Council Handbook.</p> <p>Study and recommend appropriate mechanisms to enable relevant members of governance structure...to contribute their feedback/perspective in the <u>evaluation of [other] specific positions</u>.</p> <p>The Chair of GCC requests the <u>Secretariat</u> to present its proposals to the GCC when it considers this topic.</p>	<p>13. TF1 referred to in 6.1.2.c with support from the Secretary to Council</p> <p>14. Council (104th meeting)</p> <p>15. GCC/Council</p> <p>16. TF3</p> <p>17. Secretary to Council</p> <p>18. TF3</p> <p>19. Council (102nd meeting)</p>	<p>26 Oct</p> <p>June 2021</p> <p>3 June 2021</p> <p>26 Oct</p> <p>26 Oct</p> <p>June 2021</p>
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Action Plan for the implementation of the Council Response to the External Review of IUCN Governance - Selected topics agreed by GCC in February 2020 that could be substantially developed or completed ahead of the 2020 Congress [[GCC Report to C98](#) pp. 14-16]

	<p>and the Secretariat focal points of the standing committees and the Commissions.</p> <ul style="list-style-type: none"> IUCN is committed to <u>periodically review implementation</u> in practice 	<p>20. To be considered by TF3 referred to in action point 1. in time to report back to the GCC.</p> <p>21. The Secretariat presents its proposals to the TF when it considers this topic.</p> <p>22. Corresponding sections of the Council Handbook are modified to include the above steps.</p> <p>23. Council approves the revision of the Council Handbook.</p> <p>Periodic review of implementation:</p> <p>24. WG3 prepares a draft decision to Council deciding to periodically review implementation of the above-mentioned governance improvements (listed under 6.7.1.a)</p> <p>25. Council approves decision to periodically review implementation of the above-mentioned governance improvements</p>	<p>20. TF3</p> <p>21. Secretary to Council</p> <p>22. TF3</p> <p>23. Council (102nd meeting)</p> <p>24. TF3</p> <p>25. Council (102nd Meeting)</p>	<p>26 Oct</p> <p>26 Oct</p> <p>June 2021</p> <p>26 Oct</p> <p>June 2021</p>
<p>6.7.3.a Introduce committee-specific performance standards into Council member job descriptions, and ensure accountability to these standards is done regularly and transparently. [Management Response p.17]</p>	<ul style="list-style-type: none"> Recommendation <u>partially accepted</u> as the performance standards should be defined in the ToR of the committees instead of the ToR of Councillors because they are different for each Councillor based on the committees they are part of. Introduce <u>performance standards for Councillors</u> in ToR of the standing committees that are specific to the committee they belong to. <u>Differentiate the expectations of performance</u> of each Councillor based on the Council bodies they are part of. 	<p>Note: This task is directly linked to 6.1.2.c, 6.1.3 (though not prioritised), and 6.7.1.a. Although initial discussions between the ADG and GCC Chair had contemplated postponing this particular task to the next Council, it seems more efficient to address these tasks together.</p> <p>Actions: see under 6.1.2.c.</p>		
<p>6.8.1.a An Ethics and Conduct body (committee for example) that is comprised of independent, non-voting members and which has</p>	<ul style="list-style-type: none"> Recommendation <u>accepted</u> The conduct and ethics system should be reviewed to ensure it is <u>comprehensive</u> and applies to all components of IUCN, allows 	<p>Note: This task is coupled to 6.8.1.c & d in order to address them together. Progress on all of 6.8.1 can begin now and continue after Congress.</p> <p>Actions:</p>		

Action Plan for the implementation of the Council Response to the External Review of IUCN Governance - Selected topics agreed by GCC in February 2020 that could be substantially developed or completed ahead of the 2020 Congress [[GCC Report to C98](#) pp. 14-16]

<p>processes that engages IUCN on an elevated awareness of potential conflicts of interest and ensures that incidents can be dealt with promptly and securely in a confidential and professional way. IUCN should have transparency on the work of this body. [Management Response p.19]</p>	<p><u>independence to be improved, duty of care</u> to all involved including appropriate confidentiality and accessibility; and avoid reprisals.</p>	<ol style="list-style-type: none"> 1. GCC Chair consults with the Vice Presidents on the preferred option to address tasks under 6.8.1. <i>Option A:</i> Council's Ethics Committee functions as the working group for this task <i>Option B:</i> FAC Chair to designate two members from FAC, and GCC Chair to designate two members from GCC, to be part of a Task Force for this task. 2. Ethics framework working group (TF4) to define an outline for a holistic ethics and conduct framework for the Union (a corporate governance global standard tailored to IUCN's needs that comprises <u>6.8.1.c</u> and <u>d</u>). 3. Develop the holistic ethics and conduct framework for the Union including the main elements of the framework. 	<ol style="list-style-type: none"> 1. GCC Chair (A). Chair of Council's Ethics Committee (B). FAC Chair and GCC Chair 2. Ethics framework TF4, with advice from Head of Oversight Unit, Legal Adviser and the Secretary to Council 3. Members of the next Council, with support from the Secretariat 	<p>9 Sep</p> <p>June 2021</p> <p>After Congress</p>
<p>6.8.1.b Education on conflicts of interest norms and standards, as well as more sophistication on processes to observe, including a complete interest registry made public (including links to individual disclosure of interest forms). [Management Response p.19]</p>	<ol style="list-style-type: none"> 1. Recommendation <u>accepted</u>. 2. <u>Comprehensive education</u> on conflicts of interest norms and standards <u>across IUCN, including Council, and with all partners</u> should be developed and implemented through <u>direct training and online training</u> and resources, inclusion of appropriate standards and requirements in employment and consultancy contracts and in partnership agreements, and <u>within communities where IUCN implements projects</u> as part of our conservation and outreach activities. 3. Review and improve observation and monitoring systems including through an <u>interest registry</u> that is publically available. 	<p>Actions:</p> <ol style="list-style-type: none"> 1. The GCC will consider a comprehensive approach to conflict of interest across the entire IUCN. 2. The Secretariat presents to GCC the integrity and compliance framework of IUCN and in particular the conflict of interest process for Secretariat staff. 3. Council to approve the inclusion of training on conflict of interest for Council members as part of the Councillors' education program (6.6.1.b), for inclusion in the Council Handbook. 4. Secretariat develops the training package. 5. The conflict of interest register can be considered by those members of the new Council that will be involved in taking 6.8.1.a forward. 	<ol style="list-style-type: none"> 1. Ethics Framework TF4 2. GCC29 Meeting 3. TF1b (possibly involving members of FAC) developing outline of training for Council members on conflict of interest in time for approval by C104 4. Secretary to Council with support Head of Oversight Unit 5. Members of the next Council, with support from the Secretariat 	<p>26 Oct</p> <p>8 July</p> <p>June 2021</p> <p>March 2021</p> <p>March 2021</p>
<p>6.8.1.c A third-party (or external or independent) Ethics Hotline that allows the</p>	<ol style="list-style-type: none"> 1. Recommendation <u>accepted</u>. 2. Establish <u>external independent hotline</u> that is available 24 hours, 7 	<p>Note: This task is being coupled to <u>6.8.1.a & d</u>.</p>		

Action Plan for the implementation of the Council Response to the External Review of IUCN Governance - Selected topics agreed by GCC in February 2020 that could be substantially developed or completed ahead of the 2020 Congress [GCC Report to C98 pp. 14-16]

<p>safeguarding of anonymity, with data stored securely and access to data username/ password protected. This should be included in the councillor code of conduct. [Management Response p.20]</p>	<p><u>days a week</u> and that is accessible to all employees, Councillors; Commission members; partners including implementing organizations; consultants; volunteers, interns; members of communities where projects are implemented.</p> <p>3. Ensure that <u>anonymity is guaranteed</u></p> <p>4. Update the <u>Council Code of Conduct</u> to reflect this.</p>	<p>Note: Internal and external mechanisms already exist as well as at least 3 hotlines for the Secretariat via phone and emails.</p> <p>Action: see under <u>6.8.1.a</u></p>		
<p>6.8.1.d A Whistleblowing policy that protects the rights of individuals who report ethical misconduct of any kind. [Management Response p.20]</p>	<ul style="list-style-type: none"> • Recommendation <u>accepted</u>. • Establish a whistleblowing policy that promotes a culture of “speaking up” without fear of <u>reprisals</u>, that embodies <u>duty of care</u> to all involved parties <u>respecting their rights and confidentiality</u>, and ensuring that is <u>accessible to all</u> employees, Councillors; Commission members; partners including implementing organizations; consultants; volunteers, interns; communities / members of communities where projects are implemented. 	<p>Note: This task is being coupled to <u>6.8.1.a & c</u>.</p> <p>Note: A Whistleblowing Policy already exists for the Secretariat, which could be widened to cover other Union constituents.</p> <p>Action: see under <u>6.8.1.a</u></p>		

Notes:

1. The first three columns of the table hereafter reproduce the recommendations of the final version of the [Report of the External Review of Aspects of IUCN's Governance](#) dated 10 July 2019. The remaining four columns present the Council's response to these recommendations.
2. Areas in **red character** represent the 12 recommendations of the External Review report which, in the view of GCC, could be substantially developed or completed ahead of the 2020 Congress (GCC Report to the 98th Council meeting, February 2020) and which Bureau requested the GCC to prepare for Council approval (Bureau decision B84/1, May 2020).
3. The coloured lines indicate:

Green	Completed
Yellow	In progress
Grey	Required from next Council

Pillar	Issue	Recommendation	Acceptance & key responses and actions planned	Timeline	Responsible	Current status
6.1 People	6.1.1 Council composition / dedication of councillors	6.1.1 Nominations process to stress expectations regarding time spent on Council work, including time spent engaging outside of meetings.	<ul style="list-style-type: none"> • Recommendation <u>accepted</u> and already <u>partly implemented</u>: the qualifications and requirements for elected positions were adjusted accordingly and approved by the Bureau before being attached to the Call for nominations (Bureau decision B/XVI of 1 July 2019), and Regional Councillor candidates' responses to the online questionnaire about requirements for the position are being published via the Union Portal as part of the current nominations process. • Candidates should be requested to <u>sign a commitment</u> and be asked in Congress why they want to become Council members. • A <u>mechanism</u> should be established to <u>provide information to prospective candidates</u> before they are nominated (based on the example developed by the South America Regional Committee of IUCN). 	Before the next nominations process opens in 2023. (as the Rules can't be changed during the on-going nominations process)	Next Council 2020-24 (and its GCC)	Qualifications and requirements for elected positions already adequately cover the "expectations"; Regional Councillor candidates' responses to the online questionnaire about requirements for the position are being published as part of the current nominations process
	6.1.2 Lack of preparation by council members	6.1.2.a Council (this could be a task force for example) could conduct a detailed skill and personal attribute mapping at the council level to assess what skills, competence and expertise are needed at council	<ul style="list-style-type: none"> • Recommendation <u>accepted</u>. • At the beginning of the next term 2020-21, Council (or a Council committee or task force) should create a <u>mechanism to map skill sets</u> and provide training or define other mechanisms to complete missing skills. 	Beginning of the next term 2020-21	Next Council 2020-24 (or a TF of GCC open to other committee members and external support)	

Annex 1 to Management Response to the External Review of Aspects of IUCN's Governance
Approved by the IUCN Council on 8 January 2020 with implementation update 19 February 2021

	level, to help build alignment of skills with strategic direction, value added to the current board composition, as well as cultural fit with the board and training/improvement needs.	<ul style="list-style-type: none"> The next Council should provide <u>directions to the IUCN membership</u> for the 2024 elections on the skill sets required for an effective Council. 	Before the launch of the next nominations process in 2023		
	6.1.2.b Communicate expected preparation norms in councillor job description, including time and commitment involved and performance indicator / evaluation standards.	<ul style="list-style-type: none"> Recommendation <u>accepted and partly implemented</u> as the qualifications and requirements for elected positions were adjusted accordingly and approved by the Bureau before being attached to the Call for nominations (Bureau decision B/XVI of 1 July 2019). Actions similar to those suggested in 6.1.1 should be considered by the next Council. 	2020-24	Next Council 2020-24	Newly adopted (July 2019) qualifications and requirements for elected positions (ToR) already cover the time and commitment involved
	6.1.2.c Draft clear job descriptions of role of IUCN Councillor, aligned with the strategic and oversight goals of the Council, and the roles & responsibilities, including performance indicators and independent evaluation, conducted externally.	<ul style="list-style-type: none"> Recommendation <u>partly accepted as the evaluation mechanism should be independent but not necessarily carried out by an external party.</u> For the evaluation aspect, cf. 6.1.3.a In addition to the qualifications/requirements for elected positions already approved, the <u>commitments and objectives of Council members in standing committees should be better defined.</u> This can be done by each standing committee as part of their "lessons learnt", and approved by Council for <u>inclusion in the Council Handbook.</u> <p><i>Note: Instead of "job description", the Council prefers "commitments and objectives" which is more appropriate for membership of the IUCN Council which are all voluntary positions.</i></p>	February 2020	Council's standing committees, followed by Council decision	
6.1.3 Lack of sufficient evaluation at the individual councillor level	6.1.3.a A council charter would help in clearly articulating the responsibilities of each Council member, the culture expected on the council and all governance bodies, inclusive of values of accountability and responsibility, and the process for a regular (annual or bi-annual) assessment against objectives (which should be	<ul style="list-style-type: none"> Recommendation <u>accepted and already partly implemented</u> as the Council Handbook, including performance tools, already cover what is recommended for a "council charter". An <u>evaluation mechanism</u> for individual Council members against established objectives should be studied. Cf. also 6.1.3.c. This should include: <ul style="list-style-type: none"> <u>Roles/tasks of Council members in standing committees</u> needs clarification (cf. 6.1.2.c). 	Next Council 2020-24	Council	Aspects regarding Council charter are already implemented

Annex 1 to Management Response to the External Review of Aspects of IUCN's Governance
Approved by the IUCN Council on 8 January 2020 with implementation update 19 February 2021

	specified in council members' contracts.)	<ul style="list-style-type: none"> o <u>The currently required written Councillor reports</u> could be transformed as an accountability tool and distributed to IUCN Members. o A mechanism to <u>follow-up on the "self-assessments"</u> (Council Handbook) should be designed. Feedback through self-assessments should be distributed to the full Council in addition to the Vice-Presidents [Regulation 48(c) (iii)]. 			
	6.1.3.b Write job descriptions of desired profiles, customized by type of Council member, role, what they need to achieve and how they are adding value.	<ul style="list-style-type: none"> • Recommendation <u>accepted and implemented</u> as the qualifications and requirements for elected positions were adjusted accordingly and approved by the Bureau before being attached to the Call for nominations (Bureau decision B/XVI of 1 July 2019) 	Completed		Implemented from July 2019
	6.1.3.c Evaluation of individual members to be conducted by a third party, and any performance gaps addressed by the Governance & Constituency committee within the limitations of the structures.	<ul style="list-style-type: none"> • Recommendation <u>partly accepted</u> as the evaluation mechanism should be independent but not necessarily carried out by an external party, and performance gaps should be addressed by the President and Vice-Presidents instead of the Governance and Constituency Committee. • <u>Individual evaluation mechanism</u> suitable for the voluntary position of Council member to be designed with support from the Chief HR Officer. Performance matrix need not be too detailed as objectives and indicators are to be reviewed annually. Cf. also 6.1.3.a. • The evaluations are carried out by the <u>President and Vice-Presidents</u> taking into account self-evaluation and feedback. • <u>Performance gaps</u> in terms of missing skills should be addressed by the <u>President and Vice-Presidents</u>. Cf. also 6.1.2. a. 	<p>Before Congress</p> <p>Next Council 2020-24</p> <p>Beginning of the next term 2020-21</p>	<p>Working Group of Council incl. standing committee chairs</p> <p>President and Vice-Presidents 2020-24</p> <p>President and Vice-Presidents 2020-24</p>	
	6.1.3.d The FAC ToR should explicitly articulate the role and responsibility of the committee with regard to its: its expectation of the external auditors; its relationship with the internal auditor function; its role in overseeing the full range	<ul style="list-style-type: none"> • Recommendation <u>accepted</u>. • The current Council's <u>Finance and Audit Committee</u> should prepare a proposal for Bureau's approval in order to include this in its ToR. 	Before the February 2020 Council meeting	FAC	

Annex 1 to Management Response to the External Review of Aspects of IUCN's Governance
Approved by the IUCN Council on 8 January 2020 with implementation update 19 February 2021

		of audits conducted within the organisation; disclosure of financial and related information; as well as any other matters that the FAC feels are important to its mandate or that the council chooses to delegate to it.				
6.2 Information Architecture	6.2.1 Meeting information / Council papers	6.2.1.a Systematically ensure papers for council meeting are available at least 2 weeks before council meetings on the council portal.	<ul style="list-style-type: none"> • Recommendation <u>accepted</u>. • Council should take a decision requesting Secretariat and any Council committee, working group or task force, to provide the <u>documents two weeks before the Council meeting</u>, and that exceptions of documents made available later should be explained to Council. This rule should be included in the <u>Council Handbook</u>. 	Decision before the February 2020 Council meeting, for immediate implementation	Council/Bureau	
	6.2.2 Insufficient involvement of Council in information design.	6.2.2.a Bureau to determine what strategic questions and risks are vital and ensure that the information package contains the relevant data and sufficient analysis, allowing for an effective discussion centred on strategic support and oversight.	<ul style="list-style-type: none"> • Recommendation <u>accepted</u>. • Empower the <u>Bureau to support the Council in its strategic direction and oversight</u> functions by facilitating the decision-making process of the Council and providing guidance on the information package and analysis required to enable the Council to exercise these functions, to be implemented from 2021 onwards. This will be incorporated in the <u>Council Handbook</u>. • The <u>Bureau</u> meets regularly with the DG and Commission Chairs to define the level and format of information and analysis required for Council to exercise its strategic and oversight functions. • The next Council should develop a <u>mechanism</u> for the provision of the relevant information and analysis in time to be implemented in 2021. 	<p>February 2020 Council meeting</p> <p>In advance of the February 2020 Council meeting</p> <p>Next Council in 2020, for implementation as of 2021</p>	<p>Council</p> <p>Bureau, DG, Commission Chairs</p> <p>Next Council</p>	
	6.2.3 External information incomplete	6.2.3.a Bureau should determine what external information should complement internal information in the Council papers, to better inform strategic thinking as well as its ability to assess strategic risk	<ul style="list-style-type: none"> • Recommendation <u>accepted</u>. • The next Council defines which <u>external sources of information and analysis</u> are required for Council to exercise its strategic and oversight roles referred to in 6.2.2.a. 	Next Council in 2020, for implementation as of 2021	Next Council	

Annex 1 to Management Response to the External Review of Aspects of IUCN's Governance
Approved by the IUCN Council on 8 January 2020 with implementation update 19 February 2021

		6.2.3.b It is also important for Council members to develop their own channels of external information, and a method to scan these regularly, to ensure they have an external perspective of their own on issues of potential strategic relevance to the union.	<ul style="list-style-type: none"> • Recommendation <u>accepted</u>. • Councillors should have <u>regular contacts with the Regional Committees</u> and, to the extent they are available, also the National Committees, and the Global Group for National and Regional Committee Development, in view of articulating their insights in changes in the external environment that affect IUCN. • The <u>President informs the National and Regional Committees</u>, and the Global Group for National and Regional Committee Development, requesting their cooperation for implementing this aspect of Council members' functions. • Already covered by the qualifications and requirement for elected positions, this aspect of the role of Council members should also be reflected in the <u>Council Handbook</u>. • <u>Membership Strategy</u> should encourage National and Regional Committees to scan the external environment for developments affecting the IUCN and provide feedback to Council members. • Identify the <u>categories of information</u> Councillors need to fulfil their roles, in the respective committees including best practice, industry standards 	<p>Immediate implementation, prior to February 2020 Council meeting</p> <p>Immediate implementation, prior to February 2020 Council meeting</p> <p>February 2020 Council</p>	<p>Council members to raise with National and Regional Committees and the Global Group</p> <p>President</p> <p>Council to include in respective documents by February 2020</p> <p>Idem</p> <p>Idem</p>	
6.3 Structures and Processes	6.3.1 Council agenda not sufficiently structured or focused on strategic priorities	6.3.1.a Final meeting agenda circulated three to four weeks in advance of council meetings in order to allow adequate time for meaningful consultation, proposals of items by council members for final inclusion and approval.	<ul style="list-style-type: none"> • Recommendation <u>partly accepted because already implemented in practice</u>. • The existing practice of distributing to Council for comments a preliminary agenda two months before the meeting, and of distributing a draft agenda incorporating the comments from Council members one month prior to the meeting should be formally approved by Council and <u>codified in the Council Handbook</u> with the requirement that exceptions be explained in the same way as for Council documents that are submitted late (cf. 6.2.1.a.). 	By February 2020	Council	Already implemented in practice
		6.3.1.b Maximum of 30% of meeting time allocated to management presentations, to	<ul style="list-style-type: none"> • Recommendation <u>accepted</u>. • The <u>Council Handbook</u> should contain guidance for presentations in Council and its 	Immediate implementation,		Already practised in Council's

Annex 1 to Management Response to the External Review of Aspects of IUCN's Governance
Approved by the IUCN Council on 8 January 2020 with implementation update 19 February 2021

		allow sufficient time for discussion (hold maximum number of slides (e.g. 7) and time to each presentation (e.g. 7minutes) with more materials potentially in appendix or in information package).	standing committees in order to ensure that sufficient time is available for discussion. <ul style="list-style-type: none"> In advance of each meeting, the <u>President and chairs of the standing committees</u> provide specific guidance on the length of various presentations in function of the objectives and priorities they set for each meeting, in consultation with the Director General and the Secretariat's focal point for the relevant committee. 	prior to February 2020 Council meeting Idem	Bureau decision at GCC's proposal President and committee chairs	Programme and Policy Committee
6.3.2 Committee meeting structure allows too little time for proper reporting by standing committees to the council	6.3.2.a Hold Standing Committee and Bureau meetings 4 to 6 times per year, at least twice by electronic/ web conference and twice in person before Council meetings.		<ul style="list-style-type: none"> Recommendation <u>accepted</u>. <u>Bureau and each standing committee</u> should decide the frequency and modus of their meetings in function of the business to be carried out. But they should <u>establish a schedule of meetings</u> for the coming periods (October 2019 to February 2020 and February 2020 to Congress 2020) in order to allow everyone to organize their calendars. 	As soon as possible after the October 2019 Council meeting	Bureau and standing committees (FAC, PPC and GCC)	In practice, Bureau and standing committees already meet at least once by conference call between Council meetings.
	6.3.2.b Prepare podcasts and/or reports of critical management issues, so that committee and bureau members can prepare beforehand.		<ul style="list-style-type: none"> Recommendation <u>accepted</u>. <u>All reporting and updates should be done in writing</u> (document or PowerPoint, or other tools, and IT system updated accordingly) and distributed two weeks in advance of the meeting, with exceptions to be explained to Council in the same way as for documents (cf. 6.2.1.a). This rule should be incorporated in the <u>Council Handbook</u>. 	Immediate implementation, prior to February 2020 Council meeting Idem	Secretariat Bureau decision	Already practiced in Council's FAC
6.3.3 Perceived lack of neutrality in the DG evaluation process	6.3.3.a Establish clear metrics upon which DG will be evaluated. Conduct the evaluation professionally and anonymously, via an evaluations committee.		<ul style="list-style-type: none"> Recommendation <u>partly accepted as only the part of the evaluation concerning the 360° feedback should be anonymous</u>. <u>Institutionalise and professionalise the process</u> following the core areas of performance identified in §62 of the Council Handbook and determining SMART indicators at the time Council approves the objectives for the DG. Add <u>HR Management</u> as 6th area of performance in §62 of the <u>Council Handbook</u>. Council may add other core areas of performance as required. 	Before 2020 Congress Idem	President and Vice-Presidents with support from the Chief HR Officer Council	

Annex 1 to Management Response to the External Review of Aspects of IUCN's Governance
Approved by the IUCN Council on 8 January 2020 with implementation update 19 February 2021

		<ul style="list-style-type: none"> The <u>360° feedback</u> should be carried out by an independent third party selected. Adequate precautions are taken to avoid conflict of interest in the selection of the third party. 		President and Vice-Presidents with support from the Chief HR Officer	
6.3.4 Perceived lack of transparency regarding DG succession / renewal	6.3.4.a. Proactive and transparent process for DG succession and renewal process to be undertaken as a regular activity of the Bureau. Succession planning for critical leadership positions and identification of qualified pool on both an emergency basis and over the longer term, also by the bureau.	<ul style="list-style-type: none"> Recommendation <u>accepted</u>. Establish a <u>succession plan for the DG</u> and establish a <u>succession planning committee</u> (or other mechanism) to ensure the plan is always up to date. FAC to ensure that the DG establish a <u>succession plan for key senior leadership positions</u> in the Secretariat. Clarify whether the <u>Succession Planning Committee</u> established by Council decision C96/3 (March 2019) has been dissolved following the establishment of the DG Search Committee (Bureau decision B77/2, July 2019) 	<p>Before 2020 Congress</p> <p>Idem</p> <p>Before the February 2020 Council meeting</p>	<p>President and Vice-Presidents</p> <p>FAC and DG</p> <p>Secretary to Council seeks clarification from the President</p>	
6.3.5 Variance in performance of commissions	6.3.5.a Consider introducing stronger accountability in commission performance requirements, including systematic reviews of individuals involved in leadership of Commissions.	<ul style="list-style-type: none"> Recommendation <u>partly accepted</u> as the type of performance evaluation applied to members of the Steering Committees of the Commissions should be different from that of the Chairs of the Commissions. <u>Strengthen</u> the system of annual evaluations of the Chairs of the Commissions including by revising the performance requirements incl. internal governance aspects, leadership and ethics. The Chairs of the Commissions should ensure that an appropriate evaluation is available for each level of <u>leadership in the Commissions</u>. In order to allow benchmarking across the Commissions, <u>provide broad guidance for the leadership of the Commissions</u> on the governance structure of the Commissions, the qualifications required, regional balance in the membership of the Steering Committees, whether individuals can sit on the Steering Committee of more than one Commission, whether Council members can sit on the Steering Committee of a Commission, etc. 	<p>Post 2020 Congress</p> <p>Idem</p> <p>Idem</p>	<p>Next Council 2020-24 (possibly by GCC with input FAC)</p> <p>Commission Chairs</p> <p>Council</p>	

Annex 1 to Management Response to the External Review of Aspects of IUCN's Governance
Approved by the IUCN Council on 8 January 2020 with implementation update 19 February 2021

			<ul style="list-style-type: none"> Strengthen the annual <u>reporting obligation of the Commissions</u> to Council on the basis of Regulation 78bis. 	Idem	Council	
6.3.6 Monitoring & evaluation	6.3.6.a Professionalize monitoring and evaluation of IUCN's strategic process.		<ul style="list-style-type: none"> Recommendation <u>accepted</u> (based on "strategic process" as described in section 5.6 "Strategy" in <i>External review of aspects of IUCN's governance – Report – 10 July 2019</i>) <u>Members must be involved</u> in the process through mechanisms such as the Union Portal 	Post 2020 Congress	Council through GCC, PPC, FAC	
6.4 Group dynamics	6.4.1 Low-energy council meetings	6.4.1.a Chair to maintain greater discipline of Council discussion, to ensure its strategic focus, to surface areas of difficulty and concern, as well as to drive a professional, disciplined and productive council culture, as well as to manage meetings with discipline.	<ul style="list-style-type: none"> Recommendation <u>accepted</u>. Success is largely dependent on the person of the President. The qualifications and requirements for the position already contain this skill. So, prospective candidates should have this skill. However, the next Council could consider the following actions to emphasize the importance of this requirement: <ul style="list-style-type: none"> Offer training opportunities to the President elect as part of a standard induction package. Include chairing skills as part of the individual evaluation mechanism referred to in 6.1.3.a, and as part of Councillors' feedback, followed-up with an offer of training to improve capacities. 	Next term 2020-24	Next Council 2020-24	
		6.4.1.b Feedback to the Chairman via an evaluation or other should be prepared by the council on a yearly basis, and provided by the chair of the Governance and Constituency Committee.	<ul style="list-style-type: none"> Recommendation <u>partially accepted</u> as feedback should be presented by the Bureau instead of the Governance and Constituency Committee (GCC). Feedback to the President should be part of the individual <u>evaluation mechanism to be designed</u> as described in 6.1.3.a and 6.1.3.c and implemented during the next quadrennium, and should be presented by the Bureau. The evaluation mechanism should provide <u>guidelines</u> for this. The evaluation mechanism should also foresee feedback to the <u>standing committee chairs</u>. Depending on the proposed mechanism to follow-up on the "self-assessments" (cf. 	<p>Before Congress</p> <p>Idem</p> <p>Next term 2020-24</p>	<p>Working Group of Council incl. standing committee chairs</p> <p>Next Council 2020-24</p> <p>Idem</p>	

Annex 1 to Management Response to the External Review of Aspects of IUCN's Governance
Approved by the IUCN Council on 8 January 2020 with implementation update 19 February 2021

			6.1.3.a.), <u>Regulation 48(c)(iii)</u> may have to be amended by the next Council 2020-24.			
		6.4.1.c Council meetings to be temporarily co-chaired with VPs taking it in turn (e.g. 1 VP per half-day) or by another facilitator to increase council meeting efficiency immediately	<ul style="list-style-type: none"> • Recommendation <u>rejected</u> because Article 52 of the Statutes assigns the role of chair exclusively to the President except when s/he is absent. • Council should promote an <u>organisational culture</u> that will include the practice in Council of sharing responsibility and preparing Vice-Presidents for the eventuality that they might have to chair. This will need to be spelt out in the <u>Council Handbook</u>. 	Decision to modify Council Handbook before February 2020 Council meeting	Council and President	
6.4.2 Lack of "one voice"	6.4.2.a While Council members are encouraged to engage in constructive dissent during meetings, after the decision has been taken, Council members need to be aligned and to actively support this decision.	<ul style="list-style-type: none"> • Recommendation <u>accepted</u> and is already implemented because included in §38 of the Council Handbook and the Code of Conduct for Council members. • Where appropriate, the importance of this <u>rule should be highlighted</u> such as in the Council retreat when the newly elected Council holds its first ordinary meeting. 	Completed		Council and President	Already exists as part of Council members' duties.
6.4.3 Little impact by Council on IUCN organizational culture	6.4.3.a Council to make use of any site visits, presentations, or other Union events, to deepen their understanding of both the culture and talent. The Bureau to prepare a systematic process thereof.	<ul style="list-style-type: none"> • Recommendation <u>accepted</u>. • Refresh IUCN's stated purpose and values and clearly <u>set out the desired culture and behaviours</u>. As appropriate develop systems to support the integration of defined aspects of organization in IUCN. For e.g. in relation to information decision making chains. • <u>Define organization culture indicators and data sources</u> to operationalize agreed cultural values. • Include this in <u>induction program</u> for Council. 	Post Congress Idem Idem	Next Council 2020-2024 to decide on a mechanism (e.g. a Council working group) Idem		
	6.4.3.b Council members should seek input from the senior leadership team, including asking for information to better understand cultural dimensions of the organisation, such as employee survey results, internal audit reports, reward and performance management systems, and organisational measurement systems.	<ul style="list-style-type: none"> • Recommendation <u>accepted</u>. • To be implemented as part of the mechanism required in 6.4.3.a. 	Post Congress	Next Council 2020-24		

Annex 1 to Management Response to the External Review of Aspects of IUCN's Governance
Approved by the IUCN Council on 8 January 2020 with implementation update 19 February 2021

		6.4.3.c The Council needs to determine, through a process of iterative conversations with management, the shared norms that IUCN aspires to have and identify the gaps within the existing culture.	<ul style="list-style-type: none"> • Recommendation <u>accepted</u>. • To be implemented as part of the mechanism required in 6.4.3.a. 	Post Congress	Next Council 2020-24	
6.5 Technical	6.5.1 Lack of risk thinking at bureau and Council level	6.5.1.a Professionalize risk thinking and building capabilities at the Council level, to mitigate technical risks. The Bureau could take an extended role in risk oversight preparation, developing a more considered view of risk appetite, for example.	<ul style="list-style-type: none"> • Recommendation <u>accepted</u>. • Build <u>relevant risk and strategic skills and capacity at the Bureau level</u> and allocate sufficient time on the agenda for meaningful discussion in the Bureau. The FAC representative on the Bureau will take a leading role in building risk awareness in the Bureau and embedding risk in its deliberations. • The <u>Bureau will be responsible</u> for reviewing the risk appetite and risk tolerance, for embedding discussion of risks in strategic planning and assess consistency of strategic planning documents with the risk appetite and tolerance, and for mapping oversight of specific enterprise-level risks to the Standing Committees. Include this in the <u>Council Handbook</u> as part of the extended role of the Bureau described in 6.2.2.a. • The <u>FAC is responsible</u> for oversight of the enterprise risk management framework as well as oversight of financial risks. 	Beginning of the next Council 2020-24	Next Council 2020-24	
		6.5.1.b Modify reporting lines to strengthen independence of oversight: Head of Oversight to have a dual reporting to the head of the FAC and the DG.	<ul style="list-style-type: none"> • Recommendation <u>accepted</u>. • The Head of Oversight will have a <u>dual reporting line</u> to the DG and to the Chair of FAC on behalf of, and after consultation with the FAC. IUCN is committed to periodic review of how the governance changes are working in practice. • <u>Include this in ToR</u> for Head of Oversight and of FAC. 	Preliminary guidelines to be established before 2020 Congress, to be constantly built upon	Bureau (with FAC)	FAC
		6.6.1.a A facilitated process amongst governance bodies with a goal to build alignment around the IUCN strategy, and focused on allowing for sufficient attention to external developments as well as	<ul style="list-style-type: none"> • Recommendation <u>accepted</u> • <u>Establish a process</u> that focuses on strategic outlook, taking the next 20 years into consideration, leading to new strategy for Union which is tied to its financial strategy. 	Next Council	Bureau. A facilitated process might require a consultant GCC/Council	Under review in GCC
6.6 Strategy	6.6.1 Fragmentation within the governance bodies			By 2020 Congress	FAC and DG	

Annex 1 to Management Response to the External Review of Aspects of IUCN's Governance
Approved by the IUCN Council on 8 January 2020 with implementation update 19 February 2021

		potential future opportunities and threats emerging from the external competitive landscape would be useful to conduct on an ongoing basis. This should be prepared by the bureau in interaction with management.	<ul style="list-style-type: none"> Review the functions of the <u>Treasurer</u> described in the Statutes and Regulations which should mainly be advisory. <u>Propose a motion for Congress</u> which tasks the next Council with developing a new global strategy for IUCN post-2030. FAC (through task force) also exercises delegated responsibility from Council for strategic direction in terms of its financial plan for the next quadrennium and its long-term financial planning. 	February 2020 February 2020	Idem FAC/Council	 Under development for Council approval in February 2020
		6.6.1.b Develop a more extensive continuing education program for councillors regarding the strategic process, including deepening understanding of the strategic role required of council members. These could be designed both as online and offline sessions (refer to Annex 6 for a proposed education program).	<ul style="list-style-type: none"> Recommendation <u>accepted</u>. Current Council to <u>develop education program</u> so that it may be executed by the next one. Study strengthening <u>capacity in FAC and Council</u> to accomplish the oversight and advisory roles regarding finance including e.g. making use of appointed Councillors. 	By 2020 Congress February 2020	Expert needs to develop these reporting to GCC-PPC	
6.6.2 Renewing and updating membership engagement	6.6.2.a Based on outcome of strategic planning process, the Bureau should conduct a comprehensive analysis of the membership models possible, and how these respectively meet strategic requirements.	<ul style="list-style-type: none"> Recommendation <u>accepted</u>. Membership models should be considered as part of the <u>process</u> that focuses on strategic outlook (cf. 6.6.1.a), taking the next 20 years into consideration, leading to new strategy for Union and tied to its financial strategy. Council to bring the strategic plan to <u>Congress</u> for support and mandate to the next Council to develop the strategic plan. Based on the above, study which <u>membership models</u> are most appropriate for fulfilling strategic plan. 	By February 2020 Council to develop motion to mandate next Council 2020-24 (cf. 6.6.1.a)	Council		
	6.6.2.b Conduct an analysis of the membership model best adapted to IUCN's strategy; consider adoption of a more agile process to adapt membership model to IUCN's strategic changes in the future.	<ul style="list-style-type: none"> Recommendation <u>accepted</u>. Action to be taken after 6.6.2.a is concluded, as part of ongoing implementation and improvement of the Membership Strategy. 	Next Council 2020-24	Next Council 2020-24		

Annex 1 to Management Response to the External Review of Aspects of IUCN's Governance
Approved by the IUCN Council on 8 January 2020 with implementation update 19 February 2021

	6.6.3 Lack of Ownership of Strategic Thinking	6.6.3.a Building the Council's strategic muscle through facilitated strategy sessions, to build understanding and alignment around strategic priorities. Use of online tools could help alleviate cost impact. The Bureau should be deeply involved in the strategy process and the preparation for the Council.	<ul style="list-style-type: none"> • Recommendation <u>accepted</u>. • Council needs to build a strategic plan. (cf. 6.6.1.a) • Empower the Bureau to carry out these functions as part of the Bureau's support to Council in its strategic and oversight functions (cf. 6.6.2.a). 	Next Council 2020-24	Next Council 2020-24	
		6.6.3.b Detailed description of strategic function in Councillor's job descriptions should be developed and part of an education process.	<ul style="list-style-type: none"> • Recommendation <u>partially accepted</u> as the strategic function is already adequately mentioned in the qualifications and requirements of the position. • It should become part of Council members' induction as well as of the governance training / assessment tool for candidate Council members referred to in 6.1.1. 	Before the next nominations process opens in 2023.	Next Council 2020-24	
		6.6.3.c Further education strengthening the emphasis on Council's strategic role and building strategic capabilities during the on-boarding process.	<ul style="list-style-type: none"> • Recommendation <u>accepted</u>. • It should become part of Council members' induction and the continuous education program described on 6.6.1.b. 	Newly elected Council's induction in 2020	Next Council 2020-24	
6.7 Relationships between IUCN governance bodies	6.7.1 Relationship between IUCN Council and Management	6.7.1.a Process to ensure respectful interactions are maintained in the case of difficult relationships: following an established process will help to ensure that interactions remain professional and non-personal, and to adhere to highly professional standards. This may require facilitation in order to rebuild trust and re-establish the foundation for healthy relationships. Clarity, respect and professionalism of sensitive processes such as nomination and performance review is essential.	<ul style="list-style-type: none"> • Recommendation <u>accepted</u>. • <u>Clearly define responsibilities</u> for Council and those of the Secretariat, enabling clarity of what is a technical decision, a management or a strategic decision. • Establish a <u>calendar of governance and management decisions</u> to be adopted and required interactions between all bodies concerned including Council and its standing committees and Bureau. • Establish principle of <u>access to all information</u> and agree exceptions where required. • Establish mechanism to address <u>issues of trust</u> immediately and effectively, when they arise. • <u>Professionalise oversight functions</u>. • <u>Establish industry-level mechanisms</u> by which Council can hold Secretariat to account. 	By 2020 Congress By February 2020	President, Council, DG	

Annex 1 to Management Response to the External Review of Aspects of IUCN's Governance
Approved by the IUCN Council on 8 January 2020 with implementation update 19 February 2021

			<ul style="list-style-type: none"> • <u>Change Regulations and Statutes</u>, particularly with regard to role of the Treasurer. (cf. 6.6.1.a) • Define in the ToR of the standing committees the authority of the <u>chair of standing committee</u>, in particular between Council meetings. • Study and recommend appropriate mechanisms for Council to participate in the <u>evaluation of the Legal Advisor</u> who is appointed by Council (Article 46(o) of the Statutes and <u>Secretary to Council</u> who is approved by Council and appointed in consultation with the IUCN President (Article 56bis). • Study and recommend appropriate mechanisms to enable relevant members of governance structure such as standing committee chairs, to contribute their feedback/perspective in the <u>evaluation of specific positions</u> such as the Head – Planning, Monitoring, Evaluation and Risk, and the Secretariat focal points of the standing committees and the Commissions. • IUCN is committed to <u>periodically review implementation in practice</u>. 			
		6.7.1.b IUCN Secretariat to interview members with regard to their communication and information needs, with a view to enhancing formal and informal information flows between IUCN Secretariat HQ and regions.	<ul style="list-style-type: none"> • Recommendation <u>accepted</u>. • <u>Clearly establish information flow processes</u> between membership and Secretariat currently. 	February 2020	Secretariat, with input from GCC	Already covered by draft membership strategy under consideration in Council for approval by February 2020
	6.7.2 Members' disengagement	6.7.2.a Through interviews with select members, a concrete proposal of different membership models could be developed to better understand how these would contribute to enhanced member engagement.	<ul style="list-style-type: none"> • Recommendation <u>accepted</u> • Must be carried out in tandem with and linked to wider discussions on Membership models as part of the process that focuses on <u>strategic outlook</u> (cf. 6.6.1.a). 	Next Council 2020-24	Next Council	
		6.7.2.b Develop more proactive communication plan to improve transparency and coordination	<ul style="list-style-type: none"> • Recommendation <u>accepted</u> and partly implemented through the membership strategy. 			Already practised through Secretariat

Annex 1 to Management Response to the External Review of Aspects of IUCN's Governance
Approved by the IUCN Council on 8 January 2020 with implementation update 19 February 2021

		between regional and national offices with members in their regions or countries, for more proactive engagement.	<ul style="list-style-type: none"> Consider <u>investing in a platform</u> (physical, digital and other opportunities) that allows for regular interaction between Members and Secretariat; Members and Council; Members and Commissions. Proposal <u>to be developed</u> and presented for discussion at Congress. 	Skeletal proposal to be developed in time for February 2020 Council	Secretariat	meeting with Members in several regions
6.7.3 Relationship between council and standing committees	6.7.3.a Introduce committee-specific performance standards into Council member job descriptions, and ensure accountability to these standards is done regularly and transparently.	<ul style="list-style-type: none"> Recommendation partially accepted as the performance standards should be defined in the ToR of the committees instead of the ToR of Councillors because they are different for each Councillor based on the committees they are part of. Introduce <u>performance standards for Councillors</u> in ToR of the standing committees that are specific to the committee they belong to. <u>Differentiate the expectations of performance of each Councillor</u> based on the Council bodies they are part of. 	Before 2020 Congress	Council/Standing committees		
6.7.4 Variable performance of commissions	6.7.4.a Introduce stronger accountability in commission performance requirements – at both body and individual levels.	<ul style="list-style-type: none"> Recommendation partially accepted as a different type of evaluation should be available for each level of <u>leadership in the Commissions</u>. Strengthen the accountability of the Chair and provide different types evaluations for the Steering Committee and other levels of leadership of the Commissions as described in 6.3.5.a. 	Next Council 2020-24	Next Council		
6.7.5 Relationship between bureau, standing committees and secretariat lacks transparency	6.7.5.a Accountability strengthened through clear performance indicators and evaluation procedure for standing committee members, as well as council members more broadly, conducted externally.	<ul style="list-style-type: none"> Recommendation partially accepted as evaluations should be independent but not necessarily carried out by an external party. <u>Accountability mechanisms</u> should be implemented as described in 6.7.3.a. 	Next Council	Next Council		
	6.7.5.b Greater transparency of bureau's own processes and discussions and reporting back to council for decision-making.	<ul style="list-style-type: none"> Recommendation partially accepted as a clear communications protocol should apply not only to the Bureau's own processes but to the Council and its subsidiary bodies. Reaffirm that clear, transparent and respectful communication is key to a successful relationship between governance bodies. 	Before Congress	Council, DG		

Annex 1 to Management Response to the External Review of Aspects of IUCN's Governance
Approved by the IUCN Council on 8 January 2020 with implementation update 19 February 2021

		<ul style="list-style-type: none"> Commit to adopting a Council Communications Protocol to manage intra-Council communications, Council-employee communications and external communications, facilitate communication exercise to build trust and establish the foundation for a healthy relationship at the start of a new Council. 			
	6.7.5.c Nominations process which systematically assesses subject matter expertise for the scope of work of the committee, as well as emphasis on understating of the role and dedication of the individual candidate during the on-boarding process (refer to skill map in Appendix 11).	<ul style="list-style-type: none"> Recommendation <u>accepted</u>. Establish <u>nominations process</u> as per the recommendation. Cf. also 6.1.1. 	Next Council 2020-24	GCC, with Secretariat support	
	6.7.5.d Discipline regarding reporting lines and appropriate channels of communication between Secretariat and Bureau & standing committee members.	<ul style="list-style-type: none"> Recommendation <u>partially accepted</u> as it applies not only to the Bureau's own processes but to the Council and its subsidiary bodies as in 6.7.5.b. Reaffirm that clear, transparent and respectful communication is key to a successful relationship between governance bodies. Commit to adopting a Council Communications Protocol to manage intra-Council communications, Council-employee communications and, external communications, Facilitate communication exercise to build trust and establish the foundation for a healthy relationship at the start of a new Council. 	Before Congress	Council/DG	
6.7.6 Revolving door between Secretariat & Council	6.7.6.a Require a minimum of a 2-year "cooling-off period" for secretariat employees who wish to become Councillors.	<ul style="list-style-type: none"> Recommendation <u>accepted</u> <u>Two-year "cooling-off period"</u> should be established <u>in the Staff Rules</u> to be approved by Council The same rule should also be incorporated in the profiles for the elected positions <u>for the next nominations and elections in 2023-24</u> (For procedural fairness this was not introduced into the profiles for nominations process for the 2020 elections, as staff 	Post 2020 Congress	Next Council 2020-24	

Annex 1 to Management Response to the External Review of Aspects of IUCN's Governance
Approved by the IUCN Council on 8 January 2020 with implementation update 19 February 2021

			wishing to stand would not be able to comply).			
6.8 Integrity	6.8.1 Insufficient degree of independence in ethics oversight	6.8.1.a An Ethics and Conduct body (committee for example) that is comprised of independent, non-voting members and which has processes that engages IUCN on an elevated awareness of potential conflicts of interest and ensures that incidents can be dealt with promptly and securely in a confidential and professional way. IUCN should have transparency on the work of this body.	<ul style="list-style-type: none"> • Recommendation <u>accepted</u> • The conduct and ethics system should be reviewed to ensure it is <u>comprehensive</u> and applies to all components of IUCN, allows <u>independence to be improved</u>, <u>duty of care</u> to all involved including appropriate confidentially and accessibility; and avoid reprisals. 	<p>Before Congress:</p> <ul style="list-style-type: none"> - In consultation with the ADG and head of oversight propose an independent ethics and conduct body. - Appoint independent hotline. - Identify key principles for composite system. <p>After Congress:</p> <ul style="list-style-type: none"> - Internal Staff systems revised and submitted to Council for approval. - Review and revise all policies. 	Council Ethics Committee, in consultation with the Council Finance and Audit Committee and support from Head of Oversight	Codes of conduct exist for the Council, the Commissions and the Secretariat. The Council's Ethics Committee handles ethical issues involving Council members, the Secretariat's Ethics Committee all ethical issues involving the staff.
		6.8.1.b Education on conflicts of interest norms and standards, as well as more sophistication on processes to observe, including a complete interest registry made public (including links to individual disclosure of interest forms).	<ul style="list-style-type: none"> • Recommendation <u>accepted</u>. • <u>Comprehensive education</u> on conflicts of interest norms and standards <u>across IUCN, including Council, and with all partners</u> should be developed and implemented through <u>direct training and online training</u> and resources, inclusion of appropriate standards and requirements in employment and consultancy contracts and in partnership agreements, and <u>within communities where IUCN implements projects</u> as part of our conservation and outreach activities. 	<p>Before Congress:</p> <p>ensure availability to new Councilors, with ongoing improvements</p>	Head of Oversight, approval by Council's Ethics Committee and Council	

Annex 1 to Management Response to the External Review of Aspects of IUCN's Governance
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		<ul style="list-style-type: none"> Review and improve observation and monitoring systems including through an <u>interest registry</u> that is publically available. 			
	6.8.1.c A third-party (or external or independent) Ethics Hotline that allows the safeguarding of anonymity, with data stored securely and access to data username/password protected. This should be included in the councillor code of conduct.	<ul style="list-style-type: none"> Recommendation <u>accepted</u>. Establish <u>external independent hotline that is available 24 hours, 7 days a week</u> and that is accessible to all employees, Councillors; Commission members; partners including implementing organizations; consultants; volunteers, interns; members of communities where projects are implemented. Ensure that <u>anonymity is guaranteed</u> Update the <u>Council Code of Conduct</u> to reflect this. 	Before Congress	Head of Oversight. System to be approved by Council	
	6.8.1.d A Whistleblowing policy that protects the rights of individuals who report ethical misconduct of any kind.	<ul style="list-style-type: none"> Recommendation <u>accepted</u>. Establish a whistleblowing policy that promotes a culture of "<u>speaking up</u>" without <u>fear of reprisals</u>, that embodies <u>duty of care</u> to all involved parties <u>respecting their rights and confidentiality</u>, and ensuring that is <u>accessible to all</u> employees, Councillors; Commission members; partners including implementing organizations; consultants; volunteers, interns; communities / members of communities where projects are implemented. 	Before Congress	Council Ethics Committee with Head of Oversight	



Succession Planning Committee

Terms of Reference

Approved by the IUCN Council, decision C/96/3 (March 2019)

1. Background

Following the decision of the IUCN Director General to apply for and accept the post of Executive Director (ED) of the UNEP, the Bureau, in discussion with the IUCN President and Vice-Presidents, agreed unanimously to establish a Succession Planning Committee (SPC).¹

The SPC has held two meetings. The President via email has informed the Council of the decisions and process initiated following the formal approval of the appointment of the IUCN DG by the UNGA on 20 February 2019 and the request for confidentiality was no longer applicable,

2. Objective

The Succession Planning Committee is established as a standard practice in similar international organizations and is part of good and prudent governance and leadership transition. The Succession Planning Committee has the responsibility to ensure smooth transitional secretariat leadership. Under the present circumstances, this responsibility will include facilitating the selection of an Acting DG and developing a TOR for a search committee to identify a new Director General

3. Functions

The Succession Planning Committee will make recommendations, through its Chair, to the Council on the necessary transitional secretariat leadership arrangements.

The Succession Planning Committee will make recommendations to the Bureau, for onward transmission to the Council for decision, on

- a. Accelerating the process leading to global search externally and internally and recruitment of the new Director General, including Terms of Reference (TOR) of a DG Search Committee
- b. Other matters related to succession planning, transitional arrangements and recruitment of new DG.

4. Modus Operandi

The members of the Succession Planning Committee will implement their work primarily via email and conference calls and carry out any face-to-face meetings when needed.

¹ The first Succession Planning Committee (SPC) meeting realized that it would be customary to develop the ToRs of the Committee, which would need more time, information and secretariat services, thus risking the spread of the information. In order to deal with this urgent situation, to start necessary preparations and meanwhile to respect DG Inger Andersen's own wishes not to inform all the Council members and to avoid any adverse impact on her application, the SPC meeting acknowledged the importance of having a succession plan, failing to do which could imply that IUCN was not at all prepared to handle this type of situation for the members of IUCN, international community and donors. In light of this, it was agreed that the ToRs had to be developed later and would be submitted to the Council for validation after DG Inger Andersen is officially approved by the UNGA as the ED of the UNEP, as planned.

The Succession Planning Committee will consult members of the Council, and of the Commissions and of the Secretariat as appropriate.

The Succession Planning Committee will report to the Bureau, after which the Bureau will report to the Council.

5. Duration

The Succession Planning Committee will perform its mandate during the process of setting up Secretariat transitional leadership arrangements until a Search Committee is established, by then the SPC will only do regular succession planning unless decided otherwise by the Bureau.



Council Handbook

February 2021

The present edition of the Council Handbook has been adopted by the IUCN Council as version 1.0 at its 94th meeting (May 2018) in response to the revision commissioned by the IUCN Council at its 88th meeting (April 2016). The Council Handbook was originally approved by the IUCN Council in 2003 and modified in 2005, 2009 and 2011.

Table of Contents

1. ROLE AND FUNCTIONS OF THE IUCN COUNCIL	4
IN GENERAL.....	4
ACTIONS TAKEN BY COUNCIL TO STRENGTHEN ITS STRATEGIC DIRECTION AND OVERSIGHT ROLES	5
2. COMPOSITION OF THE COUNCIL	8
COMPOSITION.....	8
THE ADDITIONAL APPOINTED COUNCILLOR.....	8
PROFILE OF COUNCIL MEMBERS	8
ENSURING THE RIGHT QUALIFICATIONS, SKILLS AND KNOWLEDGE IN COUNCIL.....	9
FILLING VACANCIES IN COUNCIL.....	10
3. INDIVIDUAL RESPONSIBILITIES OF COUNCIL MEMBERS	11
STATUTORY RESPONSIBILITIES, LIABILITY AND ACCOUNTABILITY.....	11
REGISTRE DU COMMERCE	12
CODE OF CONDUCT FOR IUCN COUNCIL MEMBERS	12
THE ETHICS COMMITTEE OF THE IUCN COUNCIL	14
4. THE PRESIDENT	14
5. THE VICE-PRESIDENTS.....	16
6. THE DIRECTOR GENERAL	17
7. THE COMMISSION CHAIRS.....	19
8. THE SECRETARY TO COUNCIL	20
9. THE IUCN LEGAL ADVISER	21
10. MEETINGS OF THE COUNCIL.....	22
11. THE BUREAU OF COUNCIL	27
AUTHORITY OF THE BUREAU	27
THE RULES OF PROCEDURE OF THE BUREAU	27
12. COMMITTEES, WORKING GROUPS AND TASK FORCES	28
13. THE UNION PORTAL'S SECTION FOR COUNCIL	30
ANNEX 1	31
RULES OF PROCEDURE OF THE BUREAU OF THE IUCN COUNCIL.....	31
ANNEX 2	35
STRATEGIC PLANNING AND REPORTING FRAMEWORK	35
ANNEX 3	38
A CODE OF CONDUCT FOR IUCN COUNCILLORS	38
EXAMPLES OF THE IMPLEMENTATION OR INTERPRETATION OF THE CODE OF CONDUCT	54
ANNEX 5	55
PERFORMANCE COMMITMENT FOR IUCN COUNCILLORS.....	55
ANNEX 6	57
IUCN COUNCILLOR ACTIVITY REPORT	57

ANNEX 7	59
SELF-ASSESSMENT OF IUCN COUNCIL MEMBERS AND EVALUATION OF THE IUCN COUNCIL MEETING	59
ANNEX 8	65
HARMONIZED PROCEDURE FOR FILLING VACANCIES FOR TREASURER, COMMISSION CHAIR AND REGIONAL COUNCILLOR.....	65

Historical note:

- v1.0 adopted by Council decision C/94/19 (May 2018)
- v1.1 revisions approved by Council decision C/95/13 and C/95/20 (October 2018)
- v1.2 includes: revisions adopted by Council as part of the Council's Response to the External Review of Aspects of IUCN's Governance (C/VIII of 8 January 2020), procedure for filling vacancies in Council adopted by Council decision C97/8 (October 2019) and a revision of the Performance Commitment of Councillors approved by Bureau decision B/XX, 14 December 2019

Questions and comments on the Council Handbook may be addressed to the Secretary to Council at governancesupport@iucn.org.

1. Role and functions of the IUCN Council

In general

§1 A “component” of IUCN, the Council fulfils the role of what is commonly called the board or governing body in a corporate entity.

§2 The Council has the “*responsibility for the oversight and general control of all the affairs of IUCN subject to the authority, direction and policy of the World Conservation Congress*” (hereafter the “Congress”) which remains the highest organ of IUCN.

§3 The Council’s main roles are to:

- *set strategic direction and policy guidance for the work of the Union;*
- *provide oversight and guidance on the performance of the components of the Union as a whole and of the Director General in particular, encouraging coherence among its component parts;*
- *fulfil its fiduciary responsibilities to the Members of the Union and render account to them on the achievement of the Union’s objectives; and*
- *support the Director General in communicating IUCN objectives and policy, and IUCN Programme to the world community.*

§4 While the Council’s main functions are defined in Article 46 of the Statutes, it has been assigned additional functions in more than 100 provisions of the Statutes, Rules and Regulations as well as in Resolutions, Recommendations and other decisions of the Congress. A list of all provisions of the Statutes, Rules and Regulations defining functions of the Council can be found in Council Decision C/88/7.

§5 Among the most important functions of Council are:

- **in its role to set strategic direction:**
 - give rulings on policy within the general policy of IUCN laid down by the Congress [Stat 46 (a)]
 - provide strategic direction in relation to the development of the draft IUCN Programme and approve the draft IUCN Programme for submission to Congress [Stat 46 (c)]
 - comment on the Financial Plan for the next intersessional period before its submission to Congress [Stat 88 (e)]
 - appoint the Director General [Stat 46 (k)]
- **in its oversight role:**
 - provide oversight and guidance on the performance of the components of the Union [Stat 37 (b) (ii)]
 - review the work of the Commissions [Stat 46 (f)]
 - receive from the recognized National and Regional Committees a report on their activities once a year [Reg 66 (d)]
 - evaluate the work of the Director General [Stat 46 (k)]

Note: the annotations in this column are provided and updated by the Secretary to Council from time to time

Article 15 of the [IUCN Statutes](#) lists the “components” of IUCN. Hereafter, the provisions of the Statutes are referred to as e.g. Stat 15 [Stat 37](#)

[Stat 37](#)

The roles were defined by the 2012 Congress, Decision 24 ([Proceedings](#), p. 49) at the proposal of the Council. See [Congress document WCC-2012-9.4.1/2](#), in particular the “Explanatory Memorandum”

[Stat 46 \(r\)](#)

[Council Decision C/88/7](#) (April 2016), Annex 2, pp. 30-34

See in this regard the [Policy Overseer Procedure approved by Council C/74/17 \(June 2010\)](#)

The components of IUCN are ([Stat 15](#)):

1. Congress
2. Council
3. National and Regional Committees and Regional Fora
4. Commissions
5. Secretariat

- review regularly the implementation of the IUCN Programme [Stat 46 (e)]
- approve the annual report of the Director General and the audited financial statements [Stat 46 (g)]
- **in its fiduciary role:**
 - approve the Work Plan and Budget for the following year [Stat 46 (e)]
 - report and propose motions to the IUCN Members and the Congress on any matter relating to the activities of IUCN [Stat 46 (d) and (p)]
 - schedule and convene the Congress [Stat 23] and make preparations for it including to determine qualifications required for candidates for election to Council [Reg 31] and nominating candidates for President, Treasurer and Commission Chairs [Stat 46 (l)]
 - admit new IUCN Members [Stat 46 (i)]
 - recognize National and Regional Committees [Stat 46 (h)]
 - amend the Regulations [Stat 101]

What Stat 46 (e) refers to as annual “programme” is in fact the annual work plan which Council approves every year

§6 Instead of repeating the long list of statutory provisions, the following section of the Council Handbook focuses on the decisions taken by the IUCN Council (2012-16) to enhance Council’s strategic direction and oversight roles.

See the [Report of the Council to the 2016 Congress](#) for an overview of the decisions of the Council 2012-16 pertaining to the governance of IUCN

§7 To empower the Council to focus on its strategic direction and oversight functions, the Council “delegated” a number of its 100+ functions to the Bureau and the standing committees of the Council. For more detail about the additional responsibilities of the Bureau and the standing committees of Council, see hereafter section 11 about the Bureau and section 12 about the standing committees.

See also [“Enhanced practices and reforms of IUCN’s governance”](#), A3.2 and B3.2 (Council decision C/88/7, April 2016)

Actions taken by Council to strengthen its strategic direction and oversight roles

§8 As part of the “Enhanced practices and reforms of IUCN’s governance” approved by Council in April 2016 (Decision C/88/7) in response to the [“External Evaluation of Aspects of IUCN’s Governance”](#), the Council took the following specific measures to enhance its strategic direction and oversight role:

Annex 2 to [Council Decision C/88/7](#) (April 2016) [External Evaluation of Aspects of IUCN’s Governance](#) (Universalia, November 2015)

a. To enhance its **strategic direction**, the Council will:

- i. develop and approve strategic objectives and priorities for its work, to be adopted at the latest at the second (ordinary) meeting following the Congress, together with a 4-year work plan and a proper monitoring mechanism to be reviewed and adjusted, as required, on an annual basis;
- ii. schedule once a year a dedicated strategic session (half a day) to scan the operating environment in which the Council finds itself and discuss strategic issues including the positioning of the Union and its long term viability. It will

[Reg 44bis](#); [Council Decision C/88/7](#) (April 2016)
Hereafter, the provisions of the Regulations are referred to in an abbreviated way, e.g. [Reg 44bis](#)

[Council Decision C/88/7](#) (April 2016)

- document actions to be taken as a result of these discussions and keep these actions under review;
- iii. maintain a strategic risk matrix enabling Council to fully address the range of strategic risks facing the Union including possible changes in the external and internal operating environments. The “strategic risk matrix” synthesising major risks is presented each year to Council by the Director General;
[Council Decision C/88/7](#) (April 2016)
The strategic risk matrix is different from the risk register which is described below in section b. viii.
 - iv. set strategic priorities for the development of the draft IUCN Programme for the next quadrennium in consultation with the IUCN membership, beginning with a full ‘strategy session’ of the Council midway through the quadrennium. Ensure that Council’s Programme and Policy Committee engages early and plays a lead role in shaping the development of the quadrennial IUCN Programme. The Council ultimately approves the draft IUCN Programme for submission to Congress for adoption.
[Stat 46 \(c\)](#) ; [Council Decision C/88/7](#) (April 2016)
- b. To enhance its **oversight**, the Council will:
- i. will use the comprehensive and coherent “Planning and Reporting Framework” approved by Council in April 2016 (**Annex 2 hereafter**). The Director General, and where appropriate the Commission Chairs, will develop and present to Council the planning and reporting tools that enable Council to fulfil its planning, monitoring and oversight functions;
[Council Decision C/88/7](#) (April 2016) (Cf. in particular the table attached as Annex 4, pages 41-43, which follows hereafter as [Annex 2](#))
 - ii. through the Programme and Policy Committee (PPC), oversee implementation of the [One Programme Charter](#) policy including the use of a range of Programme delivery models and mechanisms to leverage capacities and resources of IUCN Members and Commissions and increase IUCN’s reach, influence, and impact in achieving the Programme results. In addition to reporting on the Secretariat’s responsibilities under the One Programme Charter, the annual report submitted by the Secretariat to Council will progressively include data on IUCN Members’ implementation of the One Programme Charter as Key Performance Indicators (KPI) and data collection systems are being developed and IUCN Members engaged over time in fulfilling their reporting requirements;
[Council Decision C/88/7](#), Annex 2, C3. (April 2016)
 - iii. commission an external review of IUCN’s governance at least every four years, to be delivered in time to inform a Council ‘strategy session’ at mid-term. The Terms of Reference and scope of the external review shall be established by Council and include the review of the IUCN Commissions. The latter will have the purpose of ensuring the necessary renewal of existing Commissions and broader renewal of Commissions or other network mechanisms to meet the knowledge generation, expert and Programme delivery needs of the
[Council Decision C/88/7](#), (April 2016) Annex 2, C4 and A4.7

See e.g. the evaluation carried out by Universalia in November 2015: [External Evaluation of Aspects of IUCN’s Governance](#)

Union. This review will anyway have to be done well before the date fixed for filing nominations for Commission Chairs.

The Management Response to the external reviews of IUCN's governance shall be made by the Council with the understanding that with regard to the Commissions, the responsibility for the Management Response shall be shared between Council and the Director General. Provision for review should be included in the IUCN budget;

- iv. add its comments to the Management's Response regarding any recommendations of the External Review that might address IUCN governance aspects. For this purpose, the Council will be informed of the Management Response to the External Review drawn up by the Director General. The External Review (to be distinct from the "External Review of IUCN's governance") focuses on IUCN Programme implementation and is commissioned by the Director General every four years for delivery towards the end of each quadrennium. The Director General will consult the Council and be advised on the draft Terms of Reference of the External Review taking into account the Director General's responsibility for the implementation of the IUCN Programme as per Article 79 (b) of the Statutes and the Council's role of approving and reviewing the IUCN Programme;
- v. improve Council's oversight of the work of the Commissions through strengthened annual performance reporting by the Chairs to the Council on outputs, outcomes, impact and resources raised against the Commission's work plan approved at the beginning of each term. This is to be integrated into the overall Union monitoring and reporting framework. Council will conduct once a year a session, with the Director General, to discuss the performance of the Commissions. While the Commissions, between sessions of the Congress, report to Council through the Commission Chairs, the Commission Chairs themselves report to the President and not the Council itself because they are members of the Council. This is further elaborated hereafter in section 7.
- vi. assess the performance of the Director General on an annual basis instead of biannually in accordance with the process described in section 6 of the present Council Handbook.
- vii. will receive from the Finance and Audit Committee (FAC) a report of the top 10-15 risks of the Risk Register with its assessment of their impact and probability. The "Risk Register" which the Head of Oversight submits to the FAC is distinct from the "strategic risk matrix" (described above).
- viii. clarify what the "Governance Compliance Inventory" approved in principle by Council in April 2016 should contain and who should present it to Council, taking into account the

[Council Decision C/88/7](#), Annex 2, C4.1 (April 2016)

All external reviews are published on the [IUCN website](#). See e.g. the [External Review of IUCN 2015](#)

[Reg 78bis](#)

[Council Decision C/88/7](#), Annex 2, A4.5 (April 2016)

[Reg 78 \(c\)](#)

For the "strategic risk matrix", see above section a. iii.

[Council Decision C/88/7](#), Annex 2, C9.1 (April 2016)

reports on legal liabilities which the Legal Adviser has been submitting to the FAC.

2. Composition of the Council

§9 The composition, terms of office and the procedure for filling vacancies are described in Articles 38 to 43 of the Statutes and Regulations 45, 45*bis* and 47. The nomination and election of candidates is governed by Regulations 30 to 40*ter* and Rules 74 to 81. These provisions are not repeated here. Instead, the following paragraphs describe additional guidance approved or applied in practice by Council on a number of issues.

Composition

§10 The amendments to the Statutes adopted by the 2012 Congress, applied for the first time during the elections at the 2016 Congress, increased the number of Regional Councillors from 24 to 28 and reduced the number of additional appointed Councillors from 5 to 1, thereby maintaining the total number of Council members at 38.

The 2012 statutory reforms also modified the distribution of the 28 Regional Councillor seats across the eight statutory regions in order to *“better reflect the concentration of high biodiversity, the size of human population and the distribution of IUCN Members in the IUCN regions, whilst taking account of cultural and social ties and political realities”*.

The additional appointed Councillor

§11 Prior to 2012, Council had the ability to “address any remaining imbalances” in the composition of the Council following the voting process at the Congress by appointing up to 5 additional Councillors. The 2012 reforms severely reduced this possibility. Not decisive which criteria to apply for the selection of candidates, the 2012-16 Council did not make an appointment.

Profile of Council members

§12 According to Regulation 31, the Council establishes criteria for the qualities required for the positions of President, Treasurer and Chairs of Commissions and makes them available to all IUCN Members at the opening of the nominations process. The Council approves the **“Profiles for the elected positions”** at least one year prior to the Congress. Although not formally required, the Council also approves a profile for Regional Councillors. The profiles are subsequently attached to the Director General’s “Call for nominations” issued to all IUCN Members in accordance with Regulations 30 and 37. The profiles describe in detail the role and responsibilities as well as the qualifications and other requirements for these positions.

The membership of the IUCN Council 2016-20 with each Council member’s picture, biography and email address can be viewed on the [IUCN website](#).

A [list of Council members](#) (2016-20) as well as the [Council members’ contact details](#) (2016-20) can be downloaded from the Union Portal.

See 2012 Congress document [WCC-2012-9.4.1/8 Rev 1 CG Stat 38 \(f\) and 39](#)

See [Stat 39](#)

Quote from the Council Handbook 2003 (p. 14)

On 2 May 2018, Council appointed an additional Councillor (C/94/20) requesting the Governance and Constituency Committee to develop a proposal for Council to exercise its rights under Stat 38 (f)

[Reg 31](#)

See [C/85/8 Annex 3](#) (May 2015) for the profiles approved for the nomination of candidates for election at the 2016 Congress

§13 The **Call for nominations** for Regional Councillor candidates issued on 6 November 2015 asked IUCN Members, when making their nominations, to *“bear in mind the need for gender balance within the Council, and also for a reasonable balance between candidates from the governmental and non-governmental sectors”*. It further explained that in light of the Council’s role to set strategic direction and exercise oversight for the Union, *“nominees should be individuals able to contribute to providing strategic direction and to the discussion of specific policies, as well as to guiding the finances, Programme direction and membership development of the Union. While an understanding of conservation science is a valuable attribute in a Councillor, candidates should understand that equally important attributes are knowledge of conservation and broader social and economic policy, the running of large organizations, and the ability to substantially influence the policies and practice of conservation and ecologically sustainable development in their region. While each Council member is expected to take a global view of the role of the Union in achieving its mission, it is important that Regional Councillors are also able to bring perspectives from the regions to Council and to promote the work of IUCN in the regions.”*

[Call for nominations 6 November 2015](#)

§14 With the purpose of providing the IUCN Members with real democratic choice and of demonstrating that elected Councillors have a global role in governing the affairs of the Union as opposed to representing regional interests, the Council requested in April 2016 that the next “Call for nominations” (for the elections at the 2020 Congress) provides guidance to IUCN Members encouraging them to nominate for each Region **at least one more candidate than the number of seats allocated** for the Region concerned in Article 39 of the Statutes.

[Council Decision C/88/7, Annex 2, A2.](#) (April 2016)

§15 When discussing a “Strategy for Gender Mainstreaming at the 2016 Congress” during its 87th Meeting (October 2015), the Council modified the Terms of Reference of Council’s Nominations Committee including in its methodology for assessing candidates for President, Treasurer and Commission Chairs: *“gender balance including one of two candidates for President, balance among Commission Chair nominees and nominees for Treasurer, depending on nominations received and qualifications”*.

For the ToR of the Nominations Committee: see [C/87/14 Annex 9](#) (October 2015)

Ensuring the right qualifications, skills and knowledge in Council

§16 Among the gaps in qualifications, skills and knowledge in Council described in the [External Evaluation of Aspects of IUCN’s Governance](#) (November 2015), the Council identified “strategic communications, fundraising, finance, information technology, and reach and influence into international finance, business and economic sectors”.

[Council Decision C/88/7 Annex 2, point A1.1](#) (April 2016)

§17 As part of the “Enhanced practices and reforms of IUCN’s governance”, the Council resolved to address this issue in the following three ways:

[Council Decision C/88/7 Annex 2, points A1.2 to A1.4](#) (April 2016)

- i. Strengthen the qualifications of Councillors to be elected by the next Congress through:
 - early notice to the IUCN Members of the qualifications, skills and knowledge required for the next election
 - stronger list of qualifications in the call for nominations for all Council positions including filling gaps needed by Council.
- ii. Use the possibility to include external individuals in Council committees, working groups and task forces in order to bring in needed skills and knowledge as provided for in Regulations 59 and 60 and the possibility to invite these individuals to participate as observers with the right to speak in the Council plenary.
- iii. Strengthen capacities and knowledge of IUCN for newly elected Council members including through:
 - more substantive learning opportunities about the roles, responsibilities and processes of Council at opening Council retreat;
 - mentoring of new Councillors by 2nd term Councillors.

Filling vacancies in Council

§18 Article 43 of the Statutes provides that Council may fill any vacancies for the President, Treasurer, Councillors and Chairs of Commissions that may occur, for the balance of the term concerned. With exception of the case of filling the vacancy in the Presidency of IUCN, for which the Regulations clearly state that it has to be filled from among the Vice-Presidents, there is no specific procedure for filling other vacancies. The only indication in the Regulations is that “Council shall follow, whenever possible, the procedures and conditions provided for in the Statutes for the election or appointment to the post in question”. For this reason, guidance has been developed over the years as follows.

§19 Vacancies for Treasurer, Commission Chair and Regional Councillor are filled in accordance with the procedure approved by Council in October 2019 on the basis of Regulation 47, replacing any previous decision of Council or its Bureau regarding the procedure for filling vacancies for these positions. (Attached hereafter as Annex 8 to the Council Handbook)

(§20-21 were removed following Council's approval of the procedure for filling vacancies)

§22 The situation in which a Commission Chair resigns must be distinguished from that in which the (appointed) Deputy Commission Chair acts in the place of the Chair whenever the latter is unable to act as the Chair, be it due to an absence or an incapacity of the Chair. In this case, the Council does not need to make an appointment.

[Stat 43 and Reg 47](#)

[Reg 47](#)

In April 2018, the Council appointed a new Treasurer ([C/94/3](#)) to fill a vacancy, based on a process approved by the Bureau ([B/73/1, November 2017](#))

Council decision [C97/8 \(October 2019\)](#)

Reg 46. Cf. for example [Council decision taken by email on 27 April 2016](#) to adopt a “Process for the Council's nomination of a new candidate Chair of CEC 2017-20”

3. Individual responsibilities of Council members

Statutory Responsibilities, Liability and Accountability

§23 Councillors have a “fundamental obligation to serve IUCN with **diligence and integrity**” (Article 59 of the Statutes). They must **disclose any potential conflict of interest** on matters under consideration by the Council and refrain from participating in the discussion and voting on these matters (Article 60 of the Statutes), and cannot vote on matters where they or their close relatives have any legal or financial interest (Article 61 of the Statutes). In addition, they **cannot receive any remuneration from IUCN** or any component of IUCN other than reimbursement for expenses incurred in the discharge of their duties [Article 63 of the Statutes and Regulation 48 (a)]. This is further elaborated in the Code of Conduct; see also hereafter §34.

§24 Members of Council **serve in a personal capacity**, not as representatives of their respective States or organizations (Article 62 of the Statutes). Council members may contribute a regional perspective but are expected to give precedence to the best interests of IUCN. Council has put its faith in the individual Council member’s capacity to serve well as a Council member, not as a representative acting under instruction. Without this distinction, the autonomy of Council would be lost and artificial divisions would arise.

§25 Council members should inform and obtain input and feedback from IUCN Members, National and Regional Committees, and Regional Fora on the provisional agendas for upcoming Council meetings and on their reporting the results of Council meetings to IUCN Members. The Councillors’ role is to provide explanations on the agenda, encouraging Members to provide input to global decision making and to promote Council decisions, through submission of comments to the Director General prior to meetings of Council. Councillors should have regular contacts with the Regional Committees and, to the extent they are available, also the National Committees, and the Global Group for National and Regional Committee Development, in view of articulating their insights in changes in the external environment that affect IUCN. The President reminds the National and Regional Committees, and the Global Group for National and Regional Committee Development from time to time, requesting their cooperation for implementing this aspect of Council’s function to set strategic direction for the work of the Union.

§26 Council members shall maintain an **effective relationship with the Director General** and, through him/her, the Secretariat staff in view of enabling them to work to the same purpose through clarity of and respect for the authority and responsibilities of Council and the Director General, respectively, and with the highest professional and ethical standards.

§27 Article 65 of the Statutes provides for the **suspension and expulsion of a Council member** if s/he “acts in a manner seriously inconsistent with that Council member’s duties”. Such action has to

[Stat 59-63](#)

By decision C/94/19 (May 2018), the Council adopted the:

- a. “**Performance Commitment for IUCN Councillors**” which all elected and appointed Councillors are invited to sign at the time of their nomination or appointment. Cf. [hereafter Annex 5](#);
- b. “**IUCN Councillor Activity Report**”, encouraging all Councillors to report to Council on activities as an IUCN Councillor – at global level, regional level and national level - at the end of each period between Council meetings. Cf. [hereafter Annex 6](#);
- c. “**Self-Assessment of IUCN Council members and Evaluation of the IUCN Council Meeting**” Cf. [Annex 7](#) hereafter.

[Code of Conduct for IUCN Council members](#), Part IV j. 8.

[Council decision C/III of 8 January 2020](#) (p.12) approving the Council Response to the External Review of Aspects of IUCN’s Governance (6.2.3.b)

[Reg 48 \(b\)](#)

be taken by the Council by a two-thirds majority of the votes cast. If warranted, Council can also authorize legal action against an expelled Council member to recover any IUCN assets taken or damaged by that individual.

§28 A Council member's position on Council may be declared vacant if that person is **absent from three consecutive meetings of Council** without having been given leave of absence, i.e. provided good justification approved by Council (Article 64 of the Statutes). Since Council's approval of "Enhanced practices and reforms of IUCN's governance" (April 2016), this authority has been "delegated" to the Bureau. Note in this regard the longstanding practice, originating in a decision of the Council, to indicate in brackets in the Call for nominations the number of Council meetings which each Regional Councillor attended since the last session of the World Conservation Congress.

§29 Councillors are protected against the **risk of legal liability** by the Statutes, which specify that "IUCN shall indemnify members of Council, to the extent permitted by law, against claims arising from the normal exercise of their functions" (Article 93 of the Statutes). A copy of the insurance policy is available, upon request, from the Secretary to Council.

Registre du Commerce

§30 In accordance with the Swiss Law of Associations, IUCN has been registered in the (cantonal) Registre du Commerce (the equivalent to "Company House" in the UK) and is required to update the registered information (ORC 27), including personal information of all Council members [ORC 24 a) and b)]. This information includes name, birth date, origin, postal address and copy of their passport.

Most modifications (updates) of the Registre du Commerce must be

- i) signed by two members of the Council authorised to sign and
- ii) supported by evidence of a decision of Council or Congress, as appropriate (ORC 23).

This obligation finds its origin in Swiss Law and does not in any way modify the decision and signatory authorities established in IUCN's Statutes.

§31 For practical purposes, the Council has appointed, in addition to the President, the Treasurer and the Councillor from Switzerland as members of Council with the authority of the Council for any two of them to sign jointly on behalf of IUCN.

Code of Conduct for IUCN Council members

§32 The duties of Council members are further defined, and explained with more detail, in the Code of Conduct as:

- Reasonable care
- Loyalty
- Respect

[Council Decision C/88/7](#), Annex 2, point A3.2 (April 2016). See also [Reg 57](#) and the Rules of Procedure of the Bureau, paragraph 2 (Annex 1 hereafter)
See e.g. the [Call for nominations 6 November 2015](#)

ORC: Ordinance
"Registre du commerce"
CO: Code of Obligations

See e.g. [Council decision C/91/5](#)

[Code of Conduct for IUCN Council members](#) approved by Council at its 68th Meeting (November 2007) and amended from time to time. Attached hereafter as [Annex 3](#)

- Transparency
- Confidentiality.

§33 Part IV of the Code of Conduct requires Council members to observe the highest standards of ethical conduct which it defines with much detail. Some of these standards of conduct which on occasion give rise to questions are highlighted hereafter.

§34 **Conflicts of interest.** Part IV b. of the Code of Conduct provides a definition of conflict of interest. Whenever a Council member is in a conflict of interest situation as defined in the Code, that Council member is under an affirmative duty of disclosure to the Ethics Committee and shall refrain from participation and voting on those matters as already mentioned in §23. If the conflict is apparent or potential rather than actual, Council members should seek the advice of the Ethics Committee of Council about whether they should recuse themselves from the situation that is creating the appearance of or potential for conflict.

§35 In Annex 4 hereafter, the Ethics Committee for a record and for additional guidance to the Committee will, from time to time, insert examples of the implementation or interpretation of the Code of Conduct. These examples will be based on determinations made by the Ethics Committee in concrete cases or in response to requests for clarification or guidance from Council.

§37 **Disclosure of interests.** Part IV a. requires each Council member to submit an annual disclosure form to the Chairperson of the Ethics Committee. (Appendix 2 to the Code of Conduct which follows hereafter as Annex 3 of the Council Handbook)

§38 **Consensus.** Once a final decision has been taken on a matter before Council, Council members have also a duty to support that decision.

§39 **Public statements.** According to Article 79 (e) of the Statutes, the Director General is the designated authority to issue statements in the name of IUCN. When making public statements verbally or in writing, Council members should therefore make it clear whether they are communicating in their personal capacity or on behalf of IUCN, and in the latter case, they should make it clear in what capacity and that authority has been received from the Director General to do so. Council members may not represent any organizations in addition to IUCN at the same time whilst making any public statement, except where IUCN and such other organizations have explicitly authorized such representation beforehand. Before Council members engage in making any public statements, including speaking to the media, Council members need to ensure that they meet a number of criteria defined in the Code of Conduct, including to ascertain whether or not the matter is being dealt with in the Secretariat and obtain relevant information from the Director General who – as mentioned above - is the designated authority to issue statements in the name of IUCN (Article 79 (e) of the Statutes).

Approved by decision [B/70/5](#) of the Bureau of the IUCN Council (June 2017)

(§36 of the draft Council Handbook was removed because its content had been incorporated in the Conflict of Interest Declaration Form)

The Conflict of Interest Disclosure Form was approved by Council decision C/95/20 (October 2018) together with consequential amendments to the Code of Conduct

[Stat 79 \(e\)](#)

§40 **Adhere to the Code and signature.** As required by the Code of Conduct, a copy of the Code is attached to the nomination forms for any person seeking or accepting to stand for election or appointment to a position on Council. By signing a nomination to be elected or appointed as a Council member, such a candidate agrees to submit to the provisions in the Code of Conduct both during and, where relevant, after their term has expired (e.g. in relation to confidentiality, respect etc.).

[Code of Conduct for IUCN Council members](#), Part V c.
See the [Call for nominations 6 November 2015](#) in particular the [nomination form](#) attached to the Call for nominations of Regional Councillor candidates

§41 The Code also requires Council members to sign two original counterparts of the Code during the first full meeting of Council after the World Conservation Congress (with a special procedure for those absent from that meeting). In the event of a Council member failing to sign the Code, the individual concerned will be considered as having acted in a manner seriously inconsistent with that Council member's duties and the provisions in Article 65 of the Statutes shall apply.

The Ethics Committee of the IUCN Council

§42 Consistent with Regulation 48 (c) (iv) which provides that the Vice-Presidents assist the President, on request, in the management of Council, including the facilitation of resolution of conflicts between Councillors and of questions of ethics, should they arise [...]", the **Vice-Presidents** will constitute the Ethics Committee. The Ethics Committee shall be responsible for consideration and administration of all matters relating to the Code of Conduct and for assisting the Council in implementing the provisions of Article 65 of the IUCN Statutes and all other statutory provisions relevant to the ethical conduct of Council members. Part V of the Code of Conduct contains detailed provisions for the implementation of the Code and includes an Annex defining a "Procedure for dealing with issues submitted to the Ethics Committee for consideration and decision".

[Code of Conduct for IUCN Council members](#), Part V

[Code of Conduct for IUCN Council members](#), Annex 1

§43 The Ethics Committee of Council can be contacted via the Secretary to Council who also acts as the Secretary to the Ethics Committee.

4. The President

§44 Although the Statutes say little about the position of the President compared with that of the Director General, the role of the President of IUCN is of particular importance to the effectiveness of both IUCN and Council. Presidents are often called upon to represent IUCN to the outside world in controversial issues, to open doors for the organization to high-level representatives of other bodies and governmental authorities, to present the case for conservation and IUCN at global conferences, and to increase IUCN's visibility among non-conservationists by lending their credibility to the Union's cause. In view of the above mentioned Article 79 (e) which designates the Director General as the person authorized to make statements on behalf of IUCN, it is important that the President coordinates with the Director General and the Secretariat prior to making public statements.

Based on [Council Handbook \(2003\)](#), p. 27

[Stat 79\(e\)](#); see above §39

§45 The President may be nominated by Council or by IUCN Members for election by the World Conservation Congress. However, Council is expected to set out criteria for the qualities required in a President. The requirement in Article 42 of the Statutes, limiting Council members to two consecutive terms in any office, applies to the President as well. The Regulations provide that in the case of a vacancy in the Presidency, Council will fill the position from among the Vice-Presidents.

[Stat 27; Reg 30-35](#)

[Reg 31](#)

[Reg 47](#)

§46 The President may convene a meeting of the Council whenever necessary, even during the Congress, and shall do so if requested by one-third of the members of the Council. The President usually chairs the Congress and Council meetings, and presides over the Bureau. The same rules regarding commitment and performance that govern individual Councillors also apply to the President.

[Stat 51; Reg 50](#)

[Stat 26, 52; Reg 57 \(a\)](#)

§47 The President plays a major role in setting up the Bureau and Council Committees. As part of the Council approved “Enhanced practices and reforms of IUCN’s governance”, the Council confirmed that, as was practiced at the first ordinary Council meeting of the 2013-16 term, the four Vice-Presidents, the Chairs of the standing committees of the Council and the two Regional Councillors members of the Bureau may be appointed by consensus decision of the Council on the proposal of the President following consultation with Council members. This has been considered the best way to try to build consensus in the Council and thereby strengthen the credibility of and trust in the bodies that Council will establish to assist it to fulfil its mandate. In this regard, making the comparison with a parliament receiving the prime minister’s proposal for the cabinet, the IUCN President should have the possibility to consult and build consensus, and only call for a vote or an election if consensus does not appear to be possible. It is also a good way to ensure an appropriate geographical and gender distribution in the Bureau (required by Article 46 (j) of the Statutes) and the appointment of individuals with the necessary qualifications, commitment and availability to properly exercise the duties inherent in these functions.

[Council decision C/88/7](#), pp. 22-23 point A3.1 (April 2016)

This new practice has been codified in the Rules of Procedure of the Bureau, paragraph 4 (Annex 1 hereafter)

For the practice in 2013-16, see the [summary minutes of the 81st Council meeting \(January 2013\)](#)

§48 But perhaps the most critical demand on the President is to develop a positive working relationship with the Director General, who should be able to feel confident enough to bring issues to the President for advice and counsel. Both the President and the Director General should view their mutual relationship as a partnership, and see their mutual effectiveness as linked to the quality of their working relationship.

[Reg 48 \(b\)](#)

§49 The President’s prime duty is to be an effective Chair of Council and show leadership in the Council’s discharge of its Statutory functions. Just as the Director General is responsible for the effective management of IUCN operations and programmes, the President is responsible for the productivity and conduct of Council. The President establishes a model for Council’s relationship with the Director General and Secretariat staff, and encourages productive and respectful relationships among Council members. The President helps to focus the Council’s attention on the policy and governance

needs of the Union by shaping appropriate agendas for Council meetings, ensuring that Council members have the information they need to fulfil their oversight responsibilities, and conducting Council meetings and discussions in a way that leads to constructive decision-making and planning.

§50 Given the international nature of IUCN's work and the logistical challenges of bringing together Council members from distant locations for meetings, the President should review carefully the leadership and effectiveness of Standing Committees, and how information is communicated between meetings of Council. It is particularly difficult to balance the demands of efficient decision-making with the desire to involve the full Council in this function. The President should ensure that appointments to committees and task forces within Council are made as democratically and transparently as possible, taking also into account the expertise required for the specific tasks. The President should take the lead in defining the process for the review of the Director General's performance and making clear the parameters of the evaluation. In 2016, the Council amended the Regulations to specify that the President and Vice-Presidents comprise the evaluation committee of the Director General.

[Reg 48 \(c\) \(v\)](#)
[Council decision C/88/7](#),
Annex 2, C5 (April 2016)

§51 Within the Union, the President participates on committees, works closely with the Secretariat, and consults as appropriate on Union-wide initiatives. Since the President also plays an important role as an ambassador and representative of IUCN in building relationships with Members as well as with governmental and private sector organizations of importance to IUCN, the President's activities can be particularly significant in relation to programme development and resource mobilization.

§52 Official correspondence for the IUCN President should be addressed to president@iucn.org. The mailbox is managed by the Senior Governance Manager (Secretary to Council) and the Governance Assistant who coordinate the Secretariat support to the IUCN President.

See also the IUCN
President's page on the
[IUCN website](#).

§53 Personal correspondence for the President should be addressed to her/his private email address.

5. The Vice-Presidents

§54 The Council elects or appoints from among its members, up to four Vice-Presidents, chosen with due regard to geographical distribution and gender balance.

[Stat 46 \(j\); Reg 45 \(c\)](#)

§55 Their role as defined in the Statutes and Regulations is as follows:

[Stat 51-52; Reg 48 \(c\), 50](#)

- Chair the Council and the sittings of the Members' Assembly at the request of the IUCN President or in her/his absence;

See also the [Profile of Vice-President](#) attached as Annex 4 to the President's letter to

- Support the President with advice and assistance on matters related to Council (transparency and accountability of Council, the management of Council including facilitation of resolution of conflicts between Councillors and of questions of ethics, any other duties as may be assigned to them);
- Assume membership of the Bureau of the Council (two Vice Presidents for the first two years of the term, followed by the other two Vice Presidents for the remaining two years of the term);
- Be member of the Congress Steering Committee;
- Act as Ethics Committee of Council;
- Act as the Nominating Committee for the election of the Bureau, the committees of Council and the appointment of the additional Councillor;
- Together with the President, constitute the evaluation committee of the Director General.

Council of 11 December
2012

6. The Director General

§56 **Role and functions.** The Director General is the chief executive of IUCN and the head of the IUCN Secretariat, as well as the head of the secretariat for the Congress. Her/his functions and duties are defined in the Statutes and the Regulations.

[Stat 78](#)
[Stat 79-84 and 88; Reg 88-90](#)

§57 The position of Director General, priorities and core competencies (Terms of Reference) are described in the “Vacancy Announcement Director General” approved by Council in November 2013, Annex 2, pp. 25-28.

[ToR of the DG](#), p. 24
approved by email ballot
of the Council, 4
November 2013

§58 **The Director General and the Council.** The Director General shall be subject to the authority of the Council. The Director General or her/his representative is entitled to attend and speak at meetings of the Council and any subsidiary body established by the Council without the right to vote.

[Stat 78](#)

[Stat 80](#)

§59 As the chief executive of IUCN, the Director General presents proposals on management and is expected to give Council the information essential to deliberations as well as to enlighten its members about the operations of IUCN and provide a link between Council and Secretariat staff. In this role, the Director General may be supported by other senior staff from the Secretariat. The Director General plays a significant role in contributing to the effectiveness of Council. He or she has access to information of value to Council deliberations and is responsible for providing such information to Council on a timely basis. Between Council meetings, the Director General also facilitates communications between management and Council, and assists Council committees in the performance of their functions. In this respect, a positive relationship with the President can play a significant part in the Director General’s effectiveness.

§60 The Director General submits annual **work plans and budgets, and reports**, to Council in accordance with the **Strategic Planning and Reporting Framework** approved by Council. The Director General submits the (corporate) annual report for approval to the Council as well as the audited financial statements. In addition, the Director General presents to each meeting of the Council a verbal report on the accomplishment of her/his functions since the previous Council meeting. Since 2012, the Director General has also issued monthly activity reports for all Secretariat staff and Council.

§61 **Director General's performance evaluation.** In April 2016, the Council modified the procedure for the Director General's evaluation approved in 2011 included in the Council Handbook to specify that Council establishes performance objectives and the President and Vice-Presidents assess the performance on an annual basis instead of biannually, and for the results to be reported to Council annually in a closed meeting.

§62 The procedure henceforth reads as follows:

1. The Council approves annual performance objectives for the Director General. The procedure approved in 2011 specified that the objectives be formulated along 5 core areas of performance in keeping with the One Programme Charter (promoting synergies among all strands of the Union):
 - Strategic Leadership in conservation
 - Fundraising and Financial Management
 - Operational and Change Management
 - Programme Management
 - External Liaison and Public Image
 - Human Resources Management
2. The President and Vice-Presidents who together form the evaluation committee of the Director General, assess the performance on an annual basis.
3. The President reports the results annually to Council in a closed meeting. The procedure approved in 2011 specified that the evaluation be based on:
 - the objectives approved by Council
 - the Director General's self-assessment
 - the results from an electronic 360° feedback questionnaire.

§63 **Recruitment of a Director General.** In the absence of detailed provisions in rules and procedures, this section lists the steps which have been taken in the most recent selection processes:

- the Council or its Bureau decide to establish a Search Committee for the selection of the IUCN Director General
- the Council or the Bureau appoint the members of the Search Committee for the IUCN Director General
- Council approves the Terms of Reference of the Search Committee for the IUCN Director General, the Terms of Reference of the IUCN Director General (or the vacancy

Annex 2 hereafter. See also p. 4, section b. i.

[Stat 46 \(g\) and 83](#)

[Council decision C/88/7](#), Annex 2, C6. (April 2016)

Council decision C/76/5 (May 2011) had modified the procedure described in the Council Handbook (2003)

See e.g. [C/88/28 \(Annex 21\)](#) (April 2016) for the Director General's Objectives 2016

HR Management was added by [Council dec. C/III of 08.01.2020](#) (p. 12) approving the Council Response to the External Review of Aspects of IUCN's Governance (6.3.3.a)

[Reg 48 \(c\) \(v\)](#)

See e.g. Bureau decision [B/60/5 of 17 June 2013](#), Annex 1

Cf. the [Bureau decision of 26 August 2013](#) adopted by email exchange establishing the Search Committee (consisting of the President, the 4 Vice-Presidents, 1 Commission Chair and 1 Council member with a legal background)

Cf. decisions approved by email ballot of the

announcement), the process and timeline, and the cost estimate or budget of the recruitment process

- the Council appoints the Director General.

Council on 4 November 2013:

1. [ToR of the Search Committee](#), pp. 25-26
2. [ToR of the DG](#), p. 24
3. [Process and timeline for the recruitment of a new Director General](#)
4. [Estimated cost of the recruitment of the DG](#)

Cf. [Council decision of 27 August 2014 \(by email exchange\) appointing the Director General](#), p. 33

7. The Commission Chairs

§64 This section focuses on specific responsibilities of the Commission Chairs as members of the Council and does not repeat the provisions of the Statutes and Regulations regarding the Chairs' authority and responsibilities as chairs of the Commissions.

§65 Since April 2016, the Regulations make it very clear that between sessions of the Congress the Commissions are accountable and report to the Council through the Commission Chairs while the Commission Chairs are accountable and report to the President and not the Council itself because Commission Chairs are full voting members of the Council.

§66 New Regulation *78bis* enhancing **Council's oversight of the work of the Commissions** through strengthened annual performance reporting, and an annual session of the Council to discuss the performance of the Commissions, has been mentioned above in the section "Strengthening Council's strategic direction and oversight roles".

§67 The President, in the presence of the Director General, shall undertake an **annual appraisal of the performance of each Commission Chair** in relation to the annual work plan and the mandate of that Commission. The process used to be agreed between the President and the Chairs at the beginning of each term. During the term 2009-12 and again in 2013-16, the performance appraisal comprised 360° anonymous feedback carried out at mid-term by the Global Human Resources Group with the help of an electronic tool. In the year preceding and that following the feedback questionnaire, the President, Director General and the Chairs held a group meeting to discuss issues and take measures to improve the functioning of the Commissions.

§68 **Potential conflict of interest.** Commission Chairs are members of the Council. To avoid possible conflicts of interest, Regulation 78 (b) was amended in April 2016 in order to require each Commission Chair to recuse her/himself from the Council discussion

[Reg 78 and 78bis](#)

See section b. v. on p. 4

[Reg 78 \(c\)](#)

[Reg 78 \(b\)](#)

and decision/vote concerning their respective Commission's Operation Fund. In other words, once each Chair has presented her/his proposals for her/his Commission's draft Commission Operation Fund, they refrain from intervening in the discussion. When the discussion is concluded, the President will invite them to respond to the comments made, following which the President will invite the Council to take a decision. The Chairs of the Commissions will recuse themselves from voting.

§69 The same protocol applies to the discussion and approval of the draft Commission mandates to be proposed by Council to Congress.

§70 Note that Regulation 78 (b) is written in the singular form when describing the protocol for the approval of the Commission Operation Fund and in the plural form when doing so for the Commission mandates. It means that a Chair may intervene in the discussion about the Operation Fund of another Commission than her/his own, while none of the Chairs may intervene in the discussion of any of the draft mandates of the Commissions.

§71 **Deputy Commission Chairs.** Deputy Commission Chairs are appointed by Council on the proposal of the Chair of each Commission and shall act in the place of the Chair whenever the latter is unable to act as the Chair.

§72 According to Article 44 of the Statutes, the Deputy Chairs of IUCN Commissions shall be entitled to participate in meetings of the IUCN Council and shall be entitled to vote in the place of the Chair of their Commission when that Chair is absent.

"Absent" has been applied in a restricted way, to mean: absent from the venue of the Council meeting, taking into account that a Commission Chair, as every other Council member, has only one vote; the Deputy Chair is not a member of the Council or a Council committee; and the Deputy Chair is only authorized to act in the place of the Chair when the latter is unable to act. If present at a Council meeting together with her/his Commission Chair, the Deputy Chair may observe the meeting of the Council or the Council committees, and her/his travel and accommodation costs will have to be borne by the respective Commission Operation Fund.

Cf. the [summary minutes of the 88th Council meeting](#), p. 8

[Stat 46 \(m\) and Reg 46](#)

8. The Secretary to Council

§73 **Role and function.** In April 2016, the Council formalized in the Regulations the function of 'Secretary to Council', with the purpose of ensuring that:

- independent advice and support to the President and Council was available, in the sense that the Secretary should be able to work in confidence with the Council on matters on which the Council expects confidentiality;
- Council adhered to the provisions in the Statutes, Rules of Procedure of the Congress and Regulations related to Council and its subsidiary bodies.

[Reg 56bis](#)

§74 **Appointment.** Should the incumbent leave his or her position as Secretary to the Council, the Director General will appoint the Secretary to Council after consulting the Council and the President with regard to the proposed candidate.

§75 During the 88th Meeting of the Council (April 2016), the Director General explained that when the Secretariat delivers a service to Council, there will always be consultation with the Council. Such a service may at times include confidentiality. But the employment contract of the member of the Secretariat staff appointed to act as Secretary to Council including the salary level and the performance review will be made by the Secretariat. It was important to provide continuity and safeguard the position of Secretary from becoming “political”.

[Council decision C/88/7](#), paragraph 8 & Annex 2, B2.4. After clarifying that the Senior Governance Manager had the responsibility to service the Council, the Council approved the Director General’s appointment of the incumbent of the position as Secretary to Council. Cf. also the [summary minutes of the 66th Bureau February 2016](#), p. 3 and the [summary minutes of the 88th Council meeting](#), p. 4

9. The IUCN Legal Adviser

§76 **Role and function.** The Legal Adviser provides the legal advice and services described in Regulation 85 to all components of IUCN and in particular to the World Congress, the Council and the Secretariat (Stat 85 and Reg 85). This advice covers governance matters (e.g. any matter related to IUCN’s governing bodies and statutory documents) and corporate matters (e.g. any matters related to the conduct of the business of IUCN).

[Stat 46 \(o\), 85 and 86;](#)
[Reg 45 \(d\), 85-87](#)

§77 In addition, the Legal Adviser is in charge of monitoring and ensuring the accuracy of the electronic voting process (Reg 94f), both in the framework of the motions process and in inter-sessional votes of Members.

§78 **Appointment.** The IUCN Legal Adviser is appointed by Council at the recommendation of the Director General and for a term to run concurrently with its own, which means that the appointment of the Legal Adviser is on Council’s agenda at the beginning of each term. In April 2016, the Council “delegated” this function to the Bureau. It has been a constant practice not to appoint a new Legal Adviser for each term but to confirm the appointment of the current incumbent in order to ensure continuity.

Cf. [Annex 1 hereafter](#)
(Appendix to the Rules of Procedure of the Bureau)

§79 **Legal Adviser and Council.** The Legal Adviser participates and has the right to speak at meetings of the Council and all its subsidiary bodies without the right to vote (Stat 86). S/he provides independent legal advice and opinions on all matters that may be referred to her/him by Council, its subsidiary bodies or members of the Secretariat for final review and/or advice. This includes the review of specific issues or documents and the interpretation of, and drafting of new provisions or amendments to the Statutes, Rules and Regulations.

10. Meetings of the Council

§80 **Rules of Procedure.** The rules of procedure of the Council are articulated in Articles 51 to 57 of the Statutes and Regulations 49 to 56. The following paragraphs highlight some of the procedures while describing how they have been applied in practice or how the Council has decided to implement them.

§81 **Frequency of face-to-face meetings.** The Statutes prescribe that the Council must meet at least once a year (Article 51). The practice has been to meet twice each year with the Bureau and Council committees and task forces meeting intermittently, as required, by electronic means or telephone, or holding discussions and adopting decisions by electronic mail.

§82 **Venue.** In 2011, the Bureau decided at its 55th meeting “to explore opportunities to hold one Council meeting outside the IUCN Conservation Centre where dedicated funds to cover incremental costs have been secured, and there is a demonstrated opportunity to increase IUCN profile and influence and/or make a major contribution to advancing the conservation agenda”. Following financial commitments received from the hosts concerned, the Council met in New Delhi (India) in November 2011 and in Hainan (China) in October 2015. The Council also decided to convene in Sydney in November 2014 at the occasion of the World Parks Congress following Council approval of additional unbudgeted expenditure. It has also been the practice to hold short (half a day) meetings on the eve of the opening of the Congress and immediately following the closing of the Congress.

§83 **Format.** At the same 55th meeting, the Bureau also decided to “fix the period for face-to-face meetings of Council at 4 days, including Committee and Task Force meetings”. Since then, the practice has been to restrict the Council meetings to 3 days, including two days of plenary meetings and one day of standing committee meetings, preceded by one day for meetings of task forces and working groups (e.g. the Bureau, the Congress Preparatory Committee, the Nominations Committee, subgroups of the standing committees (e.g. the GCC subgroup on governance issues), the Private Sector Task Force).

§84 As part of the “Enhanced practices and reforms of IUCN’s governance”, the Council advised that the mode of Council and subsidiary body meetings/work should go beyond the face-to-face meetings and involve more and improved means for online communication and meetings of smaller groups (with the cost-effectiveness properly analysed). Council should also apply a diverse range of meeting methods leading to strategic decision-making and adequately support the Chair (President, Vice-Presidents). Council should promote an organisational culture that will include the practice in Council of sharing responsibility and preparing Vice-Presidents for the eventuality that they might have to chair.

[B/55/4 \(15 February 2011\)](#)

[C/83/19 \(May 2014\)](#)

[B/55/4 \(15 February 2011\)](#)

[Council decision C/88/7, Annex 2, B2.2 and B2.3 \(April 2016\)](#)

[Council decision C/MII of 8 January 2020 \(p.12\)](#) approving the Council Response to the External Review of Aspects of IUCN’s Governance (6.4.1.c)

§85 **Agenda preparation** for each Council meeting starts with strategic guidance and priority setting by Council at the end of the previous meeting and subsequently involves the Chairs of the subsidiary bodies of the Council. The Secretary to Council distributes for comments a preliminary agenda two months before the meeting. The draft agenda incorporating the comments from Council members will be finalized by the President and Director General and distributed one month prior to the meeting. Exceptional late distribution will be explained to the Council. The Council formally approves the agenda. The agenda indicates (with a colour code) which items constitute strategic direction, oversight or fiduciary responsibility of Council.

[Council decision C/88/7](#), Annex 2, B2.1 (April 2016)

[Council decision C/MII of 8 January 2020](#) (p.12) approving the Council Response to the External Review of Aspects of IUCN's Governance (6.3.1.a)

§85*bis* **Presentation time** in Council and standing committee meetings should be limited in order to allow sufficient time for discussion. In advance of each meeting, the President and chairs of the standing committees provide specific guidance on the length of various presentations in function of the objectives and priorities they set for each meeting, in consultation with the Director General and the Secretariat's focal point for the relevant committee. **All reporting and updates** should be done in writing (document or PowerPoint, or other tools, and IT systems updated accordingly) and distributed two weeks in advance of the meeting, with exceptions to be explained to Council in the same way as for documents (cf. §94).

[Council decision C/MII of 8 January 2020](#) (p.12) approving the Council Response to the External Review of Aspects of IUCN's Governance (6.3.1.b)

Idem (6.3.2.b)

§86 **Quorum.** The quorum is half of the members of the Council, whether present in person or by proxy. In other words, if the Council is composed of 37 members, 19 of them present at a meeting or represented by proxy, may take valid decisions. If the quorum is not obtained, decisions must be validated by the full Council by email ballot.

[Stat 54](#)

§87 To prevent this from happening, Council members who are not able to participate in a Council meeting, or part of it, are encouraged to give a proxy to another Council member, as appropriate, with instructions of how to speak or vote on her/his behalf. To be valid, a proxy must be given to another Council member present at the meeting who will inform the Chair. In practice, proxies are given by email from the proxy giver to the proxy holder, at any time before or during the meeting, with copy to the Council Secretary who will inform the Chair. A Council member may only accept 2 proxies.

[Stat 57; Reg 56](#)

§88 **Decision making.** Although the Statutes provide that decisions shall be taken by a simple majority of the votes cast, in practice, most decisions are adopted by consensus, i.e. in the absence of objections, and a vote is taken only when, in the opinion of the Chair, a consensus is not possible or upon request of Council members. Until 2009, at the beginning of each meeting, the Council used to adopt "Council's Rules for Motions" which required that any motion or amendments to motions be "moved" and "seconded" before being discussed, and motions be subsequently put to the vote. In 2009, the rules for motions were included in the Council Handbook as Annex II thereby discontinuing the practice of adopting them at every meeting.

[Stat 55 and 56; Reg 55](#)

[Reg 53](#)

Council decision C/72/2 (February 2009) [Council Handbook \(2003\)](#), Annex II

§89 However, since that time, the consensus decision has in practice replaced the majority vote for most of the decisions taken

during physical meetings of the Council. After ensuring that all views have been heard during the discussion, the Chair of Council asks whether there is any objection against approving the draft decision presented in the Council document and/or projected on a screen, or read out loud by the Chair or the proposing Council member. At the latest at that time, amendments that haven't yet been proposed during the discussion must be tabled. Should there be no consensus or at the request of members of the Council, the Chair will call for a vote. Usually, votes are taken by show of hands unless there is a request for a vote by roll call or a vote by secret ballot.

§90 The decisions of the Council are published on the IUCN website in the version they were approved during the meeting, together with their translation into the two other official IUCN languages as soon as they are ready, but at the latest 6 weeks following the end of the meeting as required by the Transparency Policy.

[IUCN website](#)

§91 The summary minutes of the Council and the decisions of Council/Bureau meetings will record the individual voting results whenever a vote by roll call is required for a decision or when a member of the Council or the Bureau requests their vote to be recorded.

[The Council's Policy on Transparency](#), paragraph 5.

§92 **Closed meetings.** The President or Council may decide to meet behind closed doors. Typical examples are the closed meeting of the Council during the last ordinary meeting of the term in order to select the candidates which the Council wishes to nominate to Congress for election as President, Treasurer and Commission Chairs, and the closed meeting to discuss the performance appraisal of the Director General. Closed meetings have remained exceptional. Note also the practice of Council meeting for dinner with the Director General, with no one else present.

[Stat 58](#)

§93 **Languages.** The official languages of IUCN are English, French and Spanish. In practice, simultaneous interpretation is provided during the plenary sessions of the face-to-face meetings of the Council but not for meetings, be they face-to-face or virtual, of the Council committees, working groups or task forces. The latter are usually conducted in English. Upon request, members of the Secretariat staff will offer language assistance to Council members. Council documents are provided in English only.

[Stat 100; Reg 53](#)

§94 **Documents.** The Secretary to Council coordinates the Secretariat's preparation of Council documents required for the (face-to-face and virtual) meetings of the Council, the Bureau and the Council committees. They are made available to all Council members and Deputy Commission Chairs via the Council section of the Union Portal. Email notifications are sent when important new documents have been posted in the Portal. Concerned to reduce the printing cost and ecological footprint of the Council meetings, and to speed up communication and facilitate access to the most recent version of the documents, no hard copy has been distributed since 2012. The Secretariat and any Council committee, working group or task force must make documents available via the Union Portal two weeks

[Council decision C/MII of 8 January 2020](#) (p.12) approving the Council Response to the External

before the Council meeting. Exceptions of documents made available later should be explained to the Council.

§95 **Summary minutes.** The Secretary to Council prepares the summary minutes and distributes them for comments and approval in accordance with Regulation 52. “Summary minutes” contain summaries of presentations and discussions and do not record verbatim the interventions made during the meeting. Council members may submit revised wording for the parts of the summary minutes reflecting the presentations or discussions or send the verbatim text of their intervention. Revisions to the text of decisions is not permitted at this stage because the summary minutes quote the decisions with the wording as approved during the meeting. To modify the wording of a decision would mean to re-open discussion of the agenda item concerned, which requires Council approval.

§96 **Observers.** Although Regulation 49 provides that (only) international organizations with which IUCN has formal working relations may attend the meetings of the Council as observers with the right to speak, the Council does not in practice invite observers. As part of the governance reforms approved in April 2016, Council resolved to use the possibility of including external individuals in Council committees, working groups and task forces in order to bring in needed skills and knowledge and to use the possibility to invite these individuals to participate as observers with the right to speak in the Council plenary. Council also “delegated” this function to the Bureau.

§97 It must be noted that the President and Council have systematically pushed back requests from IUCN Members to observe the meetings of the Council not only because Regulation 49 restricts observers to international organizations, but more so because on the rare occasions such requests were received the Council wished to protect its independence and avoid pressure or undue influence. Consulted by the President about such a request from a State member candidate host for the next Congress, the Bureau advised in 2009 that *“it was neither necessary or appropriate for candidate host country representatives to be in or around the IUCN headquarters before or during the time that we are considering the issue of the venue for the Congress”*. The same practice was followed in 2013 when Council selected the venue for the 2016 Congress.

§98 **Virtual meetings of the Council.** Although unusual, the Council has met twice by telephone or Skype for Business during the term 2012-16, in both cases to adopt amendments to the Regulations in 2nd reading. The rules of procedure apply *mutatis mutandis* to virtual meetings of the Council in the same way as the Bureau’s rules of procedure do for the Bureau’s virtual meetings. Virtual meetings of the Council are considered as periodic meetings of the Council [in the sense of Article 101 (c)] and numbered accordingly.

§99 **Decisions adopted via electronic communication.** Article 95 of the Statutes allows the Council to approve decisions by email. This has happened occasionally when e.g. the question is urgent (the decision can be adopted after 7 days; no validation, as for Bureau

Review of Aspects of IUCN’s Governance (6.2.1.a)

[Reg 52](#)

[Council Decision C/88/7](#), Annex 2, point A1.3.

Cf. Annex 1 hereafter (Rules of Procedure of the Bureau, Appendix)

Cf. Annex 1 hereafter (Rules of Procedure of the Bureau, paragraphs 10 to 13)

Cf. decisions of the [86th](#) and [89th](#) meetings of the Council

Decisions approved by Council and Bureau 2016-20 via electronic

decisions, is required) and relatively straightforward in the sense that no discussion is necessary and the draft decision is not likely to be amended. The rules of procedure apply *mutatis mutandis* to the approval of decisions via electronic communication in the same way as the Bureau's rules of procedure do for the Bureau's decisions approved via electronic communication.

§100 **Cost of Council meetings.** The annual budget approved by Council covers the direct cost of two face-to-face meetings each year. The average direct cost of one Council meeting held at the headquarters in Gland is CHF 110,000 of which 34% is spent on travel and 22% on accommodation for 37 Council members including Commission Chairs, 14% for all meals and 17% on simultaneous interpretation (reference base is the cost estimate for the 92nd Council meeting, February 2017). With the exception of the Secretary to Council and the Governance Assistant, the annual budget of the Governance Unit does not account for the working hours of numerous members of the Secretariat staff contributing to the preparation of the Council documents and attending the face-to-face and/or virtual meetings of the Council, the Bureau, Council committees, working groups and task forces.

§101 With the purpose of enabling the Council to determine the support it requires and ensure its independence, it was decided in April 2016 that "a Council budget line shall be established in the IUCN budget and Terms of Reference and criteria for use developed, with the budget to be decided annually."

§102 **Reimbursement of Councillors' travel expenses.** The "[Policy on the Reimbursement of Travel Expenses to IUCN Councillors](#)" approved by the 41st Council Meeting (May 1995) and revised by the 57th Council Meeting (December 2002) still applies.

§103 Key elements of the Policy are as follows:

- Council members are encouraged to seek full coverage or a contribution towards their cost from sources other than IUCN;
- reimbursement of expenses related to attendance at meetings of the Council, the Bureau and Congress is restricted to the expenses defined by the Policy and covered by the annual budget;
- **travel expenses and subsistence costs** are governed by the rules applied to the Secretariat staff;
- IUCN pays the cost of air travel in economy class from the Council member's residence to the venue of the meeting;
- when meals are provided, the per diem rate is adjusted accordingly;
- additional days spent at the venue of the meeting before and/or after the meeting for purposes other than IUCN business are at the charge of the Council member;
- **health and accident insurance and insurance of personal belongings** are the personal responsibility of each Councillor.

communication are published on the [IUCN website](#) incl. for the period [2012-16](#).

Cf. Annex 1 hereafter (Rules of Procedure of the Bureau, paragraph 15)

[Council Decision C/88/7](#), Annex 2, point D2. (April 2016)

[Policy on the Reimbursement of Travel Expenses to IUCN Councillors](#)

For arrangements agreed with Hogg Robinson Group for the purchase of Councillors' flight tickets, see the [INFORMATION NOTE of 20 October 2016](#)

11. The Bureau of Council

Authority of the Bureau

§104 The Council shall establish a Bureau which shall act on behalf, and under the authority of the Council between meetings of the Council.

§105 This statutory provision means that, while Council may delegate responsibilities to the Bureau, the Council must not renounce its authority to review the decisions taken by the Bureau. The Council does so by validating the Bureau decisions through a no-objection procedure conducted by email exchange. However, in order to extend the range of matters on which to entitle the Bureau to act upon with the purpose of enabling the Council to effectively exercise its strategic direction and oversight role, the Council amended Regulation 57 by establishing, as part of the Rules of Procedure of the Bureau, a list of specific matters on which the Bureau may decide directly. The Council may review and modify the list of “delegated matters” as and when necessary, in function of its experience with the delegation of responsibilities to the Bureau and the necessities of the time, and without having to go through the procedure for amending Regulation 57 in accordance with Articles 101-102 of the Statutes.

§106 According to Regulation 57, the Bureau may also act on behalf of Council on any matters that Council may assign to it from time to time, usually by way of a Council decision (“requesting the Bureau to etc.”), and any matters that may arise under Article 46 (b) to (q) of the Statutes. In other words, the Bureau may take a decision on any of the functions of the Council listed in Article 46 (b) to (q) of the Statutes at its own initiative, without first asking or receiving a mandate from the Council. All Bureau decisions must, however, be validated by the Council through a no-objection procedure.

§106bis The Bureau should decide the frequency and modus of its meetings in function of the business to be carried out but should establish a schedule of meetings for the coming period in order to allow everyone to organize their calendars. It should meet four (4) to six (6) times per year, at least twice by conference call and twice in person before Council meetings.

The Rules of Procedure of the Bureau

§107 The Rules of Procedure of the Bureau define in more detail the mandate and composition of the Bureau, and its mode of operation. (Annex 1 hereafter)

§108 The Secretary to Council also acts as the Secretary of the Bureau. Official correspondence to the Bureau should be addressed to president@iucn.org.

[Stat 49](#)

The procedure to validate Bureau decisions by a no-objection procedure is described in Reg 58.

Cf. [Management Response to the External Evaluation of Aspects of IUCN's Governance](#) (p.4)

[Council Decision C/88/7](#)

Cf. Annex 1 hereafter (Rules of Procedure of the Bureau)

[Council decision C/MII of 8 January 2020](#) (p.12) approving the Council Response to the External Review of Aspects of IUCN's Governance (6.3.2.a)

12. Committees, working groups and task forces

§109 **Nomenclature of Council subsidiaries.** As part of the “Enhanced practice and reforms of IUCN’s governance”, the Council amended Regulation 59 to clarify the nomenclature of the subsidiary bodies which Council may establish according to Article 50 of the Statutes:

- i) standing committees formed by Council are called **committees**. The Statutes provide that they need to include at least, but not be limited to the Programme and Policy Committee, the Finance and Audit Committee and the Governance and Constituency Committee;
- ii) limited-life bodies formed by Council are **working groups** and submit their report with draft decisions for approval by the Council or the Bureau;
- iii) limited life bodies formed by a Council Committee are **task forces** and submit their report with draft decisions for approval by the Committee.

§110 The membership of the committees, working groups and task forces may be drawn from both within IUCN and outside IUCN in accordance with Regulations 59 and 60. As mentioned above in the section “Ensuring the right qualifications, skills and knowledge in Council”, Council is encouraged to use the possibility to include external individuals in Council committees, working groups and task forces in order to bring in needed skills and knowledge and the possibility to invite these individuals to participate as observers with the right to speak in the Council plenary. When giving effect to this, Council will need to consider the financial implications as the annual Budget would not normally cover such expenditure.

§111 Once established, working groups or task forces may alter their composition provided this has no adverse impact on the approved annual IUCN budget. However, the Council may only delegate authority to any committee or working group to act on its behalf for specific purposes, when the majority of the members of the committee or working group are members of the Council.

§112 **“Delegated functions” of the standing committees.** Council advised that the Terms of Reference of the committees be amended to assign and delegate specific functions for which the committees are given responsibility and may propose decisions. The Council also “delegated” functions to the Congress Preparatory Committee.

§113 As with any delegated authority, the Council can always withdraw or modify that delegation.

§114 The **Programme and Policy Committee (PPC)** assists the Council in providing strategic oversight of the implementation of, and advice on the development of the IUCN Programme and IUCN policy. The **Finance and Audit Committee (FAC)** assists the Council in providing strategic oversight on all matters relating to the

[Reg 59](#)

[Council Decision C/88/7](#),
Annex 2, B3.1 to B3.6

[Stat 50](#)

See above §15 on p. 7

These “delegated functions” are listed in Annex 2 (right hand column highlighted in green) of [Council Decision C/88/7](#), Annex 2 (April 2016). They are also included in the draft Terms of Reference of the committees.

For the draft Terms of Reference of the three standing committees of the term 2016-20, see [Council documents C/92/4/1 to 3](#)

organizational management of the Union, in particular the financial management, auditing of and fundraising for the Union and internal oversight and legal issues. The **Governance and Constituency Committee (GCC)** assists and provides advice to the Council with a view to maintaining an effective governance and an engaged membership of the Union.

§115 In order to make the most effective use of Council members' time, the practice has been that each Councillor would be part of only one committee of Council throughout the term. The committee chairs are designated for the first half of the term and will be re-eligible at mid-term.

§115*bis* The standing committees should decide the frequency and modus of their meetings in function of the business to be carried out but should establish a schedule of meetings for the coming period in order to allow everyone to organize their calendars. They should meet four (4) to six (6) times per year, at least twice by conference call and twice in person before Council meetings.

§116 **Reporting procedure.** With the purpose of enabling Council to use as much of its meeting time as possible for its strategic direction and oversight functions, the standing committees of Council, and if necessary the working groups of Council, will meet on the first day of Council prior to the plenary sessions of Council.

§117 The recommendations and proposed decisions of the committees and working groups within their responsibilities will be circulated to Council members prior to the Council plenary sessions. This constitutes the written report of the committees to Council. The committees or working groups may specify issues that they wish to see debated by the full Council or the Bureau. They become the object of the verbal report of the committees to Council.

§118 Councillors or Bureau members will have until the close of business on the first plenary day of the Council meeting to express a desire to reopen the debate regarding any proposed decisions from the committees and working groups which the committees or working groups had not recommended to debate in the full Council. In all other cases, the Council will adopt the proposed decisions of the committees and working groups without debate.

§119 Committees and Working Groups may also hold meetings (either physically subject to the Council-approved budget or electronically) between meetings of Council. Recommendations and draft decisions resulting from these meetings shall be sent to Council or the Bureau (as appropriate) electronically for decision.

§120 The **terms of reference of the working groups and task forces** should be carefully reviewed by the Governance and Constituency Committee to ensure that the line between governance and management is not blurred.

§121 Council is to **review each working group and task force** with a view to reducing their number and incorporating as many of

[Council decision C/MII of 8 January 2020](#) (p.12) approving the Council Response to the External Review of Aspects of IUCN's Governance (6.3.2.a)

The written committee reports are either delivered in Word or PPT slides. The verbal report is usually supported by PPT slides.

[Reg 59 \(d\)](#)

them within existing standing committees, also ensuring that those that are not incorporated into such a committee have a clearly limited duration related to the tasks that they need to fulfil. The terms of reference of working groups and task forces shall include a “sunset clause” specifying the duration of their mandate and requiring a specific decision of the Council or the relevant Council Committee to renew or extend their mandate.

§122 **Relationship with the Secretariat staff.** Just as committees (working groups or task forces) do not supplant Council, they do not take on day-to-day staff work. The Director General assigns appropriate staff members to support the work of each committee (working group or task force) or act as its secretary. Committee Chairs (and chairs of working groups or task forces) and Council members should not give directions or assign work to Secretariat staff unless that Staff member has been assigned by the Director General or his/her delegated Director to work with them.

Based on [Council Handbook \(2003\)](#), p. 27

13. The Union Portal’s section for Council

§123 To facilitate their access to information and Council documentation, the Council Secretary maintains a section for Council in the secured web based Union Portal. At the beginning of each term, Council members as well as the Deputy Commission Chairs receive their user ID and individual password enabling them to access the section for Council. Individual Council members’ access will be de-activated three months following the end of the Congress at which they have not been re-elected.

[Council section in Union Portal](#). Note: staff access only via the Secretariat tab on the Portal home page > (document icon) All IUCN Secretariat and Ramsar Staff > Documents tab > Programmes and Units > Headquarters > Union Development Group > IUCN Council

§124 A specific folder is established for the documentation of each Council and Bureau meeting, accessible to all Council members, the Deputy Commission Chairs and all IUCN Secretariat staff worldwide.

See [the meeting folders for the Council 2017-20](#).

§125 Subsidiary bodies of the Council such as the standing committees of the Council (PPC, FAC and GCC) as well as working groups and task forces will each have a section in the Council pages accessible only to Council members who are members of the body concerned, the Director General, the Council Secretary, the Legal Adviser, the members of the Secretariat assigned to support the body concerned and to such other individuals (staff, external experts etc.) as may be determined by each body.

[Access the sections for the Council’s subsidiary bodies](#)

Annex 1

Rules of Procedure of the Bureau of the IUCN Council

[Revision of the "Terms of Reference and Procedure for the Bureau of Council" approved by Council at its 73rd meeting in November 2009 (Council Handbook 2003, Annex IV) taking into account the decisions of the 88th Council meeting, April 2016]

Mandate of the Bureau

1. The Council shall establish a Bureau which shall act on behalf, and under the authority of the Council between meetings of the Council. (Article 49 of the Statutes)
2. As provided in Regulation 57, the Bureau shall act on behalf of Council on:
 - (a) any matters that Council may assign to it from time to time,
 - (b) those specific matters assigned to it by the Council as provided for in the list annexed hereafter which may be reviewed and modified from time to time by Council, and
 - (c) any matters that may arise under Article 46 (b) to (q) of the Statutes.
3. The primary purpose of the Bureau is to be an instrument for Council to ensure governance decisions are taken in the interest of the smooth functioning of the Union without having to wait for the next Council meeting. This may include urgent matters that require proper discussion and examination and can therefore not be adequately decided by mail ballot of Council, or matters of a more administrative or transactional kind in order to create more space on the agenda of the regular Council meetings enabling Council to effectively exercise its strategic direction and oversight roles.

Composition of the Bureau

4. The Bureau shall consist of the President as Chair, two Vice-Presidents, the Treasurer, one Commission Chair, two Regional Councillors, and the Chairs of the Programme and Policy Committee, the Finance and Audit Committee, and the Governance and Constituency Committee [Regulation 57 (a)]. The two Vice-Presidents and two Regional Councillors shall serve only through the first half of the term, and for the second half of the term shall be replaced by Councillors from other Regions and the two other Vice-Presidents. [Regulation (c)]

The Vice-Presidents, the Chairs of the standing committees of the Council and the Regional Councillors members of the Bureau may be appointed by consensus decision of the Council on the proposal of the President following consultation with Council members. (Council decision C/88/7) In the absence of consensus, a vote may be taken or elections may be held. The Council shall ensure adequate geographical and gender distribution in the Bureau. (Council decision C/73/15.3.a)

5. The Commission Chairs shall elect their representative to the Bureau at the beginning of the term of Council and again at midterm, it being understood that any

such representative who served for the first half of the term will be re-eligible at midterm. [Regulation 57 (b)]

Convocation and preparation of meetings

6. The Bureau shall be convened by the President. The President shall also convene the Bureau at the request of at least one third of the members of the Bureau.

7. With the President's agreement, the Secretary to Council shall circulate a draft provisional agenda to the members of Council for their comments and eventual additions, at least two weeks in advance of the Bureau meeting unless urgent circumstances justify a shorter delay.

8. The provisional annotated agenda and Bureau documents shall be distributed to all Council members at the same time as their distribution to the Bureau. Any comments or proposals from members of Council who are not members of the Bureau related to the Bureau agenda and documents, will be shared with the members of Bureau provided they reach the President or the Secretary to Council before the beginning of the meeting.

9. As the case may be, standing committees of Council shall communicate their recommendations to the Bureau, if possible one week in advance of the Bureau meeting.

Meetings of the Bureau

10. Meetings of the Bureau will normally be held by telephone or the use of Voice over the Internet Protocol (VoIP) technology (or a combination of both). Within the framework of the approved budget, the Secretariat will provide adequate technology and, where required, will assist individual members of the Bureau with VoIP. To maximize the economical benefits of VoIP, the members of the Bureau are encouraged to make use of the VoIP as much as possible.

The Bureau may meet physically at the occasion of each Council meeting or, subject to the Council approved budget, between meetings of the Council.

11. The President's convocation of the Bureau will indicate the time of the conference call for each Bureau member.

12. Bureau meetings shall be in English. Bureau members shall, if necessary, make provision for interpretation.

13. The Regulations regarding quorum, voting and conduct of Council meetings shall apply to the Bureau by analogy, with the understanding that, during meetings held remotely, in the absence of consensus, the vote shall be taken by roll call. If they have not yet been presented through the Bureau documents, the President shall read the text of draft decisions before they are approved or otherwise present them in such a way that all participants in the meeting of Bureau can take cognizance of them.

14. Decisions of the Bureau shall be made by a two-thirds majority of the votes cast. (Regulation 58)

Decisions taken by electronic communication

15. At the request of the President, the Bureau may take decisions by electronic communication. The draft decision together with documents, if any are provided, will be distributed to the Bureau with copy to the members of the Council, requesting Bureau members to cast their vote, together with an explanation of their vote if they so wish, within one week from the President's communication. Any comments or proposals from members of Council who are not members of the Bureau related to the proposed Bureau decisions shall be shared with the Bureau provided they reach the President or the Secretary to Council before the date and time by which Bureau members are requested to cast their vote.

Following the Bureau meeting or decisions taken by electronic communication

16. The Council shall validate the decisions of the Bureau through a no-objection procedure as described in Regulation 58.17. The decisions of the Bureau so validated shall be published on the IUCN website in the official languages of IUCN together with the documents approved, annexed or referred to in the decisions (in the language(s) in which they are available), in accordance with ["The IUCN Council's Policy on Transparency"](#) and all IUCN Members will be notified thereof.

18. As required by Council's Policy on Transparency, official documents distributed for discussion or consideration (decision) by the Bureau, bearing the Bureau document code, will be publicly available after the end of the Bureau meeting concerned, once they have been finalized. They are normally posted on IUCN's public website, in the language in which they have been submitted, at the time of publication of the Bureau decision(s).

19. As soon as possible after the meeting, the Secretariat shall distribute draft summary minutes to Bureau members for their comments. Two weeks following their distribution the summary minutes including the comments received from Bureau members will be considered as approved, except for any decisions for which Council members have objected as per Regulation 58, or unresolved issues in respect of the wording of summary minutes which will either be referred to the Bureau by mail ballot, or to the next meeting of the Bureau for resolution.

20. The approved summary minutes of the Bureau shall be made available to all Councillors via the Council section in the Union Portal.

Appendix to the Rules of Procedure of the Bureau

Specific matters on which the Bureau shall decide directly as assigned by the Council to the Bureau (decision C/88/7) in accordance with Regulation 57:

Statutes, 23:	Determining dates and venue of the World Conservation Congress
Statutes, 29 (c):	Proposing amendments to Rules of Procedure of the World Conservation Congress
Statutes, 38 (e) & Regulation 45 (b)	Appointing a Councillor from the State where IUCN has its seat
Statutes, 45	Inviting observers to Council meetings
Statutes, 46 (b)	Adopting and publicizing statements on important issues concerning the objectives of IUCN
Statutes, 46 (g), 83	Approving the DG's annual report, including the annual financial statements
Statutes, 46 (m) & Regulations 46, 73, 73bis	Appointing Commission Steering Committees
Statutes, 46 (o) & Regulations 45 (d), 87	Appointing the Legal Advisor
Statutes, 46 (q) & Rule 74, Regulation 28	Appointing the Election Officer
Statutes, 47	Establishing fees for participation in IUCN events
Statutes, 64	Authorizing leave of absence from Council
Statutes, 68	Convening Regional Conservation Fora
Statutes, 88 (e)	Commenting on the quadrennial draft Financial Plan
Statutes, 90	Establishing endowment funds
Rule 45	Consulting on the draft agenda of the World Congress
Rule 49	Setting the deadline for submission of motions
Rule 54 (b) x.	Approving the template for submitting motions
Rule 62quinto (a)	Deciding the dates for e-voting on motions
Regulations 8, 18	Admitting new IUCN Members with no objections ¹
Regulations 22, 23	Establishing groups for setting of dues for Category A Members and proposing Membership dues for Category B and C Members to Congress
Regulation 38	Setting the deadline for nomination of candidates for election as Regional Councillors
Regulation 43	Making Council awards for outstanding service to conservation
Regulation 48 (c) iii.	Receive written synthesis of Councillors self-assessments from the Vice-Presidents

¹ "The admission of new IUCN Members which met with no objections from the IUCN membership has to remain with Council or with the Bureau between meetings of the Council (Regulation 18)." This was the conclusion of the Bureau when making its recommendation to Council on this point (quote from Summary Minutes of the 66th Meeting of the Bureau, February 2016). Council subsequently endorsed this point without modification (Council decision C/88/7, April 2016). In other words, the procedure introduced by Council in 2013 through an amendment to Regulation 18 stands: within a reasonable time following quarterly application deadlines, either the Council takes the decision when in session, or the Bureau between sessions of the Council.

Annex 2

Strategic Planning and Reporting Framework

Approved by the IUCN Council, 88th Meeting, April 2016, decision C/88/7

As requested by the Bureau of Council², the Secretariat has reviewed the proposed Strategic Planning and Reporting Framework and produced an annotated table (hereafter) showing which reports are currently available, which are under development and where further discussion is warranted.

Based on on-going planning, monitoring and reporting work, the Secretariat will refine intersessional and annual planning and reporting (programme and financial) to better emphasize results and impact while demonstrating implementation and progress against the Sustainable Development Goals. Reporting on the One Programme Charter will aim to show Members' contribution to the IUCN Programme and implementation of the Resolutions and Recommendations.

Starting in 2017, the Programme and Project Portal will be the IT solution for project planning, management and reporting. The Portal will deliver a comprehensive portfolio monitoring platform, which will track delivery, compliance, results and expenditures. Results and impacts will be recorded and rolled up from individual projects to show global progress against the indicators of the IUCN Programme 2017-2020 and the Sustainable Development Goals. The Programme and Project Portal will initially be used by the Secretariat and future updates will enable reporting functionality for Members.

The emphasis on results and impacts related to the Sustainable Development Goals represents a fundamental shift in the way that IUCN plans and reports on its work as position's IUCN as a key leader for a significant portion of the SDGs. This will allow IUCN to draw on publicly available datasets to demonstrate its contribution to the SDGs

New planning and reporting work has started in the areas of DG's objectives, the Council work plan, a strategic risk matrix and refinement of reporting under the Risk Register.

Noting that "C9.1 The Council is yet to clarify what the "**Governance Compliance Inventory**" should contain in addition to the reports on legal liabilities which the Legal Adviser has been submitting to the FAC, and who should present it to Council,"³ this has not been included in the annotated table.

² [Decision B/66/2 of the Bureau](#) of the IUCN Council, 66th meeting, 19 February 2016

³ See section C9.1 of Annex 2 of [Council decision C/88/7](#)

Annotated Strategic Planning and Reporting Framework

Council requirement	Report	Type	Delegated authority	Focal point	Frequency	Status	Additional work required
Intersessional (quadrennial) Programme	Intersessional Programme	Planning document	Council	DG	Every four years	Normally produced every four years	Increased emphasis on results & impact, alignment with SDGs, use of Project Portal
	Outputs, (results) and Impact report	Monitoring & reporting document	Council	DG	Every four years	Normally produced in DG report to WCC	Increased emphasis on results & impact, alignment with SDGs, use of Project Portal
Commission planning and reporting	Commissions' work plans	Planning document	PPC, then Council	Commission Chairs	Annually and every four years	Normally produced annually and every four years (often jointly with Secretariat)	Refinement of planning tools to meet Commission needs
	Output, (result) and Impact	Monitoring & reporting document	PPC, then Council	Commission Chairs	Annually and every four years	Normally produced annually	Align Commission Reports in Council to annual reports
Congress Resolutions and Recommendations	Congress Resolutions and Recommendations	Planning document (WCC output)	Council	DG	Every four years	Normally produced – Proceedings of the World Conservation Congress	Could be more aligned to Programme workplan
	Implementation status report	Monitoring & reporting document	PPC, then Council	DG	Annually and every four years	Normally produced annually	Could be more aligned to Programme reporting
Annual workplan and Budget (combines two requirements)	Annual work plan and budget	Planning document	PPC, FAC, then Council	DG, Chief Financial Officer	Annually	Normally produced annually	Ensure alignment of plans to SDGs
	Programme and Projects Status Report	Monitoring & Reporting document	PPC, then Council	DG	Annually	Normally produced, covering progress against global results and priorities	Align reporting to global results, targets and indicators; align to SDGs
	Management accounts	Monitoring & reporting document	FAC, then Council	DG, CFO	Quarterly (proposed)	Normally produced twice per year	Decide whether to move to a quarterly report

Council requirement	Report	Type	Delegated authority	Focal point	Frequency	Status	Additional work required
One Programme Charter	Annual workplan	Planning document	Council	DG	Annual	Normally, planning for One Programme engagement included in Annual work plan	Enable planning through the Project Portal
	Strength of the Union indicators	Monitoring & reporting document	Council	DG	Annual	Normally, included in Annual Report to Council by the Secretariat	Refine One Programme Indicators; enable reporting by Members through Portal
Evaluations	Report on Evaluations	Monitoring & reporting doc.	Council and DG	Head, PM&E	Annual	Normally produced annually or on demand	Clarify reporting expectations

Other organizational planning and reporting

Council requirement	Report	Type	Delegated authority	Focal point	Frequency	Status	Additional work required
DG's Performance	DG's annual objectives	Planning document	Council	DG	Annual	Starting in 2016	
	Report on DG's annual objectives	Monitoring & reporting document	Council	DG	Annual	Starting in 2017	
Council planning and reporting	Council quadrennial work plan	Planning document	Council	Council	Annual	Starting in 2017 at first Council meeting	Produce a work plan
	Key tasks reporting	Monitoring & reporting document	Council	Council	Annual	Starting in 2018	Assign responsibility for tracking and coordinating preparation of a report
Strategic risk	Strategic risk matrix (in DG's report to Council)	Planning document + Monitoring & reporting document	Council	DG	Annual	Starting in 2016	TBD
Risk Register	Risk register & updates	Planning document + Monitoring & reporting doc.	FAC, Council	Head, Oversight	Twice per year	Normally produced	Identify top 10-15 risks

A Code of Conduct for IUCN Councillors

(Adopted by the 68th Meeting of Council on 20 November 2007 and modified by the 73rd Meeting of Council on 25 November 2009, the 75th Meeting of Council on 20 November 2010, the 70th meeting of the Bureau of the IUCN Council on 6 June 2017, and the 95th meeting of Council on 7 October 2018)

TABLE OF CONTENTS

		Page
PART I	Definitions	2
PART II	Preamble	3
PART III	Duties	4
	a. Reasonable Care	4
	b. Loyalty	4
	c. Respect	4
	d. Transparency	4
	e. Confidentiality	4
PART IV	Conduct	5
	a. Disclosure of Interests	5
	b. Conflicts of Interest	5
	c. Consensus	6
	d. Reliability	6
	e. Utilization of Resources	6
	f. Conduct within the Union	6
	g. Public Statements	7
	h. Gifts	7
	i. Compensation	8
	j. Communication practice	8
	k. Conduct in the process of selecting the venue of the next World Conservation Congress	9
PART V	Implementation of the Code	10
	a. The Ethics Committee	10
	b. Application	11
	c. Adhere to the Code and Signature	11
	d. Revision of the Code	11
	e. Enforcement	11
	f. Information and its sources	12
Appendix 1	Procedure for dealing with issues submitted to the Ethics Committee for consideration and decision	13
Appendix 2	Conflict of interest disclosure form	15

PART I

Definitions

In this Code, unless the context reasonably indicates otherwise:

“*Business transaction*”: business transactions include, but are not limited to contracts of sale, leases, loans, and arrangements for the performance of services (including consultancies).

“*Close relatives*” including spouse, domestic partner, siblings, parents and grandparents, children, grandchildren, and those of the spouse or domestic partner.

“*Conflict of Interest*” means a situation in which a Council member holds or assumes a role or engages in a relationship with a third party, in a context other than that member’s role in and responsibilities to IUCN, which impairs or reduces, or appears to impair or reduce, that member’s capacity to act in the best interest of IUCN.

“*Council Handbook*” means the *IUCN Council Handbook and Performance Tools* produced by the IUCN Governance Task Force, accepted by the IUCN Council at its 58th Meeting on 4 June 2003 and adopted under Regulation 48*bis*.

“*Council member*” means each elected or appointed member of the IUCN Council as provided in Article 38 of the Statutes.

“*Disclosure Form*” refers to an obligatory standard form that each Council member must compile and submit to the Chairperson of the Ethics Committee of the IUCN Council annually by a specified date proposed by the Ethics Committee and agreed by Council.

“*The Ethics Committee*” is comprised of the Vice Presidents, and its mandate is to oversee and administer the interpretation and application of this Code.

“*Expulsion*” from Council means the removal of a Council member from his/her position on the IUCN Council following suspension, pursuant to Article. 65 of the Statutes.

“*Gifts*” means objects, services and/or other benefits that are offered to a Council member and whose value, as assessed by an independent valuator, exceeds two hundred (200) Swiss Francs,

“*Honorarium*” means a payment offered to a Council member for a task undertaken in that member’s capacity as an IUCN Council member.

“*Leave of Absence*” means permission for a Council member to be excused from his/her Council obligations for a specified period of time or Council meeting(s) without being subject to vacation of office, pursuant to a request that must be submitted by the Council member and affirmatively approved by Council (see Article. 64 of the Statutes).

“*Other related parties*” means:

- Any partnership, limited liability company or professional corporation in which a Council member or her/his close relative(s) is a partner, member or shareholder, respectively, with direct or indirect ownership interest in excess of 5%;
- Any entity in which a Council member serves as an officer, director / board member, trustee, or key employee;
- Any entity in which a Council member and/or her/his close relative(s) own more than 35% of the combined voting power, profits interest, other ownership or beneficial interest, whether directly or indirectly, individually or collectively.

“*Regulations*” means the IUCN Regulations as adopted by the World Congress and amended by Council from time to time.

“*Statutes*” means the IUCN Statutes as adopted, revised and/or amended by the World Congress from time to time.

“*Suspension*” means the temporary relieving of a Council member of his/her duties pending a final determination of expulsion under Article. 65 of the Statutes.

“*Threatened*,” in reference to animals and plants that constitute all or part of a gift offered to a Council member, means animals and plants that are included in the categories critically endangered, endangered and vulnerable of the IUCN Red List in effect at the time at which the gift is offered to a Council member.

“*Vacation of Office*” means the automatic vacation of the office of a Council member under Article 64 of the Statutes.

PART II

Preamble

Since 1948, the International Union for Conservation of Nature and Natural Resources (IUCN) (hereafter referred to as “IUCN” or “Union”) has led the development of conservation knowledge, and brought together governments, non-governmental organizations, scientists, companies and community organizations to help the world make better conservation and development decisions.

IUCN Council members are entrusted by the Union that has elected or appointed them, with significant responsibilities for ensuring that IUCN carries out its mandate as prescribed in its Statutes and Regulations.

By accepting to serve on the Council, Council members commit to conduct themselves in accordance with the highest ethical standards in carrying out their responsibilities, as required by Articles 59 and 60 of the Statutes and other applicable provisions in the Statutes and Regulations.

Council has therefore adopted this Code of Conduct, which provides ethical standards and criteria to which all its members are required to adhere in the performance of their responsibilities to IUCN.

The Council has responsibility for the oversight and general control of all the affairs of IUCN, subject to the authority of the World Conservation Congress. The composition, functions, rules and procedures of Council are prescribed in the Statutes, Regulations and Resolutions of IUCN. Council is further guided by the Council Handbook.

PART III

Duties of Members of the Council

a. Reasonable Care

The duty of reasonable care describes the level of attention and competence expected of a Council member. To fulfil this duty, Council members must exercise the same care than an ordinary prudent person would exercise for his or her own personal business in a like position and under similar circumstances. Ways in which to exercise reasonable care include preparing for meetings, attending meetings and participating in discussions by asking questions and offering advice, and taking on and performing additional duties and responsibilities as reasonably requested or necessary.

b. Loyalty

The duty of loyalty embodies a standard of faithfulness to the organization. This fundamental responsibility is to give undivided commitment to IUCN when serving as a Council member.

c. Respect

The duty of respect requires the Council members to be faithful to the Mission of IUCN. While Council members may and should exercise their own reasonable judgement concerning how IUCN should best meet its Mission, they have a duty to act in a way that respects the Objectives of the Union. In addition, Council members should understand and act strictly in accordance with the Statutes and policies that control IUCN governance and operations. Council members should equally be respectful of the personal and professional integrity of Secretariat staff and of their fellow Council members.

d. Transparency

The duty of transparency requires Council members to carry out their responsibilities in a general spirit of openness and transparency, but Council may decide to meet in a closed session to discuss confidential matters pursuant to Article.58 of the Statutes.

e. Confidentiality

Council members have a duty of confidentiality and must exercise sound judgment in refraining from

disclosing to outside parties the internal deliberations of the Council, including written and electronic correspondence, where such disclosure could jeopardise Council's decision-making process, bring Council and/or individual Councillors and/or staff into disrepute, or otherwise be detrimental to IUCN's interests. This is an absolute requirement in the case of information or documentation (i) identified as being confidential or (ii) discussed when Council is sitting in a closed session. Council members should be able to freely express themselves at Council meetings on IUCN business matters without fear of being quoted to unauthorized outside parties.

PART IV

Conduct

Council members shall observe the highest standards of ethical conduct. In the performance of their duties, they shall carry out the mandate of Council to the best of their ability and judgment.

a. Disclosure of Interests

Each Council member shall compile and submit an annual disclosure form to the Chairperson of the Ethics Committee. The information to be provided in such a disclosure form shall be requested in a standard format determined by the Ethics Committee. The Conflict of interest disclosure form approved by the Ethics Committee of Council is hereafter attached as Appendix 2 and constitutes an integral part of the present Code of Conduct. Disclosure forms and relevant data contained therein will be compiled by the Ethics Committee or any other person to whom the Committee delegates this responsibility. Failure by any Council member to disclose potentially relevant interests in the disclosure form will be considered by the Ethics Committee, which if necessary, shall report back to Council with its recommendations.

b. Conflicts of Interest

A conflict of interest situation may arise if a Council member has competing professional or personal interests, since such competing interests can make it difficult to fulfil his/her duties impartially. Even if there is no evidence of improper actions, a conflict of interest can create an appearance of impropriety that can undermine confidence in the ability of that person to use his/her position with proper ethics. A conflict of interest can exist even if no unethical or improper act results from it.

It is a fundamental principle that any financial or other benefit accepted by a Council member, whether direct or indirect, must in no way affect or be perceived as affecting the independence of that Council member, and that Council member must put and be seen to be putting IUCN's interests above any others.

Council members should arrange their private and other professional affairs in a manner that will prevent actual, perceived or potential conflict of interest. Whenever a Council member is in a conflict of interest situation as defined herein, that Council member is under an affirmative duty of disclosure to the Ethics Committee.

It will be the task of the Ethics Committee to review all relevant facts and circumstances and, on that basis, to determine to what extent that Council member will be directed to recuse him/herself from that role or to put an end to that relationship in order for him/her to be permitted to continue to serve as a member of Council.

Council members have a duty to avoid any conflict of interest situation involving them, individually or directly, as well as their close relatives or other related parties. If any such conflict arises, Council members must promptly inform the Council Ethics Committee (and if appropriate the Chair of the meeting where the conflict arises) and withdraw from participation in decision-making connected with the matter. If the conflict is apparent or potential rather than actual, Council members should seek the advice of the Ethics Committee of Council about whether they should recuse themselves from the situation that is creating the appearance of or potential for conflict.

c. Consensus

Council members have a duty to participate actively in the deliberations and decision-making process of Council. Once a final decision has been taken on a matter before Council, Council members have also a duty to support that decision.

d. Reliability

Council members have a duty to attend all meetings of Council.

In the event that a member is absent without leave of absence from two (2) consecutive Council meetings, the Governance Unit will contact the member to send a warning and remind him or her of the provisions of Article 64.

Council members are also strongly encouraged, where feasible, to attend meetings of National and Regional Committees within their Regions.

e. Utilization of Resources

Council members have a duty to use prudently any resources, financial or other, provided by IUCN to them to carry out their duties. IUCN resources should only be utilized to execute the duties and commitments of Council members.

f. Conduct within the Union

Council members have a duty to treat their colleagues and IUCN staff with courtesy and respect, without harassment and without physical or verbal abuse.

Council members have a duty to exercise control and supervision over matters for which they are individually responsible.

g. Public Statements

When making public statements verbally or in writing in their capacity as members of Council, members should make it clear whether they are communicating in their personal capacity (*i.e.*, giving their personal view, not an IUCN view) or on behalf of IUCN (*i.e.*, giving the official/institutional position of IUCN). If Council members speak on behalf of IUCN, they should make clear in what capacity and by which authority, with due consideration of the revised Policy System adopted by Council in its decision C/56/17. Council members may not represent any organizations in addition to IUCN at the same time whilst making any public statement, except where IUCN and such other organizations have explicitly authorized such representation beforehand.

Before Council members engage in making any public statements, including speaking to the media, it is strongly recommended that they:

- (i) ascertain whether or not the matter is being dealt with in the Secretariat and obtain relevant information from the Director General;
- (ii) have a clear understanding of the issues;
- (iii) be thoroughly familiar with IUCN policy as set forth in IUCN Resolutions and Recommendations and with Council's plans for implementation of that policy;
- (iv) be thoroughly aware of any sensitivities on that particular or other related subjects within IUCN membership; and
- (v) have reasonable grounds to consider themselves expert on the matter at hand.

If Council members have any doubt that they do not meet any one of the criteria above, then they have a duty to refrain from making the public statement and they may refer the matter to other Council members who would meet all the criteria, or alternatively to the Director General.

h. Gifts

Council members are encouraged to refuse gifts or other benefits (including but not limited to subsidized holidays) from any sources external to IUCN offered to that member in connection with the member's office in the IUCN Council. However, gifts may be accepted, if:

- (i) in the Council member's reasonable judgment, refusal to accept would offend or embarrass the donor or IUCN;
- (ii) the gift does not comprise or include, to his/her or his/her family's knowledge, parts or products of globally threatened species; and
- (iii) the value of the gift or benefit does not exceed two hundred (200) Swiss Francs.

In general, Council members may accept reasonable hospitality, such as meals or local transportation, in the course of their normal IUCN duties.

If Council members are offered a gift or benefit for which the value exceeds the two hundred (200) Swiss Franc threshold, they have a duty to decline, explaining the IUCN Council policy on gifts. Nonetheless, in cases where Council members reasonably must accept the gift due to special circumstances, for

example, when the donor will most likely be offended based on his or her cultural norm, Council members must inform the Chairperson of the Ethics Committee for proper disposition of the gift.

Details of gifts of above two hundred (200) Swiss Francs, which Council members accept in their capacity as Council members, must be submitted to the Chairperson of the Ethics Committee on the appropriate form within sixty (60) days of receipt. Failure to declare any gifts as prescribed herein will be referred to the Ethics Committee for review, report back and recommendation to Council.

The Ethics Committee will make a determination on whether to dispose of the gift with the proceeds benefiting IUCN, whether to retain it in IUCN's ownership, or whether to give dispensation to the Council member to retain the gift. In the event of a decision to dispose of it, the original recipient will have, upon request, first option to purchase it at a price established through an independent appraisal.

If a member has any doubt, he/she is required to seek advice from the Chairperson of the Ethics Committee or, if this is not practical, from any other member of the Ethics Committee.

i. Compensation

Members of Council serve in a voluntary capacity (*i.e.*, without receiving remuneration from IUCN for their service).

Council members may seek reimbursement of the cost of their travel and subsistence (in this section referred to as "expense(s)") for meetings of the Council in accordance with the Council approved Policy on the Reimbursement of Travel Expenses to Council members for attending meetings of Council, or when undertaking special missions for the Union as agreed or authorized in advance within the context of the Union's Programme of action.

When a Council member accepts an engagement on behalf of IUCN, for which IUCN pays travel and subsistence in accordance with its policies, any expense reimbursement or honorarium, if offered, may be accepted and shall be remitted to IUCN. If a Council member accepts an engagement on behalf of IUCN for which IUCN does not pay any travel or subsistence, then the Council member may retain from any honoraria and expense reimbursement offered, a total amount as allowed in accordance with Council approved Policy, with any remaining balance to be remitted to IUCN.

j. Communication practice

Members of Council should:

1. largely focus on their global role as Councillors of a global Union,
 - providing policy-level guidance to the Director General and the Commissions, particularly on issues of substance or governance;
 - encouraging coherence among the different parts of the Union, needed to facilitate the design and implementation of the "One Programme";

- exercising fiduciary and supervisory responsibility over the affairs of the Union, including overall approvals for the Union's budget and plan;
 - monitoring and evaluating the performance of the Director General and holding her/him accountable for the performance of the Secretariat and implementation of the Programme;
2. comment only on those issues that are of direct interest to them or relevant to their respective roles on Council and avoid overloading colleagues and communication channels with inputs that do not add value to the discussion;
 3. copy messages to other recipients only on a 'need or desire to know' basis and not overload the mailboxes of fellow Councillors who are not or do not wish to be in that information loop;
 4. copy to relevant members of the Secretariat those exchanges among Councillors that they need to see to ensure that they can provide informed, appropriate and consistent support to the Council;
 5. use more effective channels than broadcast email for sensitive issues, e.g. to IUCN's National and Regional Committees, to address national or regional matters with the Director General;
 6. refrain from public discussion (i.e., outside the Council meeting) on personnel or other decisions that are the prerogative of the Director General. Where necessary, these should be taken up directly, one-on-one with the Director General. If email copies on these subjects cannot be avoided, they should be sent ONLY to the parties directly concerned with the particular issue;
 7. use good practices as the governing body of IUCN to set the right tone in our communication with each other and with the Director General and Secretariat, and to set an appropriate level for Council involvement; and
 8. inform and obtain input and feedback from IUCN Members, National and Regional Committees, and Regional Fora on the provisional agendas for upcoming Council meetings and in reporting the results of Council meetings to IUCN Members. The Councillors' role is to provide explanations on the agenda, encouraging Members to provide input to global decision making and to promote Council decisions, through submission of comments to the Director General prior to meetings of Council.

k. Conduct in the process of selecting the venue of the next World Conservation Congress

No IUCN Council member may obtain property, financial advantage or any other benefit including but not limited to soliciting or accepting any gift, hospitality or value in kind from any Candidate (directly or indirectly) that could be seen as affecting the person's impartiality with regard to the selection process in line with the Code of Conduct for IUCN Councillors.

No IUCN Council member or IUCN staff member may provide support to a Candidate in preparing their proposal.

PART V

Implementation of the Code of Conduct

a. *The Ethics Committee of the Council*

The Vice Presidents will constitute the Ethics Committee, consistent with Regulation 48 (c) (i) and (iv). The Committee shall be responsible for consideration and administration of all matters relating to this Code and for assisting the Council in implementing the provisions of Article 65 of the IUCN Statutes and all other statutory provisions relevant to the ethical conduct of Council members.

The Vice Presidents shall elect a Chairperson from amongst themselves for the purpose of implementing the Code of Conduct. If the ethical conduct of a member of the Committee comes under consideration by the Committee, that member shall *ipso facto* be excluded from the Committee's deliberations on that matter, and may be excluded from the Committee's deliberations on any other related matters upon the unanimous decision by the other Committee members.

The Ethics Committee shall maintain a secure permanent written and/or electronic record of their work in such a way as they may determine.

Attendance at the meetings of the Ethics Committee shall be restricted to Council members whose participation the Committee deems to be necessary or beneficial to its deliberations.

The Ethics Committee shall consider any alleged misconduct by a Council member, any conflict of interest issues and any other matters brought to its attention that are related to or fall within the scope of the provisions of this Code of Conduct. The Council member concerned shall, in all cases, be given the opportunity to respond to the allegations before the Committee.

If a majority of members of the Ethics Committee who are entitled to vote on the matter concerned, determines that misconduct has been committed, and taking into account the nature and seriousness of the misconduct, the particular circumstances and the member's prior record of conduct, the Committee shall make recommendations to the Council on the appropriate action to be taken. Such recommendations may include the following:

- (i) taking no further action and closing the matter;
- (ii) issuance of a warning to the Council member;
- (iii) issuance of a warning to the Council member together with a statement to be minuted; or
- (iv) suspension or expulsion of the Council member.

If a majority of members of the Ethics Committee who are entitled to vote on the matter, determines that there was no misconduct, the Council member concerned shall be so informed and no recommendation or other communication to Council shall be made, unless it is agreed by both the Committee and the member concerned that an agreed communication would be desirable.

Upon receiving the recommendations of the Ethics Committee excluding possible suspension and/or

expulsion, the Council shall give them due consideration. If Council cannot agree by consensus on what action to take, a secret vote shall be taken and the decision will be carried by a simple majority.

In the case that a recommendation by the Ethics Committee to Council entails or includes possible suspension and/or expulsion, the provisions in Article 65 of the Statutes shall apply.

b Application

The provisions of this Code shall apply to all elected and appointed members of Council.

c. Adhere to Code and Signature

A copy of the Code of Conduct then in effect shall be attached to the nomination forms for any person seeking or accepting to stand for election or appointment to a position on Council.

By signing a nomination to be elected or appointed as a Council member, such a candidate agrees to submit to the provisions in the Code of Conduct both during and, where relevant (e.g. in relation to confidentiality, respect etc), after their term has expired.

In order to ensure that all Council members fully understand the importance, responsibility and implications of their compliance with the Code, they will be required to sign two original counterparts of the Code during the first full meeting of Council at Headquarters after the World Conservation Congress. For those members who might be absent at that meeting, two originals shall be sent to them by courier for signature: the Council member will keep one signed original and shall return the other to the Ethics Committee within sixty (60) days after the date of the referenced Council meeting.

In the event of a member failing to sign the Code as indicated above, the member concerned will be considered as having acted in a manner seriously inconsistent with that member's duties and the provisions in Article 65 of the Statutes shall apply.

d. Revision of the Code

Any Council member may seek a revision of the Code or an amendment of a specific section of the Code by submitting a formal request to the Chair of the Ethics Committee, who shall place the matter on the agenda of the Committee for consideration at the first opportunity after such a written submission has been received. If agreed by the Committee, the proposed revision or amendment will be submitted to Council for approval.

e. Enforcement

Unless otherwise decided by Council or expressly provided for in the Code, all matters concerning breaches and enforcement of the Code will be reviewed by the Ethics Committee. Any Council member may submit details of any such breach to the Chair of the Ethics Committee, who shall place the matter on the agenda for consideration at the first meeting of the Ethics Committee after such a complaint has been received. The Ethics Committee shall endeavour to deal with the matter as expeditiously and objectively as possible.

Unless otherwise instructed by Council, the Ethics Committee will investigate any allegations submitted to it and where necessary report back to Council with appropriate recommendation(s).

f. Information and its sources

Any information relevant to matters that fall within the scope of this Code is to be reported to the Ethics Committee, together with all supporting evidence.

The Ethics Committee will undertake such investigations as it believes necessary. The Ethics Committee will, as far as possible, undertake all its work, in keeping with the principles of natural justice. At the same time the Committee has a duty to protect information received, and its source, where disclosure might, in the Committee's view be detrimental to its work, or detrimental to the interest of the person/s who has(ve) supplied information to them."

Procedure for dealing with issues submitted to the Ethics Committee for consideration and decision

(approved by the IUCN Council at its 75th Meeting in November 2010)

In reviewing any issue submitted to it, the Ethics Committee (“EC”) shall apply this procedure **always consistent with and subject to relevant provisions of the Code of Conduct for Members of the Council** (“Code of Conduct”):

- maintaining strict confidentiality; the EC will disclose the issue only the President, the DG, and any other person who, in the reasonable opinion of the EC, may have information relevant to the issue;
- detailed records will be kept during the process and filed by the Governance Officer who will provide general secretariat support to the EC;
- the Council member who is charged with the alleged misconduct will be contacted only after discussion and agreement between the members of the EC and following procedure;
- the agreed decision and further course of action, including both the rationale for the decision and, as required under Part V of the Code of Conduct, (a) any specific recommendation to be made to Council or (b) the communication to the Council member involved that no misconduct was found, will be documented and filed.
- The Council member charged with the alleged misconduct shall be afforded, *inter alia*, the following rights: (a) to know the origin and nature of the allegation, (b) to be given reasonable time, information and opportunity to respond to the allegation, and (c) to be allowed fair and objective consideration of his/her response.

Steps in addressing and deciding an ethical issue:

1. The issue is documented by the Director General or the President, via the Governance Officer, with all relevant information, including: outline and materials related to the issue (including hard copy and electronic documents); identity of parties involved; bases/sources of authority for consideration by the EC (*e.g.*, IUCN Statutes and Regulations, Council Handbook, Code of Conduct) (all this constituting and referred to as the “File”).
2. The EC is provided with the File and any other appropriate information and background documentation. In each case, the Vice-Presidents shall, upon receiving the File, elect a Chairperson amongst themselves for the purpose of facilitating the work of the EC.
3. If, upon initial review of the File, the EC determines that the allegations and the supporting evidence before it could not reasonably constitute misconduct, the EC shall inform the President and/or the Director General that there are no grounds to further investigate the case, and the file shall be closed. In such case, the EC shall not communicate on the matter with the Council member concerned unless unusual circumstances reasonably require otherwise (*e.g.*, the Council member concerned found out about the allegations seeks information on the status of the matter).
4. If, upon initial review of the matter, the EC determines that the allegations and the supporting evidence before it reasonably could constitute misconduct, then it shall investigate the case. And to that end, it shall decide the process, timetable and logistics (including contacting and requesting a meeting with the Council member concerned), and who will be assisting it in addressing the issue (*e.g.*, the IUCN Legal Adviser and members of the Secretariat, as may be necessary and appropriate). All

requests for documentation or cooperation from the Secretariat will be addressed to the Director General, who may delegate specific tasks to members of staff in each case.

5. After the EC has investigated the case, it shall determine whether or not there was misconduct on the part of the Council member concerned, and consistent with that determination it shall take either one of the following steps:
 - 5.1 If the EC determines that there was misconduct, then it shall make “recommendations to Council” as prescribed in the Code of Conduct.
 - 5.2 If, on the other hand, the EC determines that there was no misconduct, then it shall so inform the IUCN President and either he/she or the EC Chairperson shall communicate the EC’s determination to the Council member concerned. In this case, the Code of Conduct prescribes that “no recommendation or other communication to Council shall be made, unless it is agreed by both the Committee and the member concerned that an agreed communication would be desirable.”
6. In reviewing the File and discussing the issue, the EC shall establish a detailed record of:
 - its initial assessment of the issues in light of the allegations made;
 - provisions in the Statutes or other sources of authority that are/may be applicable and relevant to the issues at hand;
 - clear and complete definition of the exact nature of the issues that are to be reviewed and decided; and
 - decision on the issues and on next steps to be taken pursuant to the Code of Conduct, *i.e.*, either communicating the finding of “no misconduct” to the concerned Council member, or making “recommendations to Council on the appropriate action to be taken” (Code of Conduct, Part V).
7. The EC shall discuss the issue(s) with the Council member concerned only in a properly convened meeting, avoiding one-to-one communications between any of its members and the Council member unless the EC specifically delegates one of its members to so proceed.



Conflict of interest disclosure form

(Approved by the IUCN Council at its 95th Meeting, October 2018)

Introduction

The Code of Conduct for IUCN Councillors (hereafter “Code of Conduct”) requires each Council member to *“compile and submit an annual disclosure form to the Chairperson of the Ethics Committee. The information to be provided in such a disclosure form shall be requested in a standard format determined by the Ethics Committee.”*

The Code of Conduct further specifies that *“Failure by any Council member to disclose potentially relevant interests in the disclosure form will be considered by the Ethics Committee, which if necessary, shall report back to Council with its recommendations.”*

All Council members are kindly requested to return the present form electronically or by hard copy addressed to the Chair of the Ethics Committee of the IUCN Council (care of Secretary to Council) by [date] or before the end of the Council meeting during which the form has been distributed.

The disclosure forms returned by Council members will be registered by the Secretary to Council and posted in a closed section of the Union Portal only accessible to members of the IUCN Council.

If you have any questions, please contact the Chair of the Ethics Committee, [name and contact details].

Conflict of interest according to the Code of Conduct for Councillors

In the Code of Conduct, “Conflict of Interest” means *“a situation in which a Council member holds or assumes a role or engages in a relationship with a third party, in a context other than that member’s role in and responsibilities to IUCN, which impairs or reduces, or appears to impair or reduce, that member’s capacity to act in the best interest of IUCN.”*

The Code of Conduct further specifies that: *“Council members should arrange their private and other professional affairs in a manner that will prevent actual, perceived or potential conflict of interest. Whenever a Council member is in a conflict of interest situation as defined herein, that Council member is under an affirmative duty of disclosure to the Ethics Committee. [...] If any such conflict arises, Council members must promptly inform the Council Ethics Committee (and if appropriate the Chair of the meeting where the conflict arises) and withdraw from participation in decision-making connected with the matter. If the conflict is apparent or potential rather than actual, Council members should seek the advice of the Ethics Committee of Council about whether they should recuse themselves from the situation that is creating the appearance of or potential for conflict.”*

Definitions

The Code of Conduct defines:

“Close relatives”: include your spouse, domestic partner, siblings, parents and grandparents, children, grandchildren, and those of your spouse or domestic partner.

“Other related parties” as:

- Any partnership, limited liability company or professional corporation in which a Council

member or her/his close relative(s) is a partner, member or shareholder, respectively, with direct or indirect ownership interest in excess of 5%;

- Any entity (governmental, non-governmental, or corporate) in which a Council member serves as an officer, director / board member, trustee, or key employee;
- Any entity in which a Council member and/or her/his close relative(s) own more than 35% of the combined voting power, profits interest, other ownership or beneficial interest, whether directly or indirectly, individually or collectively.

“Business transaction”: Business transactions include, but are not limited to contracts of sale, leases, loans, and arrangements for the performance of services (including consultancies).

Disclosures

Please provide the information requested below for the calendar year ending [date].

If there is nothing to disclose, please write “N/A”. Attach additional pages if necessary to provide a complete response.

Return the present form electronically or by hard copy addressed to the Chair of the Ethics Committee of the IUCN Council care of Secretary to Council, by [date]. Hard copies should be returned to the Secretary to Council before the end of the Council meeting during which the form has been distributed.

A. Identify any business transaction in which you or a close relative or other related party of yours engaged with IUCN or any of IUCN’s components⁴:

B. Identify any other role you hold or assume, or any other relationship with a third party, in a context other than your role in and responsibilities to IUCN, which impairs or reduces, or appears to impair or reduce, your capacity to act in the best interest of IUCN:

I hereby affirm that, to the best of my knowledge, this annual disclosure statement is correct and complete. I also hereby acknowledge my obligation to notify the Ethics Committee of the IUCN Council promptly if at any time any of the facts stated above change.

Name:

Date:

Signature:

⁴ “Components” in the sense of Article 15 of the IUCN Statutes comprise: the World Conservation Congress, the Council, the National and Regional Committees and Regional Fora of Members, the Commissions and the Secretariat (including its regional, country and out-posted offices).

Annex 4

Examples of the implementation or interpretation of the Code of
Conduct

(See §35 on p. 12)

Performance Commitment for IUCN Councillors

(Approved by the IUCN Council at its 94th meeting, May 2018, C/94/19
and revised by [Bureau decision B/XX, 14 December 2019](#))

(To be read by each candidate accepting a nomination to become a member of the IUCN Council. All elected and appointed Councillors are invited to sign this commitment at the time of their nomination or appointment.)

Background

The IUCN Council is taking steps to improve the effectiveness and efficiency of its governance system. Effective members of Council are a critical part of the IUCN governance system. One of the steps being taken to ensure an effective Council is to strengthen the nomination process for Councillors to ensure that criteria and expectations of what it means to be an IUCN Councillor are clear when nominations are accepted, and that Councillors make a commitment to fulfil these criteria.

The following Commitment sets out a minimum level for your participation and input to the work of the IUCN Council. Your commitment as a member of the IUCN Council is to be seen in the broader context of the overall role of the IUCN Council as set out in Articles 37–65 of the IUCN Statutes.

Performance Commitment

As a duly elected member of the IUCN Council, I agree to do my best to fulfil my duties as an individual Council member. These are to:

1. **Participate fully in the work of the Council**, by
 - a) taking part in official Council meetings as notified by the Secretariat at least one month in advance. This may include physical attendance or video- and tele-conferencing;
 - b) providing meaningful responses to official Council communications requesting comments and inputs to such Council matters as minutes, committee proposals and decisions on any matters on the Council agenda;
 - c) participating in subcommittees and Task Forces of the Council, whether as assigned by the President or on a voluntary basis; and
 - d) duly engaging in Council's role to set strategic direction and exercise oversight of IUCN bestowed upon me by IUCN Members as provided in the Statutes and Regulations.

If, for any reason, I am not able to attend duly notified Council meetings for a prolonged period of time (three consecutive Council meetings) or to participate by some other means (telephone, email) to the satisfaction of the Bureau of Council, I agree to step down from my position as Council member and to allow the Council to replace me, as provided under the Statutes (Article 64).

2. **Serve on the Council of IUCN on a voluntary basis**, receiving no financial payment for my work as a Council member, other than reasonable reimbursement of expenses incurred in carrying out my Council duties, as set out in the Statutes (Article 63).

3. **Abide by accepted codes of conduct** and duties, specifically the Code of Conduct for IUCN Councillors which forms an integral part of this Agreement. I will review and avoid any potential conflict of interest and each year submit the conflict of interest disclosure form to the Ethics Committee of Council.
4. **Comply with all applicable laws and regulations of IUCN** relating to Council members, in particular the [IUCN Data Protection Policy](#).
5. **Respect the confidentiality of all information** declared by the Council to be confidential and received by me in any medium, including verbal, electronic or written.
6. **Remain accountable to the constituency of IUCN** – the membership.
7. **Acknowledge that**, if I am not able to fulfil these obligations as a Council member to the satisfaction of the Council, **Council has the right to suspend and expel me** subject to Article 64 and Article 65 of the Statutes, and to find a suitable replacement for me on the Council of IUCN.

Name of the IUCN Council member

Signature of IUCN Council member

Date

IUCN Councillor Activity Report

(Approved by the IUCN Council at its 94th meeting, May 2018, C/94/19)

The IUCN Council is taking steps to improve the effectiveness and efficiency of its governance system. One of the measures being taken is to encourage all Councillors to report to Council on activities as an IUCN Councillor – at global level, regional level and national level (if applicable).

The following Councillor Activity Report outline provides a basic template for you to use in summarizing your activities as an IUCN Councillor in the period since the last Council meeting. The examples of activities relate to the statutory duties of Council members and are drawn from the role, functions and qualifications required for election approved by the Council.

Please complete the Activity Report at the end of each period between Council meetings, and post it in the Council section of the Union Portal (restricted to Council members only), or submit it by email to the Secretary of Council who will upload it in the Council Portal, before the beginning of the Council meeting. Please keep the total length of your report to maximum two pages.

To minimize the financial implications, the reports will not be translated. Council members are encouraged to submit their reports in English or, if possible, together with an English courtesy translation.

Name of Councillor:

Reporting period:

1. Global level activities

As Council members serve the global interests of IUCN, fulfilling the functions of the IUCN Council as outlined in the IUCN Statutes (setting strategic direction for the Union, exercising oversight of the performance of the Union, and carrying out fiduciary responsibilities), examples of activities in this category include participation in Council and Council Committees, Task Forces and Working Groups, and taking part in global events in coordination with the Director General. Please list the dates of this work, and briefly describe the nature/extent of your involvement and the significance of this work for IUCN.

2. Regional level activities

Examples of activities in this category include specific regional activities carried out in your capacity as IUCN Councillor, such as input to the Council on the collective interests of the IUCN Members in the Regions, reporting back to Members on Council decisions, participation in Regional Conservation Fora and work of the Regional Committees, or work with IUCN Regional Committees, IUCN Commissions, IUCN Regional Offices and Members to promote the work of the Union and develop the membership in the Region. Please list the dates of this work, and briefly describe the nature/extent of your involvement and the significance of this work for IUCN.

3. National level activities

Examples of activities in this category include participation in the work of National Committees of IUCN, and other national-level IUCN related activities. Please list the dates of this work, and briefly describe the nature/extent of your involvement and the significance of this work for IUCN.

4. Other activities

List any other activities that you have carried out in your capacity as IUCN Councillor that you feel are of significance to IUCN.

Annex 7

Self-Assessment of IUCN Council members and Evaluation of the IUCN Council Meeting

(Approved by the IUCN Council at its 94th meeting, May 2018, C/94/19)

1. Introduction

Effective members of Council are a critical part of the IUCN governance system. As a member of Council, you are encouraged to reflect on your performance as an individual member of Council, and on the overall functioning of Council as a whole.

The following questionnaire is a tool enabling Council members to evaluate the effectiveness of Council during its most recent meeting and to assess their own performance as members of the Council during that meeting and in the period since the previous Council meeting.

Please complete the following questionnaire either electronically or on a hard copy, if possible within 7 days of receipt of the questionnaire. Please return any hard copies to Luc De Wever, Sr. Governance Manager, Secretary to Council.

Your feedback will remain anonymous. A compilation of the results will be shared with the President and Vice-Presidents who will transmit to Council a synthesis of the Council members' feedback together with details of any follow-up actions they have taken or that they recommend to the Council.

Rating options range from 5 (very satisfied / strongly agree) to 1 (very dissatisfied / strongly disagree).

2. Performance of Council at this Meeting

Please indicate how much you agree with each of the following statements by checking the appropriate box. Add any comments in the last column.

<i>Council effectively fulfilled its role to set strategic direction for IUCN</i>	5 4 3 2 1	
<i>Council effectively fulfilled its role to oversee the performance of IUCN</i>	5 4 3 2 1	
<i>Council effectively fulfilled its fiduciary responsibilities</i>	5 4 3 2 1	
<i>Council functioned as a cohesive body, with members actively participating and treating each other with respect</i>	5 4 3 2 1	
<i>Council members were well prepared</i>	5 4 3 2 1	
<i>I am satisfied with the quality of decisions made by Council at this meeting</i>	5 4 3 2 1	
<i>Effective use is made of the Bureau in order to optimize the time available in Council for issues of strategic importance</i>	5 4 3 2 1	

Do you have suggestions on how the overall effectiveness of Council can be improved?

Do you have suggestions on how to improve your own effectiveness as a Council member during Council meetings?

3. Leadership and Management of Council at this Council Meeting

Please indicate how much you agree with each of the following statements by checking the appropriate box. Add any comments in the last column.

The Council plenary agenda was sufficiently focused on strategic issues	5 4 3 2 1	
My time was well used in Council plenary sessions	5 4 3 2 1	
I was well briefed by the background materials provided by the Secretariat for this Council meeting	5 4 3 2 1	
The specific guidance required from Council on each agenda item was clear to me	5 4 3 2 1	
The time provided on the agenda for the business of Council was appropriately allocated	5 4 3 2 1	
The Chair managed the Council agenda in a timely manner	5 4 3 2 1	
The Chair encouraged all Councillors to participate in Council	5 4 3 2 1	
The Chair facilitated sound decision making by Council	5 4 3 2 1	
The Chair resolved conflicts when appropriate	5 4 3 2 1	
The Secretariat made an effective contribution to the (content of the) Council meeting	5 4 3 2 1	
The Secretariat provided adequate logistical and organizational support for this Council meeting	5 4 3 2 1	

Do you have suggestions on how to improve the leadership and management of Council?

Do you have suggestions on how to improve the logistical and organizational support for Council meetings (incl. travel and hotel arrangements)?

How might your skills be better utilized during the Council meeting?

4. Performance of the standing committees of the IUCN Council

Please check the committee of which you are a member:

- Governance and Constituency Committee
- Finance and Audit Committee
- Programme and Policy Committee

Please indicate the extent to which you agree with the following statements about the Committee of which you are a member. Add any comments in the last column.

The Committee was well led / chaired	<table border="1" style="display: inline-table;"> <tr> <td style="width: 20px; text-align: center;">5</td> <td style="width: 20px; text-align: center;">4</td> <td style="width: 20px; text-align: center;">3</td> <td style="width: 20px; text-align: center;">2</td> <td style="width: 20px; text-align: center;">1</td> </tr> </table>	5	4	3	2	1	
5	4	3	2	1			
The Committee was well supported by the Secretariat	<table border="1" style="display: inline-table;"> <tr> <td style="width: 20px; text-align: center;">5</td> <td style="width: 20px; text-align: center;">4</td> <td style="width: 20px; text-align: center;">3</td> <td style="width: 20px; text-align: center;">2</td> <td style="width: 20px; text-align: center;">1</td> </tr> </table>	5	4	3	2	1	
5	4	3	2	1			
The Committee focused on important strategic issues facing the Union and its results will make a significant contribution to the advancement of IUCN's Mission	<table border="1" style="display: inline-table;"> <tr> <td style="width: 20px; text-align: center;">5</td> <td style="width: 20px; text-align: center;">4</td> <td style="width: 20px; text-align: center;">3</td> <td style="width: 20px; text-align: center;">2</td> <td style="width: 20px; text-align: center;">1</td> </tr> </table>	5	4	3	2	1	
5	4	3	2	1			
The committee is effectively assisting the decision process in Council	<table border="1" style="display: inline-table;"> <tr> <td style="width: 20px; text-align: center;">5</td> <td style="width: 20px; text-align: center;">4</td> <td style="width: 20px; text-align: center;">3</td> <td style="width: 20px; text-align: center;">2</td> <td style="width: 20px; text-align: center;">1</td> </tr> </table>	5	4	3	2	1	
5	4	3	2	1			
Serving on this Committee was a valuable use of my time	<table border="1" style="display: inline-table;"> <tr> <td style="width: 20px; text-align: center;">5</td> <td style="width: 20px; text-align: center;">4</td> <td style="width: 20px; text-align: center;">3</td> <td style="width: 20px; text-align: center;">2</td> <td style="width: 20px; text-align: center;">1</td> </tr> </table>	5	4	3	2	1	
5	4	3	2	1			

What could be done to improve the effectiveness of your committee, incl. to better utilize your own skills?

Do you have suggestions on how to improve your own effectiveness as a member of a Council committee?

5. Task Forces and Working Groups

Please check the Task Force / Working Groups that you served on since the last Council meeting:

- ...
- ...
- ...

Please indicate the extent to which you agree with the following statements about the Task Force/Working Group you served on during the period since the last Council meeting. Add any comments in the last column.

The Task Force/Working Group focused on important strategic issues facing the Union and its results will make a significant contribution to the advancement of IUCN's Mission	<table border="1" style="text-align: center;"> <tr> <td style="width: 20px;">5</td> <td style="width: 20px;">4</td> <td style="width: 20px;">3</td> <td style="width: 20px;">2</td> <td style="width: 20px;">1</td> </tr> </table>	5	4	3	2	1	
5	4	3	2	1			
The Task Force/Working Group was well led / chaired	<table border="1" style="text-align: center;"> <tr> <td style="width: 20px;">5</td> <td style="width: 20px;">4</td> <td style="width: 20px;">3</td> <td style="width: 20px;">2</td> <td style="width: 20px;">1</td> </tr> </table>	5	4	3	2	1	
5	4	3	2	1			
The Task Force/Working Group received adequate support from the Secretariat	<table border="1" style="text-align: center;"> <tr> <td style="width: 20px;">5</td> <td style="width: 20px;">4</td> <td style="width: 20px;">3</td> <td style="width: 20px;">2</td> <td style="width: 20px;">1</td> </tr> </table>	5	4	3	2	1	
5	4	3	2	1			

If the Task Force / Working Group on which you served is to continue its work in the period until the next Council meeting, what could be done to improve its effectiveness, incl. to better utilize your own skills?

Do you have suggestions on how to improve your own effectiveness as a member of a task force / working group?

--

6. My role as a member of the IUCN Council between Council meetings

Please indicate how much you agree with the following statement by checking the appropriate box. Add any comments in the last column.

<i>The role that I should play as a Council member between Council meetings is clear to me</i>	<table border="1"><tr><td style="width: 20px; text-align: center;">5</td><td style="width: 20px; text-align: center;">4</td><td style="width: 20px; text-align: center;">3</td><td style="width: 20px; text-align: center;">2</td><td style="width: 20px; text-align: center;">1</td></tr></table>	5	4	3	2	1	
5	4	3	2	1			

How might your skills be better utilized between Council meetings?

--

7. Additional comments

What suggestions do you have to improve this evaluation and self-assessment process?

--

Anything else you wish to suggest with regard to Council's effectiveness and your own performance as a Council member that has not yet been covered by this questionnaire?

--

Thank you for your feedback!

Harmonized procedure for filling vacancies for Treasurer, Commission Chair and Regional CouncillorApproved by the IUCN Council at its 97th meeting, 19-22 October 2019, decision C97/8

Steps	Treasurer	Commission Chair	Regional Councillor
Notice period	If circumstances permit, the incumbent should give at least three months' notice before her/his resignation becomes effective.	If circumstances permit, the incumbent should give at least three months' notice before her/his resignation becomes effective.	If circumstances permit, the incumbent should give at least three months' notice before her/his resignation becomes effective.
Interim appointment	If required, Council appoints a member of the Council as Acting Treasurer until Council fills the vacancy.	If required, the Deputy Chair of the Commission concerned acts as Chair until Council fills the vacancy.	N/A
Vacancy occurring less than a year before the Congress	If the vacancy occurs less than a year before the Congress, Council may appoint a member of Council as Treasurer if it considers it unnecessarily confusing and cumbersome to call for nominations to fill a vacancy in parallel with the Call for nominations of candidates for election as Treasurer.	If the vacancy occurs less than a year before the Congress and Council considers it unnecessarily confusing and cumbersome to call for nominations to fill a vacancy in parallel with the Call for nominations of candidates for election as Commission Chair, it may fill the vacancy based on a recommendation of one, or maximum two candidates by the Steering Committee of the Commission concerned, following the Steering Committee's consultation of the Commission's membership in the spirit of Regulation 30 <i>bis</i> .	If the vacancy occurs less than a year before the Congress, Council may decide not to fill the vacancy if it considers it unnecessarily confusing and cumbersome to call for nominations to fill a vacancy in parallel with the Call for nominations of candidates for election as Regional Councillor.
Terms of Reference (ToR)	The ToR for the position, including the responsibilities as well as the qualifications and requirement for the position, are those approved by the Council and integrated in the Call for nomination of candidates for election as Treasurer referred to in Regulation 30 revised as required to take into account circumstances prevailing at the time of the vacancy.	The ToR for the position, including the responsibilities as well as the qualifications and requirement for the position, are those approved by the Council and integrated in the Call for nomination of candidates for election as Commission Chair referred to in Regulation 30 revised as required to take into account circumstances prevailing at the time of the vacancy.	The ToR for the position, including the responsibilities as well as the qualifications and requirement for the position, are those approved by the Council and integrated in the Call for nomination of candidates for election as Regional Councillor referred to in Regulation 37 revised as required to take into account circumstances prevailing at the time of the vacancy.
Identification of candidates	The Council establishes a Search Committee composed of the President, one or more Vice-Presidents proposed by the President based on relevant skills	1. The outgoing Chair or the Deputy Chair of the Commission concerned is requested to establish an <i>ad hoc</i> committee under Regulation 30 <i>bis</i>	Council invites all IUCN Members of the statutory region concerned, which are up-to-date with payment of their dues, to submit nominations. The Vice-

	<p>set, the outgoing Treasurer or the Acting Treasurer, if available, the Chair of the Finance and Audit Committee (FAC), the Councillor from the State in which IUCN has its seat, and one other Councillor. In a first phase, all Council members are invited to encourage qualified candidates to put forward their candidacy to the Search Committee. Should this not produce qualified candidates, the Search Committee requests the Director General to issue a call to all IUCN Members worldwide, which are up-to-date with payment of their dues. The Search Committee presents to Council a single candidate for its endorsement.</p>	<p>and to communicate to the Director General (DG) and the Vice-Presidents acting as Nominating Committee under Regulation 48, the names of the chair and the members of the Commission's <i>ad hoc</i> committee.</p> <ol style="list-style-type: none"> 2. The DG's Call for nominations is sent to all IUCN Members and to the members of the Commission concerned. The Call for nominations states explicitly that, in the interest of time, it also constitutes the invitation to Commission members required by Regulation 30<i>bis</i>, inviting them to submit to the Commission's <i>ad hoc</i> committee names to be considered for Commission Chair. 3. The Call for nominations specifies the deadline for submission of names by IUCN Members and CEC Commission members directly to the Council's Nominating Committee (Regulation 30) and for the Commission's <i>ad hoc</i> committee to transmit, with the prior endorsement of the Commission's Steering Committee, a list of up to 2 prioritized candidates to the Nominating Committee (Regulation 30<i>bis</i>). 4. The Council's Nominating Committee presents to Council a single candidate for its endorsement. 	<p>Presidents acting as Nominating Committee under Regulation 48 (c) (ii) validate the nominations put forward by IUCN Members. The Nominating Committee presents all valid nominations to Council.</p>
<p>Selection of candidates</p>	<p>Council elects the individual to fill the vacancy for Treasurer for the balance of the term by a secret, electronic vote. If there is only one candidate, Council decides whether to endorse the candidate, during its meeting or by email ballot.</p>	<p>Council elects the individual to fill the vacancy for Commission Chair for the balance of the term by a secret, electronic vote. If there is only one candidate, Council decides whether to endorse the candidate, during its meeting or by email ballot.</p>	<p>Council elects the individual to fill the vacancy for Regional Councillor for the balance of the term by a secret, electronic vote. If there is only one candidate, Council decides whether to endorse the candidate, during its meeting or by email ballot.</p>

GOVERNEMENT DE LA
RÉPUBLIQUE DE VANUATU

MINISTÈRE DES
AFFAIRES ÉTRANGÈRES, DE LA
COOPÉRATION
INTERNATIONALE ET DU
COMMERCE EXTÉRIEUR



GOVERNMENT OF THE
REPUBLIC OF VANUATU

MINISTRY OF
FOREIGN AFFAIRS,
INTERNATIONAL
COOPERATION AND EXTERNAL
TRADE

17 July 2020

Mrs. Grethel Aguilar
Chief Executive Officer
International Union of Conservation of Nature
Gland, Switzerland

Dear Madame,

Subject: Request for Waiver of Vanuatu's Membership Contribution for the financial year 2020-2021

It is with great honor and respect that I write to you on behalf of the government and the people of the Republic of Vanuatu regarding the request to waive Vanuatu assessed contribution to the budget of the International Union for Conservation of Nature for the 2020-2021 Financial Year.

Vanuatu is currently dealing with the Global Pandemic situation of COVID-19, the widespread devastation of the Category 5 Tropical Cyclone Harold, in the northern region of Vanuatu, and the continuous ash fall of the Tanna Yasur volcanic activity, that has caused widespread fear and destruction to the local communities in the southern region of Vanuatu.

Foremost, the impact of the COVID-19 Global Pandemic on the Vanuatu economy is extremely large. Vanuatu is a small flexible economy that depends heavily on tourism, which contributed approximately 45 percent of the total national income of the country. With the current closure of international borders, especially in the Asia-Pacific Region, the country has suffered loss of up to around 90 percent of its tourism industry. The Vanuatu's tourism office is working tirelessly for the tourism recovery but nonetheless, it is certain the country's tourism industry will be down for another two to three years.

Additional, on April 6, 2020, the Category 5 Tropical Cyclone Harold made landfall in Vanuatu leaving much devastation in the Northern Region of the Country. TC Harold preliminary impact assessments have reported around 70 to 80 percent of Agriculture Sector in the Northern Region as completely wiped out. The northern region of Vanuatu is agriculture endowed, has the greatest potential in Agriculture, and is the main export port of Vanuatu. Agriculture is the main stay of the Vanuatu economy but with the recent disaster caused by TC Harold, Vanuatu's export will experience the worse fall in the year 2020 and 2021.

Moreover, in the early 2020, the Yasur Volcano on Tanna erupted and caused widespread destruction to food crops in the surrounding communities of Tanna. The Tanna ash-fall affects livelihoods of the people from south to central parts of the islands and affected both the tourism and the agriculture sector of the Tanna Economy. Tanna is the main economic zone down south of Vanuatu and such a disaster will bring tremendous downfall for the southern economy.

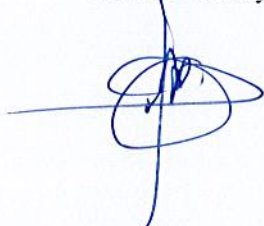
The three main disasters (COVID-19, TC Harold and Tanna Volcanic Ash-Fall) intensifies the ever-increasing socio-economic problems that Vanuatu is facing and will continue to face into the future. Observed unemployment reached record levels due to COVID-19 and stress on the government budgets has more than doubled. With the outlook of a drop in government revenue in the years to come, the Vanuatu government through the Foreign Ministry is seeking assistance from all its donor partners to assist in the rapid assessments and response phase as well as rebuilding & rehabilitation phase after TC Harold while working to minimize losses to the economy due to COVID-19.

On that note, the Vanuatu Government is requesting the IUCN to waive the membership contribution fees for Vanuatu for the financial years 2020-2021. This would give ample time for Vanuatu to continue on its ongoing recovery programs to support its people until 2022 when it will resume its obligations as a member state to pay for its assessed contributions fees again.

I would like to take this opportunity to thank the International Union for Conservation of Nature for its ongoing programs and activities that have greatly supported Vanuatu in its development aspirations and Vanuatu is looking forward to maintaining a close relationship with you through active participation as a member. I am extending my word of thanks also to you for the generous support through different channels and continued prayers for the people of the republic of Vanuatu.

Please accept Chief Executive Officer the renewed assurances of my highest consideration.

Yours sincerely,



Hon. Marc ATI
Minister





Ciudad de México a 25 de enero 2021

Dr. Enrique Lahmann
Director Global
Grupo para el Fortalecimiento de la Unión
IUCN

Estimado Dr. Lahmann:

Esperando que usted y los suyos se encuentren bien, nos dirigimos a usted para externar la preocupación de los miembros del Comité Mexicano de la UICN ante la situación crítica que vivimos en estos tiempos difíciles y llenos de retos personales y profesionales.

Durante 2020 la contingencia sanitaria por el COVID-19 puso en evidencia la interdependencia de la salud humana y la salud ecosistémica, así como la urgencia de realizar cambios transformadores profundos en nuestra relación con la naturaleza. La pandemia nos ha dejado un importante aprendizaje y la esperanza de lograr una mejor comprensión colectiva de que somos parte de la naturaleza, no dueños de ella, y de que esto se vea reflejado en la toma de decisiones a todos los niveles y una participación mucho más activa en los procesos internacionales relativos al cumplimiento de los Objetivos de Desarrollo Sostenible y de la agenda post-2020. Sin embargo, la pandemia también ha resultado en afectaciones sociales y económicas importantes que ponen en riesgo el cumplimiento cabal de los compromisos adquiridos para este año.

Lamentablemente, México es uno de los países que ha sufrido más fuertemente los impactos de esta nueva realidad que no da visos de cambiar en el corto plazo. A la alta vulnerabilidad de nuestro país al COVID-19 y las afectaciones que éste ha ocasionado, se suman una serie de importantes recortes presupuestales al sector ambiental desde 2013 que han afectado seriamente a las dependencias de gobierno y, desde 2018, a las organizaciones de la sociedad civil quienes también han observado recortes significativos en los recursos públicos destinados a las actividades implementadas en colaboración con las dependencias de gobierno. Igualmente, la falta de estímulos para la iniciativa privada para sortear el detenimiento total o parcial de la economía, ha reducido fuertemente la procuración de fondos de fuentes privadas, de los cuales; muchas de las organizaciones miembro dependemos para operar.

Ante este contexto, las organizaciones miembro del Comité Mexicano de IUCN nos hemos visto obligadas a reaccionar de formas creativas y vigorosas, tales como limitar nuestras actividades en oficinas y campo para cortar la ruta de contagios, pero también tomando decisiones difíciles como recortar sueldos y salarios o incluso nuestras fuerzas de trabajo y reduciendo nuestro número de colaboradores y gastos de operación al mínimo posible.



Como país megadiverso, y reconociendo que tan sólo en los últimos 40 años, más del 70% de las infecciones emergentes han sido zoonosis, las organizaciones del Comité Mexicano de la UICN estamos convencidos del incalculable valor de nuestra biodiversidad y de la importancia de conservarla y usarla sustentablemente para garantizar la supervivencia humana. En este sentido, reiteramos nuestro compromiso de continuar desarrollando actividades para valorar y proteger nuestros recursos más valiosos y de apoyar el desarrollo de las comunidades locales en armonía con la naturaleza, pero nos vemos en la necesidad de solicitar el apoyo de la Unión para lograrlo.

Tomando en cuenta lo anterior, las organizaciones del Comité Mexicano de la UICN, solicitamos respetuosamente que se considere una reducción en el costo de la membresía de este año (2021) para superar esta crisis y permitir aligerar las cargas financieras sin poner en riesgo nuestra labor de conservación ni nuestros derechos como miembros de la Unión. En este sentido, ponemos a su consideración la posibilidad de una reducción mínima del 50% del monto total de la membresía, esperando que la situación sea más favorable en 2022. Reconocemos que esta reducción, de ser aprobada; no aplicaría para adeudos anteriores de pago de la membresía.

Agradeciendo de antemano su atención a esta solicitud, quedamos atentos a su respuesta y le enviamos un cordial saludo.

Atentamente

Sandro Cusi
Presidente
Comité Mexicano de la UICN

c.c.p. Dr. Bruno Oberle, Director General, UICN.
Sr. Xinsheng Zhang, Presidente, UICN.
Sr. Nihal Welikala, Tesorero, Consejo 2016-2020, UICN.
Dra. Grethel Aguilar, Directora Regional de la Oficina para México, América Central y el Caribe, UICN.
Sra. Fleurange Gilmour-Bieri, Coordinadora de Membresía, Grupo para el Fortalecimiento de la Unión, UICN.
Sra. Anja Miller, Asistente de Membresía, Grupo para el Fortalecimiento de la Unión, UICN.
Sra. Sarah Over, Responsable de Comunicaciones, Grupo para el Fortalecimiento de la Unión, UICN.



Mexico City, January 25th, 2021

Dr. Enrique Lahmann
Global Director
Union Development Group
IUCN

Dear Dr. Lahmann,

Hoping that you and your family are well, we contact you to express the members of the Mexican Committee of IUCN's concerns in the critical situation we are facing in these difficult times, with many personal and professional challenges.

During 2020, the COVID-19 health contingency highlighted the interdependence of human health and ecosystem health, as well as the urgent need for profound transformative changes in our relationship with nature. The pandemic left us with important lessons and the hope of achieving a better collective understanding that we are part of nature, not owners of it, and that this must be reflected in decision making, at all levels, and through a much more active participation in the Sustainable Development Goals and post-2020 agenda international processes. However, the pandemic also resulted in significant social and economic impacts that jeopardize the full implementation of the commitments made for this year. Unfortunately, Mexico is one of the countries that has suffered the most from the impacts of this new reality, which does not show any sign of improvement in the short term. The high vulnerability of our country to COVID-19 and the effects it has caused are the latest addition to a series of significant budget cuts in the environmental sector since 2013, which have seriously affected government agencies and, since 2018, civil society organizations, who have also observed significant cuts in public resources allocated to activities implemented in collaboration with government agencies. Likewise, the lack of incentives for private initiatives to circumvent the total or partial shutdown of the economy, has strongly reduced the availability of funds from private sources, on which many of the member organizations depend to operate. In this context, the member organizations of the Mexican Committee of IUCN have been forced to react in creative and vigorous ways, by limiting our office and field activities to prevent infections, but also by taking tough decisions such as reducing wages and salaries, or even our work forces and the number of employees or operating expenses to a bare minimum.



As a megadiverse country, and recognizing that in the last 40 years alone, more than 70% of emerging infections have been zoonoses, the organizations of the Mexican Committee of IUCN are convinced of the inestimable value of our biodiversity and of the importance of conserving and using it sustainably to ensure human survival. In this regard, we reiterate our commitment to continue developing activities to assess and protect our most valuable resources and support the development of local communities in harmony with nature, but we feel the need to seek support from the Union to do so.

Taking this into account, the organizations of the Mexican Committee of IUCN respectfully request that a reduction in the cost of membership dues for this year (2021) be considered to overcome this crisis and allow to lighten the financial burdens without jeopardizing our conservation work or our rights as members of the Union.

In this regard, we put to your consideration the possibility of a minimum reduction of 50% of the total amount of the membership fees, hoping that the situation will be more favorable in 2022. We acknowledge that this reduction, if approved, would not apply to pending past membership dues.

Thanking you in advance for your attention to this request, we look forward to your response and send you all our best wishes.

Best regards

Sandro Cusi
Chair
Mexican Committee of IUCN

c. c. p. Dr. Bruno Oberle, Director General, IUCN.

Mr. Xinsheng Zhang, President, IUCN.

Mr. Nihal Welikala, Treasurer, Council 2016-2020, IUCN.

Dr. Grethel Aguilar, Regional Director, Regional Office for Mexico, Central America and the Caribbean, IUCN.

Ms. Fleurange Gilmour-Bieri, Membership Coordinator, Union Development Group, IUCN.

Ms. Anja Miller, Membership Assistant, Union Development Group, IUCN.

Ms. Sarah Over, Communications Officer, Union Development Group, IUCN.

Reunión informal de inquietudes de miembros y secretariado de la UICN en Latam previo a las votaciones de febrero

Rossana Berrini, Presidenta del Comité Sudamericano de la UICN
Viviana Sánchez, directora regional de Mesoamérica interina de UICN
Karina Andrade, directora regional interina de Sudamérica de UICN
Enrique Lahmann, director global, Grupo de Fortalecimiento de la Unión
Ernesto Herrera, Presidente del Comité Mesoamericano de la UICN
Jenny Gruenberger, Consejera Regional de Sudamérica de UICN

Fueron invitados, pero no pudieron participar:

Líder Sucre, Consejero Regional de Mesoamérica de UICN
Marco Vinicio Cerezo, Consejero Regional de Mesoamérica de UICN
Carlos Durigan, Consejero Regional de Sudamérica de UICN

Rossana y Ernesto compartieron inquietudes:

- Baja velocidad del Secretariado para responder a la pandemia. Otras organizaciones globales en que algunos de los miembros participan (FSC, ANDE, etc.) fueron más rápidas para dar respuesta y dar a conocer posturas.
- Velocidad para cancelar el congreso, posponerlo, volverlo a cancelar, volverlo a calendarizar para septiembre de 2021. Rossana y Ernesto no creen posible que sea posible llevar a cabo el Congreso presencial ya que, principalmente los países pobres, no habrán vacunado a su población. Posiblemente sí sea factible para países del norte poder participar de manera presencial. Si bien, todos queremos vernos, valoramos la presencia física y las alianzas/negociaciones/cooperación entre miembros se da a través del diálogo presencial. Sin embargo, pero no vemos que sea factible al menos de manera equitativa.
- Nos preocupa también la capacidad de los miembros para conectarse y usar las plataformas electrónicas. En general hemos aprendido mucho a usar plataformas virtuales. Nos parece que el Secretariado no conoce realmente a los miembros y sus capacidades para adaptarse a la nueva realidad.
- Nos parece que el programa y el plan financiero que se puso a votación no está considerando completamente la nueva realidad que vivimos. Muchos miembros corren el riesgo de dejar de pagar la membresía. Por ejemplo, miembros en México solicitan un descuento del 50% en el pago de la membresía. Nos preocupa que haya una gran caída en la membresía a nivel global.
- El secretariado no procura a los miembros, no los busca, no les pregunta como están, si están pasando por un mal momento.

Argumentos del Secretariado y consejera regional:

- El Consejo decidió postergar por segunda ocasión el congreso para setiembre de 2021 y espera se pueda llevar a cabo de manera presencial. En caso de que las condiciones de la pandemia no lo permitan, no se pospondrá más. Muy probablemente se llevará a cabo en un esquema mixto para que sea parte presencial, parte virtual. La cantidad de personas, la diferencia de horarios y los retos tecnológicos limitan la fluidez/efectividad de un congreso virtual. Hay que diferenciar entre los eventos del Foro y la Asamblea de Miembros, incluidas las votaciones sobre mociones, elecciones y otras decisiones. Éstas no son posibles en un formato híbrido.
- La decisión de hacer o no el Congreso, no solo recae en la UICN, también recae en el gobierno de Francia y las autoridades locales (4 niveles de gobierno), y por ello, ha sido lento el proceso.
- El programa y plan financiero si incorporó aspectos relacionados con la pandemia y hubo oportunidad para que los miembros participaran en su construcción. Si bien el proceso empezó antes de la pandemia, continuó ya bien entrada la crisis sanitaria y los miembros tuvieron oportunidad para contribuir y aportar.
- El pago de las membresías no es algo que decide el Secretariado, es una decisión que toma la asamblea de miembros durante cada Congreso. Por ello, el Secretariado no tiene la autoridad para realizar descuentos en el pago de membresía. Lo que el Secretariado propuso para las cuotas 2021-2024, que fue aprobado por el Consejo, fue incluir un grupo con cuotas más bajas. El Secretariado puede encontrar caminos flexibles para que los miembros puedan pagar. En algunos casos hay problemas locales y el Secretariado los ha atendido. En Latam, más del 50% de miembros pagó ya su membresía 2021.
- Bruno llegó con mucho interés para conocer a los miembros, por ello quiere hablar con cada uno de los comités nacionales por lo que está organizando conferencias virtuales con los comités nacionales y regionales.

Rossana y Ernesto compartieron:

- Es un orgullo que Grethel Aguilar sea nombrada directora general adjunta, esa oportunidad nos permite encontrar caminos para impulsar estrategias de modernización para la Unión. Grethel sin duda tiene el perfil para promover cambios en torno a los temas que nos inquietan.
- Ernesto reconoce relevante la incorporación de los temas tecnológicos y digitales en el programa de la UICN: será un elemento muy importante en la modernización de la Unión.

Conclusiones presenciales y posteriores a la reunión:

- Rossana y Ernesto promoverán conversaciones con los miembros de la región para compartir inquietudes y generar iniciativas, desde abajo, para involucrar más a los

miembros y para impulsar los cambios que necesitamos como Unión para enfrentar los nuevos retos que enfrenta la humanidad.

- Vemos de suma importancia jeraquizar y fortalecer a las oficinas de Sudamérica y Mesoamérica para que pueda respaldar a los miembros en ambas regiones y a los miembros de las comisiones.
- Sería interesante explorar la posibilidad de crear un Comité Interregional Latinoamericano para fortalecer la cooperación y comunicación de los miembros en esta zona tan importante en materia de diversidad biológica y cultural.

**Informal meeting of IUCN Members and the Secretariat in Latin America
about concerns ahead of the February voting**

Rossana Berrini, Chair of the IUCN Committee for South America
Viviana Sánchez, IUCN Acting Regional Director for Mesoamerica
Karina Andrade, IUCN Acting Regional Director for South America
Enrique Lahmann, Global Director, Union Development Group
Ernesto Herrera, Chair IUCN Committee for Mesoamerica
Jenny Gruenberger, IUCN Regional Councillor for South America

Invited, but unable to participate:

Líder Sucre, IUCN Regional Councillor for Mesoamerica
Marco Vinicio Cerezo, IUCN Regional Councillor for Mesoamerica
Carlos Durigan, IUCN Regional Councillor for South America

Rossana and Ernesto shared their concerns:

- Slow Secretariat response to the pandemic. Other global organizations in which some of the Members are involved (FSC, ANDE, etc.) were quicker to respond and communicate their positions.
- Slowness in cancelling the Congress, postponing it, cancelling it again, and rescheduling it for September 2021. Rossana and Ernesto do not believe it will be possible to carry out a face-to-face Congress, since most of the poor countries will not have vaccinated their population. It may be feasible for northern countries to participate in person. We all want to see each other and we value the physical presence and the alliances/negotiations/cooperation between Members that occur through face-to-face dialogue. However, we do not think this will be possible, at least in an equitable way.
- We are also concerned about Members' ability to connect and use electronic platforms. In general we have learned a lot about virtual platforms. It seems to us that the Secretariat does not really know the Members and their capacities to adapt to the new reality.
- It seems to us that the Programme and Financial Plan to be put to vote are not fully taking into account the new reality we are living in. Many Members are likely not to be able to pay for their membership. For example, Members in Mexico are requesting a 50% discount on membership dues. We are concerned about a big drop in membership, globally.

- The Secretariat does not look after Members, does not reach out to them, does not ask them how they are, if they are going through tough times.

Arguments of the Secretariat and Regional Councillor:

- Council decided to postpone the Congress a second time and hopes it can be held in person in September 2021. In the event that the conditions of the pandemic do not allow for this to happen, the Congress will not be postponed further. It will most likely be carried out through a mixed scheme of face-to-face and virtual elements. The number of people, the time difference and technological challenges limit the flow/effectiveness of a virtual Congress. A distinction must be made between Forum events and the Members Assembly, including voting on motions, elections and other decisions. These are not possible in a hybrid format.
- The decision whether or not to hold the Congress does not only lie with IUCN, but also with the French government and local authorities (4 levels of governance), and this is why the process has been slow.
- The Programme and Financial Plan do include aspects related to the pandemic, and there were opportunities for Members to participate in their development. While the process started before the pandemic, it continued well into the health crisis, and Members had opportunities to input and contribute.
- The payment of membership dues is not something decided by the Secretariat; it is a decision taken by the Members Assembly at each Congress. Therefore, the Secretariat does not have the authority to make discounts on membership dues. What the Secretariat proposed for the 2021-2024 dues, which was approved by Council, was to include a group with lower fees. The Secretariat can find flexible ways for Members to pay their membership fees. In some cases there are local issues and the Secretariat has addressed them. In Latin America, more than 50% of Members have already paid their membership dues for 2021.
- Bruno came with great interest to meet the Members, so he wants to talk to each National Committee and is organizing virtual conferences with National and Regional Committees.

Rossana and Ernesto indicated:

- We are proud that Grethel Aguilar has been appointed Deputy Director General; this opportunity allows us to find ways to promote modernization strategies for the Union. Grethel certainly has the profile to promote changes around the issues of concern to us.
- Ernesto recognizes the importance of incorporating technology and digital issues into the IUCN agenda: it will be a very important element in the modernisation of the Union.

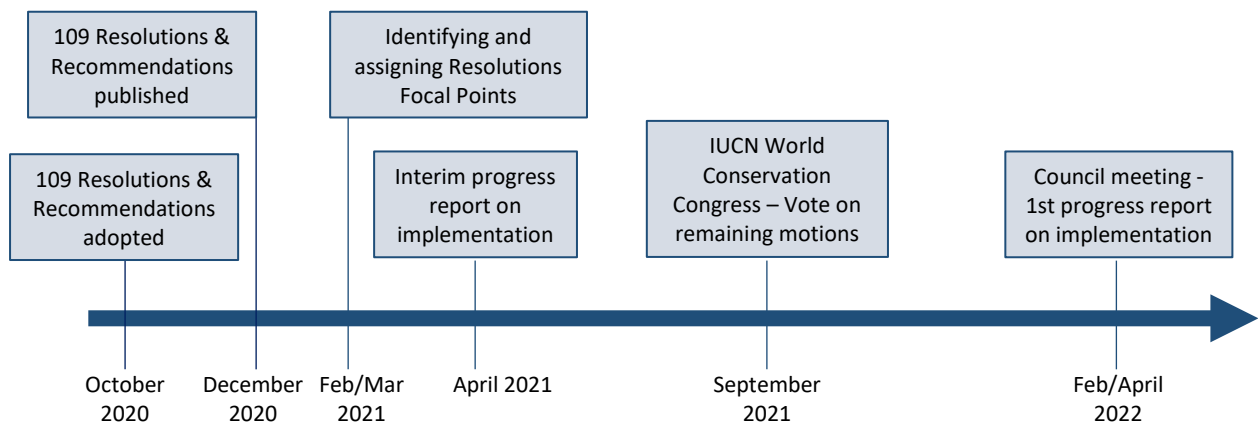
In-person and post-meeting conclusions:

- Rossana and Ernesto will promote conversations with Members in the region to share concerns and generate bottom-up initiatives to engage Members more deeply and to promote the changes we need, as a Union, to overcome the new challenges faced by humanity.
- Prioritizing and strengthening the Regional Offices for South and Mesoamerica seems extremely important to us, so that they can support Members and Commission members in both regions.
- It would be interesting to explore the possibility of establishing a Latin American Interregional Committee to strengthen Members cooperation and communication in this important biological and cultural diversity area.

Update on implementation of IUCN Resolutions adopted in October 2020

In October 2020, as part of the motions process, IUCN Members adopted by electronic vote 109 Resolutions and Recommendations in advance of the 2020 World Conservation Congress. They focus on a variety of topics relating to the work of IUCN and provide the general policy of the Union on these issues.

As in previous policy cycles, the Global Policy Unit has prepared an implementation strategy for the 2020 IUCN Resolutions and it has started the roll out by assigning Secretariat and Commission Focal Points (timeline below).



Annual follow-up reports will be presented to Council at each of its first meetings in 2021, 2022, 2023 and 2024. The aim of these reports is to provide an overview of the progress in the implementation, identify a number of challenges and possible systemic issues, and to mobilize action to fill implementation gaps.

Implementation strategy & Follow-up

The implementation and follow up is carried out through a One Program Approach involving:

- A designated Secretariat Focal Point for each Resolution/Recommendation to initiate action and liaise with Members and Commissions
- A designated Commissions' focal point(s) (depending how many Commissions should contribute to its implementation)
- A designated Members' focal point (assigned by sponsors at submission of motion)

The Global Policy Unit is responsible for the overall coordination of reporting on implementation of Resolutions and Recommendations, and will be providing a more detailed account of the implementation strategy and a summary analysis of the Resolutions at the Council meeting in April 2021.

Council related Resolutions and Recommendations

Of the 109 Resolutions and Recommendations adopted so far, 6 Resolutions require some direct action by the IUCN Council:

- 7.001 - Archiving Resolutions and Recommendations meeting retirement criteria, consolidating policy and future reviews
- 7.002 - Strengthened institutional inclusion concerning indigenous peoples

- 7.061 - Partnerships and further development of a Global Ecosystem Typology
- 7.065 - Enhancing knowledge of natural resource conservation and alternative sustainable energy models through faith-based organisation networks
- 7.085 – Rewilding
- 7.104 - Next IUCN World Parks Congress