



89th Meeting of the IUCN Council
held by telephone on 17 August 2016

DECISIONS

Dec. #	Council Decision
Approval of the agenda	
C/89/1	The IUCN Council, <u>approves</u> the agenda of its 89 th meeting of 17 August 2016.
Adoption in 2nd reading of the amendments to the Regulations required to implement the enhanced practices and reforms of IUCN's governance approved by Council in April 2016.¹	
C/89/2	The IUCN Council, <i>convened</i> by telephone on 17 August 2016, <i>following</i> consultation of the IUCN Members in conformity with Article 101 of the Statutes, <u>adopts</u> in second reading the proposed amendments to Regulations 44 <i>bis</i> , 48, 56 <i>bis</i> , 57, 59, 78 and 78 <i>bis</i> required to implement the enhanced practices and reforms of IUCN's governance approved by Council in April 2016, <i>[attached hereafter as Annex 1]</i> and <u>decides</u> that they become effective immediately.
Code of Conduct of the members of the IUCN Commissions	
C/89/3	The IUCN Council, <i>convened</i> by telephone on 17 August 2016, <i>on the proposal of</i> the Chairs of the IUCN Commissions following consultation with their respective Commissions, <u>adopts</u> the Code of Conduct of the members of the IUCN Commissions. <i>[attached hereafter as Annex 2]</i>

17 August 2016

¹ Pursuant to Council decision C/88/7 paragraphs 5 and 6 adopted at its 88th Meeting in April 2016:

The IUCN Council,
[...]

5. Approves, in first reading, the proposed amendments to the Regulations required to implement the enhanced practices and reforms of IUCN's governance (**Annex 3**);

6. Decides to table the proposed amendments, modified as the case may be following the consultation of IUCN Members, for adoption in second reading at an additional meeting of the Council to be held by telephone in July/August 2016, in order for the amendments to become effective before the 2016 Congress; [...]

There having been received no comments or objections from IUCN Members, the amendments were adopted in 2nd reading without modifications.

Proposed amendments to the IUCN Regulations

Approved by the IUCN Council in first reading during its 88th Meeting, April 2016, decision C/88/7

Existing provisions of the Regulations	Amendments (with track changes) proposed by Council	Proposed new text of as amended (all track changes 'accepted')
Part V – The Council	Part V – The Council	Part V – The Council
	<p>Insert a new subtitle and provision as follows:</p> <p><u>Council's strategic objectives and priorities</u></p> <p><u>Regulation 44bis</u></p> <p><u>At the latest at the second ordinary meeting following the World Conservation Congress, the Council shall approve strategic objectives and priorities for its work, together with a work plan and a proper monitoring mechanism to be reviewed and adjusted, as required, on an annual basis.</u></p>	<p><u>Council's strategic objectives and priorities</u></p> <p>Regulation 44bis</p> <p>At the latest at the second ordinary meeting following the World Conservation Congress, the Council shall approve strategic objectives and priorities for its work, together with a work plan and a proper monitoring mechanism to be reviewed and adjusted, as required, on an annual basis.</p>
<u>Duties of Council Members</u>	<u>Duties of Council Members</u>	<u>Duties of Council Members</u>
[...]	[...]	[...]
Insert a new provision (v) in Regulation 48 (c):	Insert a new provision (v) in Regulation 48 (c):	Insert a new provision (v) in Regulation 48 (c):
Regulation 48	Regulation 48	Regulation 48
[...]	[...]	[...]
(c) Consistent with all the duties assigned to them under the Statutes, Rules of Procedure and Regulations of IUCN, the Vice-Presidents shall:	(c) Consistent with all the duties assigned to them under the Statutes, Rules of Procedure and Regulations of IUCN, the Vice-Presidents shall:	(c) Consistent with all the duties assigned to them under the Statutes, Rules of Procedure and Regulations of IUCN, the Vice-Presidents shall:
[...]	[...]	[...]

	<u>(v) together with the President, constitute the evaluation committee of the Director General.</u>	(v) together with the President, constitute the evaluation committee of the Director General.
Part V – The Council	Part V – The Council	Part V – The Council
	<i>Add a new subtitle and provision as follows:</i>	<i>Add a new subtitle and provision as follows:</i>
	<u>Secretary to Council</u>	<u>Secretary to Council</u>
	<u>Regulation 56bis</u>	Regulation 56bis
	<u>With the approval of the Council, the Director General in consultation with the President shall appoint a member of the Secretariat staff as the Secretary to Council who shall be responsible for providing independent advice and support to the Council and the President in the exercise of their duties as defined in the Statutes, the Rules of Procedure and the Regulations. The Secretary to Council shall ensure that the provisions of the Statutes, the Rules of Procedure and the Regulations related to the Council and its subsidiary bodies including the Bureau are adhered to.</u>	With the approval of the Council, the Director General in consultation with the President shall appoint a member of the Secretariat staff as the Secretary to Council who shall be responsible for providing independent advice and support to the Council and the President in the exercise of their duties as defined in the Statutes, the Rules of Procedure and the Regulations. The Secretary to Council shall ensure that the provisions of the Statutes, the Rules of Procedure and the Regulations related to the Council and its subsidiary bodies including the Bureau are adhered to.
<u>Functions and Composition of the Bureau</u>	<u>Functions and Composition of the Bureau</u>	<u>Functions and Composition of the Bureau</u>
Regulation 57	Regulation 57	Regulation 57
The Bureau shall act on behalf of Council on any matters that Council may assign to it and any matters that may arise under Article 46 (b) to (p) of the Statutes.	The Bureau shall act on behalf of Council on any matters that Council may assign to it <u>from time to time</u> and any matters that may arise under Article 46 (b) to (p) of the Statutes. <u>In addition, the Bureau shall decide directly on those specific matters assigned to it by the Council as provided for in the list annexed to the Rules of Procedure of the Bureau. The list shall be reviewed from time to time by Council and may be modified.</u>	The Bureau shall act on behalf of Council on any matters that Council may assign to it from time to time and any matters that may arise under Article 46 (b) to (p) of the Statutes. In addition, the Bureau shall decide directly on those specific matters assigned to it by the Council as provided for in the list annexed to the Rules of Procedure of the Bureau. The list shall be reviewed from time to time by Council and may be modified.
(a) 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		

<p>Finance and Audit Committee and the Governance and Constituency Committee. [...]</p> <p>(b) 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.</p> <p>(c) 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.</p> <p>(d) Should a vacancy occur, the Council shall appoint a replacement.</p> <p>(e) The Council shall define the rules of procedure of the Bureau.</p>	<p>[...]</p>	<p>[...]</p>
<p><u>Committees and Working Groups</u></p> <p>Regulation 59</p> <p>Committees and working groups may be established by the Council. A committee shall be a temporary or standing body with terms of reference more limited than those of the Council. A working group shall be a temporary body with a specific and limited mission. In general, the subject matter of a committee or working group shall not be within the mandate of a Commission. The terms of reference, leadership, composition and duration of committees and of working groups shall be</p>	<p><u>Committees, and Working Groups and Task Forces</u></p> <p>Regulation 59</p> <p>(a) Committees and working groups may be established by the Council. A committee shall be a temporary or standing body <u>including but not limited to the standing committees referred to in Article 50 of the Statutes</u>, with terms of reference more limited than those of the Council. A working group shall be a temporary body with a specific and limited mission <u>which shall submit its report to Council, as the case</u></p>	<p><u>Committees, Working Groups and Task Forces</u></p> <p>Regulation 59</p> <p>(a) Committees and working groups may be established by the Council. A <u>committee</u> shall be a standing body including but not limited to the standing committees referred to in Article 50 of the Statutes, with terms of reference more limited than those of the Council. A <u>working group</u> shall be a temporary body with a specific and limited mission which shall submit its report to Council, as the case may be, with recommendations. A <u>task force</u> shall be a</p>

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

may be, with recommendations. A task force shall be a temporary body established by a committee and shall submit its report to the committee, as the case may be, with recommendations.

- (b) In general, the subject matter of a committee or working group shall not be within the mandate of a Commission. The terms of reference, leadership, composition and duration of committees and of working groups shall be determined by the Council and, in the case of task forces, by the committee concerned. The terms of reference of working groups shall explicitly require a new decision of the Council or, in the case of task forces, of the committee concerned, in order to renew or extend their mandate. Once established, working groups or task forces may alter their composition provided this has no adverse impact on the approved budget.
- (c) 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.
- (d) The committees, and if necessary the working groups, will meet prior to the plenary sessions of the Council. The committees and working groups will transmit their recommendations and proposed decisions to the Council prior to the Council plenary sessions, specifying the issues, if any, they wish to see debated by the full Council. Council members will have until the close of the business on the first plenary

temporary body established by a committee and shall submit its report to the committee, as the case may be, with recommendations.

- (b) In general, the subject matter of a committee or working group shall not be within the mandate of a Commission. The terms of reference, leadership, composition and duration of committees and of working groups shall be determined by the Council and, in the case of task forces, by the committee concerned. The terms of reference of working groups shall explicitly require a new decision of the Council or, in the case of task forces, of the committee concerned, in order to renew or extend their mandate. Once established, working groups or task forces may alter their composition provided this has no adverse impact on the approved budget.
- (c) 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.
- (d) The committees, and if necessary the working groups, will meet prior to the plenary sessions of the Council. The committees and working groups will transmit their recommendations and proposed decisions to the Council prior to the Council plenary sessions, specifying the issues, if any, they wish to see debated by the full Council. Council members will have until the close of the business on the first plenary day of the Council meeting to express a desire to reopen the debate regarding any

	<p><u>day of the Council meeting to express a desire to reopen the debate regarding any proposed decisions from the committees and working groups. In all other cases, the Council will adopt the proposed decisions of the committees and working groups without debate.</u></p> <p>(e) <u>Committees and working groups may also hold meetings (either physically subject to the Council approved budget or electronically) between meetings of the Council. Recommendations and proposed decisions resulting from these meetings shall be sent to the Council or the Bureau, as appropriate, electronically for decision.</u></p>	<p>proposed decisions from the committees and working groups. In all other cases, the Council will adopt the proposed decisions of the committees and working groups without debate.</p> <p>(e) Committees and working groups may also hold meetings (either physically subject to the Council approved budget or electronically) between meetings of the Council. Recommendations and proposed decisions resulting from these meetings shall be sent to the Council or the Bureau, as appropriate, electronically for decision.</p>
<p>Part VII - The Commissions</p> <p>[...]</p> <p><u>Commission Operations</u></p> <p>Regulation 78</p> <p>(a) Each Chair, assisted by the Steering Committee, shall lead the activities of the Commission. The Chair is entitled to act in the name of the Commission and may delegate specified responsibilities to the Deputy Chair, to members of the Steering Committee or to other members of the Commission.</p> <p>(b) Consistent with Article 60 of the Statutes, the Chairs of the Commissions, when exercising their duty under Article 46(d) of the Statutes, shall refrain from participating in the discussion and voting on the</p>	<p>Part VII - The Commissions</p> <p>[...]</p> <p><u>Commission Operations</u></p> <p>Regulation 78</p> <p>[...]</p> <p>(b) Consistent with Article 60 of the Statutes, the Chairs of the Commissions <u>respective Commission Chair</u>, when exercising their duty under Article 46(d) of the Statutes, shall, <u>after presenting to Council their</u></p>	<p>Part VII - The Commissions</p> <p>[...]</p> <p><u>Commission Operations</u></p> <p>Regulation 78</p> <p>[...]</p> <p>(b) Consistent with Article 60 of the Statutes, the respective Commission Chair, when exercising their duty under Article 46(d) of the Statutes, shall, after presenting to Council their proposal on the Commission</p>

<p>Commissions Operation Fund.</p> <p>(c) The President and each Commission Chair, in the presence of the Director General, shall undertake an annual appraisal of the performance of each Commission and its Chair in relation to the annual work plan and the mandate of that Commission.</p>	<p><u>proposal</u> on the Commission Operation Fund <u>for their respective Commission</u>, refrain from participating in the <u>subsequent discussion</u>, <u>unless the President rules otherwise</u>, and <u>recuse themselves from voting on this matter</u>. <u>The same protocol will be followed for the Council decisions concerning approval of draft Commission mandates</u>.</p> <p>(c) <u>The Commission Chairs are accountable to the President</u>. The President and each Commission Chair, in the presence of the Director General, shall undertake an annual appraisal of the performance of each Commission and its Chair in relation to the annual work plan and the mandate of that Commission.</p>	<p>Operation Fund for their respective Commission, refrain from participating in the subsequent discussion, unless the President rules otherwise, and recuse her or himself from voting on the matter. The same protocol will be followed for the Council decisions concerning approval of draft Commission mandates.</p> <p>(c) The Commission Chairs are accountable to the President. 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.</p>
	<p><i>Insert a new provision:</i></p> <p><u>Regulation 78bis</u></p> <p><u>The Commissions are accountable to the Council between sessions of the Congress. In line with Article 77 of the Statutes, the Commissions through the Chairs present an annual report to the Council on outputs, outcomes, impact and resources raised against the Commission's work plan approved by Council at the beginning of each term.</u></p>	<p>Regulation 78bis</p> <p>The Commissions are accountable to the Council between sessions of the Congress. In line with Article 77 of the Statutes, the Commissions through the Chairs present an annual report to the Council on outputs, outcomes, impact and resources raised against the Commission's work plan approved by Council at the beginning of each term.</p>

CODE OF CONDUCT OF THE MEMBERS OF IUCN COMMISSIONS

The IUCN Commissions are one of three important pillars within IUCN's statutorily created structure, complementing the other primary pillars. The global expertise harnessed by the Commissions contributes both stature and substance to IUCN. The Commissions' contributions enable the Union to access considerable expertise, amplifying and assisting the work of the Secretariat and Members.

So much of what the IUCN achieves is a collective contribution. Membership in IUCN's Commissions confers a high level of recognition and respect to professionals who volunteer to join in IUCN's overall efforts to achieve its important mission and vision. This Code of Conduct is designed to ensure that the members of IUCN's Commissions consistently conduct their work and interactions in an ethical, professional, impartial, unbiased and tolerant manner.

The Code reaffirms and supplements the by-laws of individual Commissions.

Every IUCN Commission member is expected to contribute to the Vision and Mission of IUCN and the member's Commission(s). Commission membership embodies a relationship of mutual trust and respect among all IUCN Commission members and also with other parts of IUCN. Commission members are expected to undertake their work and participate in the affairs of the Commission individually and collectively in a responsible, professional and respectful manner, to deal fairly in all transactions and to honour all commitments and promises. As such, each Commission member pledges to achieve the high standards of IUCN Commissions in the following areas:

Integrity and Professionalism,
Accountability,
Ethical Leadership; and Transparency,
Responsiveness and Reliability,
Mutual Respect for Colleagues, Peers, IUCN Secretariat and other Commissions,
Dignity and Cultural Sensitivity,
Paid and Unpaid Work (Including Consultation) for IUCN Secretariat, any Commission or any recognised sub-grouping (SG),
Representation,
Environmental Responsibility and Safety,
Confidentiality,
Conflicts of Interest and
Response to Violations of this Code.

Integrity and Professionalism

- To act honestly, truthfully and with integrity in all dealings, both within IUCN and on its behalf or in its name; to examine the accuracy and source of all relevant information before allowing it to be used in Commission products and advice.
- In all dealings, and especially towards IUCN Commission members, to behave in a professional manner, as part of the collective desire to strengthen the competencies of IUCN and the conservation community.
- To comply with all applicable laws and regulations in all dealings relevant to IUCN and its activities and objectives.

Accountability

- To abide by all relevant governing documents of the relevant Commission(s).
- To make all reasonable efforts to ensure that Commission's products are delivered in a timely fashion and meet all relevant contractual terms and conditions.

- To treat all who provide funding to, or receive funding from, IUCN Secretariat or any Commission or SG fairly, openly and honestly throughout the fundraising and fund distribution process, with appropriate acknowledgement of all contributions, and proper accounting therefore.

Ethical Leadership and Transparency

When fulfilling a leadership role within any Commission or SG:

- to do so ethically, operating transparently and fairly, giving appropriate notice of key leadership decisions to affected members, and avoiding personal or institutional bias or favour.
- to act as a fiduciary with regard to any property or information held on behalf of IUCN, or any Commission or SG.
- to make reasonable efforts to listen to stakeholders and understand and respect their needs and concerns.

Responsiveness and Reliability

- To contribute to the work and deliberations within SGs, sharing knowledge, time and expertise; endeavouring to honour all commitments; keeping all partners and stakeholders aware of the status of work under such commitments; and refraining from promising more than the member is capable or authorised to deliver.

Mutual Respect for Colleagues, Peers, IUCN and Commissions

- To recognise all members of the IUCN Commissions as colleagues deserving of respectful treatment both in communications within IUCN and also in communications about them outside of IUCN.
- In cases of disagreement with any position taken by IUCN and/or any Commission or SG, if making any public comment on that position, to express it respectfully.

Dignity and Cultural Sensitivity

- To respect the cultural diversity of our global network and to behave in all communications on behalf of IUCN and/or any Commission or SG and other related interactions with respect for all peoples, cultures and traditions.
- To avoid and refuse to tolerate discriminatory practices that treat groups or individuals less favourably on the basis of culture, national or ethnic origin, gender, marital or other family status, sexual orientation, socio-economic status, age, disability, political alignment or religious belief.

Paid and Unpaid Work (Including Consultation) for IUCN or any Commission or SG

- When engaging in paid or unpaid work with, or in the name of, IUCN, any Commission or SG, to abide by the contract, as well as the governing documents of IUCN, the Commission and/or the SG.

Representation

- When participating in negotiations and policy discussions as a representative of IUCN and/or any Commission or SG, to endeavour to ensure that all actions taken are informed by the relevant policy positions of IUCN and/or that Commission.
- To avoid any communication or use of the name, logo or other formal indications of IUCN or any Commission or SG that has not been authorised by the appropriate person or body or which conveys a misunderstanding about whether that communication is authorised by IUCN or any Commission or SG.
- To avoid any statement or behaviour when undertaking a role in the name of IUCN or a Commission exposes IUCN or any Commission to legal liability.

Environmental Responsibility and Safety

- When acting and/or engaging in advocacy affecting conservation or sustainable development, to do so in a manner that reflects IUCN's shared commitment to sustainability, responsibility and environmental best practice, leading by example and, to the extent possible, working with partners who conform to these standards.
- To avoid, where reasonable and possible, any activity that harms or endangers others, where such danger, harm or injury might be perceived to involve IUCN or any Commission and to notify appropriate persons where such activity is unavoidable.

Confidentiality

- To respect the confidentiality of sensitive information about IUCN and any Commission or SG, including closed discussions involving its members, constituents, donors, board and employees.

Conflicts of Interest

- To refuse to accept any payment or special consideration from any person or organization whose purpose in providing such a payment is to unduly influence the decisions, policies or actions of the IUCN or any of its Commissions or SGs or to interfere in the established decision-making process to accomplish that person/organisation's objectives.
- To refuse to accept tolerate behaviour described in the previous bullet in others, and to disclose to the Commission Chair (or his/her designee), any potential conflict of interest, before engaging in any action or decision-making involving that conflict.
- Where for any reason, any Commission member finds that he/she cannot comply with this Code of Conduct, to notify the Chair (or designee) of every Commission in which that member participates, and from that point onward to refrain from claiming to be an IUCN Commission member. (IUCN, the Commissions and their SGs will not criticise any member who takes this option, as long as that person continues to behave respectfully toward IUCN and its Commissions and SGs).

Response to Violations of this Code of Conduct

- Upon becoming aware of any violation of this Code of Conduct, to request that the person(s) engaging in the violation cease such behaviour.
- To report any continuing violations to the relevant Commission Chair (or his/her designee).
- If serving in a leadership capacity that authorises or mandates such action, to respond to reports of violations of this Code of Conduct promptly and appropriately, ensuring that appropriate notice of such response reaches all interested persons, and using discretion as to whether and how broadly dissemination is to be undertaken.

It is the responsibility of all Commission members to read, understand and abide by the above-described Code of Conduct. Action inconsistent with this Code of Conduct or failure to take action mandated by this Code of Conduct may result in that member's removal from the Commission.