



**Documents of the 73<sup>rd</sup> Meeting of the Bureau of the IUCN Council**  
Gland, 18 November 2017

		Page
<b>A. SUMMARY MINUTES OF THE 73<sup>rd</sup> BUREAU MEETING (with Annex A and 1 and 2)</b>		3
<b>B. DOCUMENTS SUBMITTED TO THE 73<sup>rd</sup> BUREAU MEETING</b>		
Agenda Item	Documents	
1 - President's opening remarks and approval of the agenda	B/73/1 Draft Agenda	15
2 – Status of the follow-up to the outcomes of Council and Bureau meetings held in 2017	B/73/2 Progress Tracker – status 14 November 2017	17
3 - Process for the appointment of the IUCN Treasurer		
4 – Follow-up from the 71 <sup>st</sup> Bureau meeting	B/71/4.1 Report of the HR liaison group	27
5 – Preparations for the 93 <sup>rd</sup> Council meeting	B/73/5.2/1 The IUCN Value Proposition	28
	B/73/5.2/2 IUCN Strategic Risks, the role of Council and Councillors and strategic priorities for IUCN Council	30
	B/73/5.3 Areas for improvement of IUCN's governance identified by the working group established by the Bureau on 15 May 2017	34
	B/73/5.4 IUCN Councillors Support Concept	38
6 - Additional appointments of members of the Steering Committees of IUCN Commissions (CEESP)	B/73/6 rev Additional appointments of members of the Steering Committees of IUCN Commissions	43
7 - Recommendations from the Ethics Committee of the IUCN Council	B/73/7 Recommendations from the Ethics Committee of the IUCN Council ( <i>same document as B/72/3</i> )	
8 - Follow-up to the request of the 71st Bureau meeting regarding Councillors' access to the Union Portal		

**A. SUMMARY MINUTES OF THE 73<sup>rd</sup> BUREAU MEETING (with Annex A and 1-2)**



## INTERNATIONAL UNION FOR CONSERVATION OF NATURE

73<sup>rd</sup> Meeting of the Bureau of the IUCN Council  
held in person at the IUCN headquarters on 18 November 2017 from 9:30 to 18:30

## Summary Minutes

*Present: see Annex A attached hereafter*

**Agenda Item 1. President's opening remarks and approval of the agenda [Bureau document B/73/1]**

The draft agenda was approved with a slightly revised running order in order to tackle the issues on which the Chair of WCEL had wanted to intervene before he had to leave for the meeting of the Chairs of the IUCN Commissions in the afternoon. Agenda Item 5.4 would include the further development of Council working groups, Council focal persons and task forces beyond those already established by the Programme and Policy Committee, as well as financial and other support to Council members for their activities in the regions (as follow-up from the 71<sup>st</sup> Bureau meeting and taking into account the link with the proposed IUCN Budget 2018).

**BUREAU DECISION B/73/3**

The Bureau of the IUCN Council,  
adopts the agenda of its 73<sup>rd</sup> Meeting. (Annex 1)

**Agenda Item 2. Status of the follow-up to the outcomes of Council and Bureau meetings held in 2017 [Bureau document B/73/2]**

Luc De Wever, Secretary to Council highlighted the points in the "Progress Tracker" requiring attention from the Bureau and/or the 93<sup>rd</sup> Council meeting, in particular:

- Point 17: the need to finalize/approve the minutes of the 71<sup>st</sup> Bureau meeting and make them available to Council;
- Point 30: the version of Council Handbook presented in Council document C/93/8 showed the amendments already approved by the Bureau as well as those presented to the present meeting of the Bureau. In order to avoid that we continue to operate in a vacuum (the 2003 Handbook outdated and the revised Handbook not being approved yet), he suggested that Council approve the Handbook with these amendments and that further work continued on the remaining issues (e.g. the Performance Tools);
- Point 34: in the same way, continued reflection on the issues raised at the 69<sup>th</sup> Bureau meeting with regard to IUCN's World Heritage Panel should in his view not stand in the way of approval of the Council Handbook without the particular section that is still under review.

The Chair of WCEL explained that he intended to propose additional members from India and China for his Commission's steering committee once consultations with candidates would be concluded.

Bureau members appreciated the Progress Tracker as an excellent tool to keep track of outstanding issues and follow the logic of work / decision processes. A Bureau member expressed support for Council approval of the Handbook with the amendments already approved by the Bureau after which work should continue on the remaining issues, bearing in mind that the Council Handbook is an instrument that anyway should be adapted on a continuous basis.

Following a number of amendments, the Bureau approved the [summary minutes of the 71<sup>st</sup> and 72<sup>nd</sup> Bureau meetings](#) (held on, respectively, 29-30 August and 8 November 2017).

**Agenda Item 3. Process for the appointment of the IUCN Treasurer**

Based on the draft minutes of the 72<sup>nd</sup> Bureau meeting (remote meeting of 8 November 2017), the Bureau refined the criteria to guide selection committee for the Treasurer by amending the profile of the IUCN Treasurer which was approved by the Council in May 2015 for the purpose of attaching it to the call for nominations, as follows:

- the criteria should differentiate between "must have" and "desirably have" with the latter making the difference in case of candidates that meet all the absolute requirements. The Bureau re-organized section 2 "Qualifications" accordingly;
- while the Treasurer will be recruited from outside the Council and is a position with specific responsibilities, the Treasurer must be committed to the statutory role and duties of a member of the IUCN Council;
- candidates must bring financial experience from large entities, be they international intergovernmental or non-governmental organizations, or large financial corporations, governments or big donors, at senior / strategic policy levels such as CEO;
- because IUCN is a membership organization and not only donor driven, familiarity with the multicultural aspects and complexities of large entities at regional / national level is desirable;
- familiarity with Swiss financial practices is desirable, aided by the Secretariat on technical aspects of Swiss law and policies, as well as excellent communication and interpersonal skills as the Treasurer is expected to work with all components of the Union;

- in addition to gender, regional distribution should be taken into account when selecting candidates;
- In section 1 (a) The words “and effective” were added between “efficient” and “governance”;
- The Secretary of Council was requested to summarize sections 1, 2, 5 and 6 which merely constitute background information.

The Bureau discussed the selection process as follows:

- the profile of the IUCN Treasurer has been modified by the Bureau for the purpose of guiding the process of filling the present vacancy of the Treasurer and, once endorsed by the Council, will be attached to the global call for nominations to be issued by the Director General;
- having consulted the Vice-Presidents and the Chairs of standing committees of Council, the President suggested that a small search or selection committee be established composed of the President (Chair), the Chair of FAC, the Vice-President who's a member of the FAC, and the Acting Treasurer or the Councillor from Switzerland, which will be requested to bring a shortlist to Council. The Bureau agreed to include both the Acting Treasurer and the Councillor from Switzerland;
- A head hunter would only be engaged as a last resort, if the process did not produce qualified candidates;
- The Bureau confirmed what had been said during the 72<sup>nd</sup> Bureau meeting about ensuring good governance and agreed to request PricewaterhouseCoopers to pay special attention, as part of the regular annual audit, to the financial state at the time Patrick de Heney (former Treasurer) left IUCN (September 2017);
- The search committee will present a shortlist to the Bureau which would make a recommendation to the Council.
- In a first stage, the search committee will encourage Council members to come forward with names and if this does not generate an adequate response, it will request the DG to issue a global call to the membership.

The Bureau approved the following decision and decided to submit it for endorsement by the Council at its 93<sup>rd</sup> meeting following past practice when the Bureau took decisions immediately prior to a Council meeting. Bureau members suggested that the Bureau working group identifying governance reforms also consider formalizing this approval procedure in the Statutes/Regulations, as well as the lacunae in the process for filling the vacancy of Treasurer.

#### **BUREAU DECISION B/73/1**

The Bureau of the IUCN Council,

Decides to establish a Search Committee for the purpose of selecting a Treasurer to fill the vacancy with the following composition: the President (Chair), the Chair of the Finance and Audit Committee, the Vice-President member of the Finance and Audit Committee, the Acting Treasurer and the Councillor from Switzerland;

Requests the Search Committee to present to Bureau a shortlist of up to three candidates selected following a global search;

Encourages all Councillors to engage in identifying and encouraging suitable candidates to come forward, and requests the Secretariat to provide technical services;

Approves the Terms of Reference and required qualifications of the Treasurer. (Annex 2)

#### **Agenda Item 4. Follow-up from the 71<sup>st</sup> Bureau meeting (B71)**

4.1 Report by the HR Liaison Group on the follow-up work, as required by B71 [Document B/73/4.1 Report of the HR Liaison Group distributed by A. Kaka during the Bureau meeting]

Ali Kaka, Chair of the HR Liaison Group established by the Bureau (B69) presented a short report.

4.2 Report by the Chair of the Finance and Audit Committee (FAC) on the follow-up work

Ayman Rabi, Chair of FAC explained that, in response to the request made by the Bureau (B71), he had distributed the draft financial targets for comments to the Treasurer, Patrick de Heney, the Vice-President member of FAC, Malik Aman Aslam Khan and the CFO, Mike Davis. He had received good inputs from Malik Amin Aslam Khan and Mike Davis but was told by Patrick de Heney that he did not wish to comment as he had not been involved in this exercise. He had therefore finalized the targets based on the inputs received and shared these with the President and with the Acting Treasurer, as follows:

1. No deficit budget planning as of 2018, which has been demonstrated in the proposed Budget 2018.
2. No use of unrestricted reserve to be allowed to cover operational deficits, except in exceptional special circumstances such as e.g. the change process.
3. Reserve levelling to be secured toward the end of 2018 and to ensure its growth of CHF 1 m for the year 2019 and CHF 1 m for the year 2020 in line with the 2017-20 Financial Plan.
4. At least 5 new donors, including framework donors and other unrestricted equivalent, are brought on board per year starting from 2018.
5. To ensure annual growth of overall income by at least 10% per year (restricted and unrestricted together) starting from 2018.
6. To maximize the return from the investment portfolio to the best possible level taking into account the investment risk which is low for IUCN, starting from 2018. A meeting with the investment managers had been scheduled for 21 November to discuss this issue.
7. To update the internal financial control system (IFCS) and to ensure the robustness and security of both IFCS and the IT system by end of this year (2017) taking into account the comments raised by the external auditors.

The Acting Treasurer observed that the Reserves Policy states that the operating surplus/deficit for the year is automatically credited/charged to unrestricted reserves and so, any other guidance on the use of reserves is subject to a revision of the Policy which could be initiated by the FAC. The same applies to the investment portfolio which is guided by the existing policy. He was interested to hear the DG's views about potential improvements to be made in the internal financial control system as he had understood that a lot of progress had already been made.

During the discussion, the following points were raised:

- the Chair of FAC clarified that he intended to ask the FAC to examine whether the Reserves Policy should be reviewed in order to remove the automatic transfer of deficits to the reserves and instead require a Council decision after examining other options for funding the deficit;
- Bureau members also suggested that the Reserves Policy be reviewed with a view to enable Council to decide in each case whether certain surpluses such as the CHF 1.6 m surplus realized from the 2016 Congress should be accounted for in one particular fiscal year, as happened in 2016, or spread over several years, or whether they should be used for specific purposes such as IUCN membership development;
- the DG emphasized that reserves can't be used without Council's approval which comes with the spending authority as part of the approved budget. The 2017 Budget approved by Council in February 2017 provided a deficit which the Secretariat was committed to keep below the approved limit. The purpose of the reserves is to provide a cushion in case the organization faces an unexpected financial challenge, which was precisely the case in 2017, in view of (i) the reduction in framework income and (ii) the planned expenditures associated with the change process. Reserves were built up in 2014 and 2015 and will again be further built in 2018. The DG also reminded Bureau members to communicate carefully about the current situation. She stressed that IUCN was not facing a financial crisis and noted that in one year, the Secretariat (i) had stabilized its income, (ii) received clean audits, (iii) strengthened its internal controls and (iv) enhanced its risk management processes. The Programme portfolio was growing exponentially, but the political reality remains – globally and for all organizations – that unrestricted contributions are declining and will probably continue to do so in the next quadrennial period. The DG stressed, that the stability of IUCN will to a large extent depend on the strategic conversation to be held in Council / Bureau regarding willingness for change and the long term vision of where to take IUCN.

The President appreciated the constructive and productive discussion in the Bureau which was not about pinpointing individuals or components but the expression of a common concern for the long term financial viability of IUCN.

## Agenda Item 5. Preparations for the 93<sup>rd</sup> Council meeting (C93)

### 5.1 Report of the Bureau to the Council (C93 Agenda Item 2)

The Bureau agreed that the summary minutes of the Bureau meetings as well as any decisions forwarded to Council for validation either through the no-objection procedure by email, or by requesting Council to endorse the decision(s) taken by the Bureau during a meeting immediately prior to the Council meeting, constitute the report of the Bureau.

### 5.2 Council's Objectives and Priorities 2017-20 (C93 Agenda Item 4.2) [*Bureau documents B/73/5.2/1 and B/73/5.2/2*]

Peter Cochrane presented a revised version of the paper on IUCN's Value Proposition (document B/73/5.2/1) taking into account the comments made at the 71<sup>st</sup> Bureau meeting and suggested that it be discussed during the Council meeting as it constituted both a follow-up to the 92<sup>nd</sup> Council meeting and an essential element for inclusion in the IUCN Membership Strategy which was under development.

Peter Cochrane went on to present a note he had prepared (document B/73/5.2/2) for discussion in Council, building on the strategic risks listed in the DG's report to the 92<sup>nd</sup> Council meeting and adding his suggestions of how Council might address these risks. The aim of the table was to stimulate discussion on Council's role in responding to these risks, and to provide a basis for discussion on Council's strategic priorities for 2017-20. The paper concluded with a set of suggested strategic priorities for Council.

The following points were made during the discussion:

- the type of risk analysis presented in the paper should be at the core of the strategic agenda of the Council;
- mixing financial risk with membership strategy is not a good approach; while it is true that some Members bring in funds, it would diminish the value contributed by many small NGO Members in other than monetary terms, including as custodians of biodiversity and rich ecosystems;
- add another column with possible consequences, high or low, if the risk materializes, which should help to prioritize;
- the DG explained that the Secretariat is professionalizing risk analysis and risk management under the leadership of the new Head of Oversight and, as part of that, the Secretariat's Leadership Team was receiving training in risk management on 22 November;
- Council needs to indicate which risks it will address while referring others for the Secretariat to manage. Council should also define as concretely as possible the measures it will take to mitigate risks or if certain risks materialize. This should among others lead to the strategic conversation to be held in Council about what type of IUCN we build for the future;

- the President reminded of the obligation to set priorities for the current term and encouraged the Bureau to think of risks in terms of opportunities and identify 2 to 3 specific areas in which Council could achieve a real break-through by the time of the 2020 Congress, e.g. identifying IUCN's 'niche', in which IUCN has a unique competitive advantage. The President suggested that, following the discussion in Council, a small working group be set up with the participation of Council members who are not members of the Bureau in order to prepare an in-depth discussion at the next meeting of the Bureau.

### 5.3 Improving IUCN's Governance (C93 Agenda Item 4.3) [*Bureau document B/73/5.3*]

Jennifer Mohamed-Katerere, Chair of the Governance and Constituency Committee (GCC) and of the working group established by the Bureau (B69) to identify areas for improvement of IUCN's Governance, including amendments to the Statutes, Rules and Regulations, and Antonio Benjamin, co-chair, presented the results of the group. If the Bureau and Council agree with this method of work, the group could develop concrete proposals on a number of issues presented in the document while continuing consultations to complete the list.

During the discussion, the following points were raised:

- the DG suggested to add the issue of National Committees that have legal personality and operate outside their nation state. Such activities do not fall under any real IUCN governance or brand oversight, some of these may undermine IUCN's credibility as activities are conducted in the name of IUCN and not infrequently assumed to be carried out by IUCN Secretariat. Numerous instances of this issue have arisen over the years, especially impacting IUCN programmes in Asia and Africa. Bureau members strongly seconded this, suggesting that it is a strategic issue which, if left unresolved, potentially affects the entire IUCN, especially if other Committees follow the examples of e.g. the National Committee of The Netherlands and operate as a parallel IUCN;
- Regarding point B.4 of the table, the Chair of the working group clarified that nothing in the working group's proposals prevented the Programme and Policy Committee (PPC) to propose to Council to appoint the Council's Global Oceans Focal Person under Regulation 45*bis*;
- A suggestion was made to move B.6 to Cat. C as it concerned a procedural matter, while C.2 is a governance issue and therefore belongs in Cat. B.
- Reference was made to an article recently published by Simon Stuart et al. (Oryx) whose recommendations concerning the preservation of IUCN's convening roles merits to be studied by the working group.

The President concluded that the Bureau supported the methodology applied by the working group based on the proposed three categories, and encouraged the group to continue to complete the list of issues and present it to Council. The process is a continuous one: the working group's elaboration of concrete proposals for Council approval on some of the issues identified does not preclude new issues from being added to the list. Referring to the Paris Agreement and the integration of environmental, social and economic factors, the President encouraged the working group to study ways for IUCN to become more inclusive for important actors e.g. local and regional authorities and the private sector.

### 5.4 How to engage Councillors more with Council's work [*Document B/73/5.4 "IUCN Councillors Support Concept" by Ali Kaka, distributed during the discussion of agenda item 5.4*]

Introducing a note he had prepared following the discussion at the 71<sup>st</sup> Bureau meeting (August 2017), Vice-President Ali Kaka suggested that a response was required from the Bureau and/or Council to the expectations raised by a number of Council members that some form of logistical and financial support is needed to enable Council members to fully exercise their mandate to maintain contact with IUCN Members in the regions in order to keep them updated on IUCN and Council and bring their concerns to Council. He referred in particular to Councillor Mangal Man Shakya's comments on the agenda of the 73<sup>rd</sup> Bureau meeting. Explaining that it would be the first time in IUCN's history that financial support was provided to Council members, Ali Kaka emphasized that not everyone in Council would need such support, in particular Council members who already receive support from their own institutions/organisations. He suggested that his note be forwarded to the FAC to inform its deliberation on the arrangements required to implement the proposal.

The following points were made during the discussion:

- Regular reporting and interaction (reports, newsletters, Skype meetings etc.) between Regional Directors and Regional Councillors as had been happening in some regions could be a good practice. Due to language issues this would not work in all regions. However, Bureau members would welcome some form of standardized process of engagement between Regional Directors and Regional Councillors beyond facilitating Councillors' participation at regional Members' meetings. The Director General (DG) said that bigger offices produced regular newsletters and smaller offices which do not have the same capacity, would interact in other ways. She had encouraged all offices to provide annual reports in the language of the region. Besides newsletters and reports, she hoped that many offices were reaching out to Members and Councillors in various other ways, as possible, taking into account the size of the regions concerned in terms of the number of Members.
- Support to Council members' time and effort could also be considered an investment in income generation.
- The DG found the idea of support to Council members to increase their potential in the regions interesting and worth investigating further. She suggested to study the modalities including conditions, deliverables and reporting requirements in 2018 and think through how to include it in the next budget cycle (2019) as a stretch goal because

there were no unallocated resources available in fiscal year 2018. She did observe, however, that this would be a break with 70 years of tradition and would invariably lead to questions from donors.

- The President encouraged FAC to identify innovative ways to use Council members as an asset in the regions, making use of e.g. the diversity of languages and cultural background to better connect with IUCN Members. He emphasized that financial support should not be the same for each Council member but differentiated according to needs.

The President concluded that there was general agreement in the Bureau about the principle that the IUCN Budget should provide for Council members' travel cost in support of the discharge of their responsibilities as a Councillor in their region and that the mechanics be worked out by the FAC. The President noted the DG's remarks concerning the 2018 budget constraints and her advice that the modalities be reviewed in 2018 with a view to their possible implementation from 2019 onwards.

#### 5.5 Discussion on the proposal for a closed-door meeting for elected members of the Council, as requested by some global Councillors

The President referred to the request made to the Bureau by two Regional Councillors to consider convening a closed door meeting of the Council with only the elected members of the Council, i.e. without the Director General (DG). In a conversation with him, the Councillors concerned had clarified that they were looking forward to an informal conversation among Council members without agenda and without a formal record.

The following points were made during the discussion:

- Bureau members generally agreed that closed door sessions or "informal" sessions of the Council should be possible but the purpose and structure should be thought through in order to achieve meaningful results;
- While reminding the Bureau of Article 80 of the Statutes which established the right of the DG to participate in, and speak at, meetings of the Council, the DG recognized that it was the Council's call whether to convene *in camera*. It was a matter of trust that components would respect each other's role. It would therefore be inappropriate to discuss issues affecting the management without first giving the management a chance to report. It was the DG's understanding that, before she joined IUCN, closed meetings were only held in exceptional circumstances. She encouraged the Bureau to consider all the aspects of the issue, including managing the communication and consequences such as rumours and leaks which may go beyond the staff and reach e.g. the donors.
- Closed door board meetings being part of normal governance practice in the corporate world, also the IUCN Council should schedule informal meetings of the elected members on a regular basis as a standard part of its business and not only in crisis situations. That would reduce the risk of adverse consequences mentioned by the DG.
- The main purpose of closed meetings should be for Council members to talk informally among themselves, at times without agenda, and with better participation and engagement of Council members than was usually the case during the formal Council meetings.
- There should be a clear process for recording and communicating the decisions taken in closed meetings and for reporting to the formal meeting of the Council.

The President concluded that the Bureau supported the request for an informal meeting of the elected Council members. He thanked the DG for speaking openly about her concerns which the Bureau should take into account. While being transparent and working for the same purpose, each component should have the space to play its own role. Informal sessions should be held on a regular basis and considered as an improvement of governance and capacity building.

#### Agenda Item 6. Appointment of additional members of the steering committee of CEESP [*Bureau document B/73/6 rev*]

The Bureau considered and approved the additional nominations proposed by Kristen Walker Painemilla, Chair of CEESP that will round out the CEESP steering committee.

#### **BUREAU DECISION B/73/2**

The Bureau of the IUCN Council,  
on the recommendation of the Chair of the IUCN Commission on Environmental, Economic and Social Policy (CEESP),

**appoints** the following individuals as members of the steering committee of CEESP, in addition to the appointments made by the Council at its 91<sup>st</sup> ([decision C/91/3](#)) and by email correspondence of the Bureau on 2 October 2017 ([decision B/I](#)):

1. Ms. Pasang Dolma Sherpa (Nepal; co-chair Specialist Group on Indigenous Peoples, Customary and Environmental Law and Human Rights - SPICEH);
2. Mr. Kanyinke Sena (Kenya; co-chair Specialist Group on Indigenous Peoples, Customary and Environmental Law and Human Rights - SPICEH);
3. Mr. Aisa Mustafa Hammadeen (Jordan; Regional Vice-Chair West Asia)
4. Mr. Osvaldo Munguía (Honduras; Regional Vice-Chair Meso and South America)
5. Ms. Elise Huffer (Resident Fiji (citizenship in process), French/ American; Regional Vice-Chair Oceania)
6. Ms. Yeshing Juliana Upün Yos (Maya Kaqchikel, Guatemala; co-chair Specialist Group on Indigenous Peoples Customary and Environmental Law and Human Rights – SPICEH).

**Agenda Item 7. Recommendations from the Ethics Committee of the IUCN Council [Bureau document B/73/7]**

Malik Amin Aslam Khan, Vice-President, Chair of the Ethics Committee, reported that the Ethics Committee had developed the Conflict of Interest Disclosure Form which Council members will be required to sign / submit on an annual basis. He suggested that the Governance and Constituency Committee (GCC) consider merging the Form with the Performance Commitment for Council members, as the Bureau requested at its 71<sup>st</sup> meeting. When the result of GCC's work will be available, the Form as well as the amendment to the Code of Conduct for Council members can be approved by the Bureau or the Council.

**The Bureau agreed to proceed accordingly.**

A question of a Bureau member to clarify the scope of the term "business transaction" which seemed to be defined in a very broad manner, was referred to the Ethics Committee, noting that once disclosed, it is up to the Ethics Committee to revert to the Council member concerned with advice whether a declared interest constitutes a conflict of interest in terms of the Code of Conduct for Council members. The Chair of the Ethics Committee invited Bureau members to forward to the Ethics Committee any suggestions for improvement of the draft Form.

**Agenda Item 8. Follow-up to the request of the 71<sup>st</sup> Bureau meeting regarding Councillors' access to the Union Portal**

*Presentation of the Union Portal by the Secretariat and of the Legal Adviser's note on the rules regarding access to the Portal. Discussion about Council members' access to the Union Portal with a view to facilitating Council's.*

François Jolles, CIO and Global Director, and his colleague Gabriel Dávila, Union Applications Manager from the Information Systems team as well as Enrique Lahmann, Global Director, Union Development Group gave a presentation on how the Union Portal was structured. Luc De Wever, Secretary to Council explained which Portal areas were reserved for Council and its subsidiary bodies in which all information and documentation of the Council was available, including a new folder with a collection of all the policies and procedures approved by Council since 2008. Reference was made to the note about "Rules regarding access to the Union Portal by Council Members and to information that is protected under applicable law" which the Bureau received from the IUCN Legal Adviser on 16 November 2017.

The following points were made during the discussion:

- Council members need to find in the Union Portal all the information and documentation that it needs in order to fulfil Council's strategic direction and oversight role, and its fiduciary responsibilities. They should be able to access that material on their own initiative without having to ask the Secretariat in each case;
- while assuring Bureau members that they could facilitate Council members' access to any and all "groups" in the Portal, the Secretariat team requested Bureau members to be more specific in terms of the content they were looking for in order to be able to help Council members to easily find these materials in the wealth of information and documentation that is spread over hundreds of Portal "groups" (established by Members, Commissions, Secretariat and Council) that were all managing the content of their own space;
- Bureau members requested the Secretary to Council, in consultation with Bureau members, to brainstorm about the concrete content that Council members need to access and subsequently work with the relevant Secretariat team in order to provide Councillors' access to this content.

The Bureau meeting adjourned at 18:30.



## Annex A

### List of attendees present at the 73<sup>rd</sup> Meeting of the Bureau of the IUCN Council, 18 November 2017

#### **PRESIDENT**

- ZHANG Xinsheng (Chair)

#### **VICE-PRESIDENTS**

- Malik Amin Aslam Khan
- Ali Kaka

#### **ACTING TREASURER**

- Rick Bates

#### **COMMISSION CHAIR**

Antonio Herman Benjamin, Chair of the World Commission on Environmental Law (WCEL)  
(participated remotely)

#### **REGIONAL COUNCILLORS**

- Peter Michael Cochrane
- Rustam Sagitov

#### **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**

- Inger Andersen

#### **APOLOGIES**

- Sandrine Friedli Cela, IUCN Legal Adviser

#### **OTHERS**

Nick Bertrand, Chief of Staff, Director General's Office

Louise Imbsen, Governance Assistant

Luc De Wever, Senior Governance Manager, Secretary to Council

François Jolles, CIO & Global Director, Information Systems (present for Agenda Item 8)

Enrique Lahmann, Global Director Union Development Group (present for Agenda Item 8)

Gabriel Dávila, Union Applications Manager, Information Systems (present for Agenda Item 8)



## 73<sup>rd</sup> Meeting of the Bureau of the IUCN Council

Meeting in person in Gland on 18 November 2017 from 9:00 am to 5:00 pm

Present in person: all members of the Bureau except Antonio Benjamin who has requested to participate remotely.

### Agenda

(Approved the Bureau)

Time	Agenda Items
09:00-09:10	<b>Item 1: President's opening remarks and approval of the agenda</b> ( <i>Document B/73/1</i> )
09:10-09:20	<b>Item 2: Status of the follow-up to the outcomes of Council and Bureau meetings held in 2017</b>  <i>Document B/73/2 with the "Progress tracker" of follow-up to outcomes of Council and Bureau meetings (status 14 November 2017). Any particular follow-up item requiring discussion / decision of the Bureau may be added to the agenda of the 73<sup>rd</sup> Bureau meeting, as required.</i>
09:20-10:30	<b>Item 3: Process for the appointment of the IUCN Treasurer</b>  <i>Continuation of the discussion of this matter during the 72<sup>nd</sup> Bureau meeting (8 November 2017). Cf. the draft summary minutes of the 72<sup>nd</sup> Bureau meeting (not yet approved).</i>
10:30-12:00	<b>Item 4: Follow-up from the 71<sup>st</sup> Bureau meeting (B71)</b> 4.1 <u>Report by the HR Liaison Group on the follow-up work, as required by B71</u> 4.2 <u>Report by the Chair of FAC on the follow-up work</u>
12:00-12:45	<b>Item 5: Preparations for the 93<sup>rd</sup> Council meeting (C93)</b> 5.3 <u>Improving IUCN's Governance</u> (C93 Agenda Item 4.3)  <i>Proposals from the working group established by the 69<sup>th</sup> Bureau meeting (May 2017) identifying the areas for improvement of IUCN's Governance, including amendments to the Statutes, Rules and Regulations. The Bureau makes a recommendation to the Council for approval including a process and timeline for the development of proposals in each area. Cf. Document B/73/5.3.</i>
12:45-13:00	5.5 <u>Discussion on the proposal for a closed-door meeting for elected members of the Council, as requested by some global Councillors</u>
13:00-14:00	LUNCH
14:00-14:30	<b>Item 7: Recommendations from the Ethics Committee of the IUCN Council</b>  <i>This item was deferred from the 72<sup>nd</sup> Bureau meeting (8 November 2017). As announced during the 69<sup>th</sup> Bureau Meeting (May 2017), the Ethics Committee, based on its authority as per the Code of Conduct for IUCN Councillors, has approved a Conflict of Interest Disclosure Form which Council members will be required to sign / submit on an annual basis. The Disclosure form requires an amendment to the Code of Conduct itself to be approved by the Council. The Bureau will be invited to express its support for the amendments. Finally, as requested by the Bureau during its 71<sup>st</sup> Meeting (August 2017), the Ethics Committee suggests to recognize the disclosure process in the Performance Commitment for IUCN Councillors proposed by the GCC. Cf. document B/73/7.</i>

<p>14:30-15:00</p> <p>15:00-15:30</p> <p>15:30-16:00</p>	<p><b>Item 5: Preparations for the 93<sup>rd</sup> Council meeting (C93) (continued)</b></p> <p>5.1 <u>Report of the Bureau to the Council</u> (C93 Agenda Item 2) <i>Content and format of the report.</i></p> <p>5.2 <u>Council's Objectives and Priorities 2017-20</u> (C93 Agenda Item 4.2) <i>Continuation of the discussion of the 71<sup>st</sup> Bureau meeting (August 2017) based on notes prepared by Peter Cochrane to introduce the discussion on IUCN's Value Proposition (Document B/73/5.2/1) and on Council's Objectives and Priorities 2017-20 (Document B/73/5.2/2).</i></p> <p>5.4 <u>How to engage Councillors more with Council's work</u></p>
<p>16:00-16:15</p>	<p><b>Item 6: Appointment of additional members of the steering committee of CEESP</b> <i>As announced by Kristen Walker Painemilla, Chair of CEESP, during the Bureau's approval by email correspondence of additional nominees effective 2 October 2017, the Chair of CEESP has submitted additional nominees that will round out the CEESP steering committee. Cf. Bureau document B/73/6 rev.</i></p>
<p>16:15-17:00</p>	<p><b>Item 8: Follow-up to the request of the 71<sup>st</sup> Bureau meeting regarding Councillors' access to the Union Portal</b> <i>Presentation of the Union Portal by the Secretariat and of the Legal Adviser's note on the rules regarding access to the Portal. Discussion about Council members' access to the Union Portal with a view to facilitating Council's strategic direction and oversight role and its fiduciary responsibilities.</i></p>



IUCN, INTERNATIONAL UNION FOR CONSERVATION OF NATURE

## RESPONSIBILITIES AND QUALIFICATIONS OF THE TREASURER OF IUCN

(73<sup>rd</sup> Meeting of the Bureau of the IUCN Council, 18 November 2017, decision B/73/1)

### Introduction

The Treasurer of IUCN is elected by the World Conservation Congress, based on a nomination by the Council after considering the proposals made by members in Categories A, B and C.

The term of office of the Treasurer extends from the close of the World Conservation Congress at which the Treasurer is elected to the close of the next ordinary session of the Congress, i.e. approximately four years. The Treasurer, as well as any other member of the Council, shall not hold the same office consecutively for more than two full terms. The time served to fill the balance of the term of a Council member following a vacancy occurring in Council, shall not be counted.

The Council may fill a vacancy for Treasurer that may occur, for the balance of the term concerned.

The position of Treasurer of IUCN is a voluntary position.

The responsibilities and qualifications hereafter are based on the profile of the Treasurer approved by the IUCN Council at its 85<sup>th</sup> Meeting (May 2015) and revised by the Bureau at its 73<sup>rd</sup> Meeting (November 2017).

### 1. Responsibilities of the Treasurer

- (a) To contribute to the overall work of the Council in ensuring the efficient and effective governance of the Union in between sessions of the World Conservation Congress.
- (b) To submit to each ordinary session of the World Conservation Congress, a report, prepared together with the Director General, on the consolidated accounts of IUCN for the intersessional period, together with the auditors' reports for the relevant years.
- (c) To review and provide comments to the World Conservation Congress on the IUCN Programme for the next intersessional period together with the related estimates of income and expenditure.
- (d) To maintain an overview, on behalf of the IUCN Council, of the financial situation of the Union in between sessions of the World Conservation Congress and to approve for submission to Council, any adjustments to the approved intersessional financial plan.
- (e) To advise the Director General, as appropriate, on financial matters relating to the implementation of the IUCN Programme and on fundraising in general.

2. Qualifications

The IUCN Council has agreed on the following criteria to guide the Council's Search Committee:

The IUCN Treasurer must:

- (i) as a member of Council, be committed to the statutory role and duties of the Council;
- (ii) have a good background in finance, accounting and treasure management;
- (iii) be well versed in the finance / accounting / investment and fundraising of large international entities at senior levels;
- (iv) have the capacity to work in English and if possible, at least one of the other official languages of IUCN;
- (v) have time available to devote to the Union and overseeing its financial management;

and desirably:

- (vi) have experience in a large entity at regional / national level, specifically in areas of policy and strategy;
- (vii) be familiar with Swiss financial practices and provide financial and budgetary oversight, aided by the Secretariat on the technical aspects of Swiss law and policies;
- (viii) have strong interpersonal skills and the ability to work with diverse cultures.

Gender equity and regional diversity should be taken into consideration in selecting candidates.

## **B. DOCUMENTS SUBMITTED TO THE 73<sup>rd</sup> BUREAU MEETING<sup>1</sup>**

---

<sup>1</sup> Note that the documents submitted to the Bureau for consideration may differ from any of these documents subsequently approved by the Bureau, modified as the case may be during the Bureau meeting, and attached to the decisions and the summary minutes of the Bureau meeting.



## 73<sup>rd</sup> Meeting of the Bureau of the IUCN Council

Meeting in person in Gland on 18 November 2017 from 9:00 am to 5:00 pm

Present in person: all members of the Bureau except Antonio Benjamin who has requested to participate remotely.

### Draft Agenda

Time	Agenda Items
09:00-09:10	<b>Item 1: President's opening remarks and approval of the agenda</b> ( <i>Document B/73/1</i> )
09:10-09:20	<b>Item 2: Status of the follow-up to the outcomes of Council and Bureau meetings held in 2017</b>  <i><a href="#">Document B/73/2</a> with the "Progress tracker" of follow-up to outcomes of Council and Bureau meetings (status 14 November 2017). Any particular follow-up item requiring discussion / decision of the Bureau may be added to the agenda of the 73<sup>rd</sup> Bureau meeting, as required.</i>
09:20-10:30	<b>Item 3: Process for the appointment of the IUCN Treasurer</b>  <i>Continuation of the discussion of this matter during the 72<sup>nd</sup> Bureau meeting (8 November 2017). Cf. the draft summary minutes of the 72<sup>nd</sup> Bureau meeting (not yet approved).</i>
10:30-12:00	<b>Item 4: Follow-up from the 71<sup>st</sup> Bureau meeting (B71)</b>  4.1 <u>Report by the HR Liaison Group on the follow-up work, as required by B71</u> 4.2 <u>Report by the Chair of FAC on the follow-up work</u>
12:00-12:45	<b>Item 5: Preparations for the 93<sup>rd</sup> Council meeting (C93)</b>  5.3 <u>Improving IUCN's Governance</u> (C93 Agenda Item 4.3)  <i>Proposals from the working group established by the 69<sup>th</sup> Bureau meeting (May 2017) identifying the areas for improvement of IUCN's Governance, including amendments to the Statutes, Rules and Regulations. The Bureau makes a recommendation to the Council for approval including a process and timeline for the development of proposals in each area. Cf. <a href="#">Document B/73/5.3</a>.</i>
12:45-13:00	5.5 <u>Discussion on the proposal for a closed-door meeting for elected members of the Council, as requested by some global Councillors</u>
13:00-14:00	LUNCH
14:00-14:30	<b>Item 7: Recommendations from the Ethics Committee of the IUCN Council</b>  <i>This item was deferred from the 72<sup>nd</sup> Bureau meeting (8 November 2017). As announced during the 69<sup>th</sup> Bureau Meeting (May 2017), the Ethics Committee, based on its authority as per the Code of Conduct for IUCN Councillors, has approved a Conflict of Interest Disclosure Form which Council members will be required to sign / submit on an annual basis. The Disclosure form requires an amendment to the Code of Conduct itself to be approved by the Council. The Bureau will be invited to express its support for the amendments. Finally, as requested by the Bureau during its 71<sup>st</sup> Meeting (August 2017), the Ethics Committee suggests to recognize the disclosure process in the Performance Commitment for IUCN Councillors proposed by the GCC. Cf. <a href="#">document B/73/7</a>.</i>

<p>14:30-15:00</p> <p>15:00-15:30</p> <p>15:30-16:00</p>	<p><b>Item 5: Preparations for the 93<sup>rd</sup> Council meeting (C93) (continued)</b></p> <p>5.1 <u>Report of the Bureau to the Council</u> (C93 Agenda Item 2) <i>Content and format of the report.</i></p> <p>5.2 <u>Council's Objectives and Priorities 2017-20</u> (C93 Agenda Item 4.2) <i>Continuation of the discussion of the 71<sup>st</sup> Bureau meeting (August 2017) based on notes prepared by Peter Cochrane to introduce the discussion on IUCN's Value Proposition (<a href="#">Document B/73/5.2/1</a>) and on Council's Objectives and Priorities 2017-20 (<a href="#">Document B/73/5.2/2</a>).</i></p> <p>5.4 <u>How to engage Councillors more with Council's work</u></p>
<p>16:00-16:15</p>	<p><b>Item 6: Appointment of additional members of the steering committee of CEESP</b> <i>As announced by Kristen Walker Painemilla, Chair of CEESP, during the Bureau's approval by email correspondence of additional nominees effective 2 October 2017, the Chair of CEESP has submitted additional nominees that will round out the CEESP steering committee. Cf. <a href="#">Bureau document B/73/6 rev.</a></i></p>
<p>16:15-17:00</p>	<p><b>Item 8: Follow-up to the request of the 71<sup>st</sup> Bureau meeting regarding Councillors' access to the Union Portal</b> <i>Presentation of the Union Portal by the Secretariat and of the Legal Adviser's note on the rules regarding access to the Portal. Discussion about Council members' access to the Union Portal with a view to facilitating Council's strategic direction and oversight role and its fiduciary responsibilities.</i></p>



## Follow-up to the Council and Bureau meetings held since the 2016 Congress – Progress tracker - status 14 Nov 2017

[The present document is an updated version of Bureau document B/69/2/1. It is intended to track progress on all actions required by/from Council and Bureau since the 2016 World Conservation Congress, including actions which the IUCN Council 2012-16 recommended or deferred to the next Council]

### Colour Code:

### References:

2016 Congress follow-up	WCC-2016-Res-... = 2016 Congress Resolution
Strategic direction	C/92 = 92 <sup>nd</sup> meeting of the Council (8-9 February 2017)
Oversight	B/69 = 69 <sup>th</sup> meeting of the Bureau (15-16 May 2017)
Fiduciary Responsibility	B/70 = 70 <sup>th</sup> meeting of the Bureau (6 June 2017)
	B/71 = 71 <sup>st</sup> meeting of the Bureau (29-30 August 2017)
	B/72 = 72 <sup>nd</sup> meeting of the Bureau (8 November 2017)
	B/73 = 73 <sup>rd</sup> meeting of the Bureau (18 November 2017)
	C/93 = 93 <sup>rd</sup> meeting of the Council (19-21 November 2017)

	Decision (DEC) Summary Minutes (MIN)	Action required	Responsible	Timeline	Status	Next steps
1	WCC-2016-Res-001 DEC C/92/8 Annex 7 (PPC Report p.3)	Secretariat report on progress made and proposals on a step-wise process to follow-up to Resolution WCC-2016-Res-001 on <b>Identifying and archiving obsolete Resolutions and Recommendations</b>	1. Secretariat proposal 2. PPC	PPC at C/93	IN PROGRESS	On PPC agenda at C/93
3	WCC-2016-Res-003 DEC C/92/8 Annex 9 (GCC Report p.2)	1. Pre-working group of GCC to propose to GCC ToR and membership for the working group required by WCC-2016-Res-003 on <b>"Including regional governments in the structure of IUCN"</b> 2. GCC recommends to Council the establishment of the working group 3. Council approves establishment of the working group	1. pre-working group led by Jenny Gruenberger 2. GCC 3. Council	1. GCC at C/93 2. tbc 3. tbc	IN PROGRESS	On GCC agenda at C/93
4	WCC-2016-Res-018	Requests Council to adopt the <b>framework for the IUCN Environmental Impact Classification for Alien Taxa</b> as the union's standard for classifying alien species in terms of their environmental impact (following the consultation process referred to in the Resolution)	PPC/Council	After the consultation process	IN PROGRESS No attention from PPC required at this stage: DEC C/92/8 Annex 7 (PPC Report p.3)	On PPC agenda at C/93
6	WCC-2016-Res-030	Council actions required under WCC-2016-Res-030 <b>"Recognizing and respecting the territories and</b>	PPC	PPC at C/93	IN PROGRESS PPC to consider	On PPC agenda at C/93

		<b>areas conserved by indigenous peoples and local communities (ICCAs) overlapped by protected areas”</b>			required action	
7	WCC-2016-Res-045	Council to approve a <b>policy statement on the importance of the conservation of primary forests</b>	PPC/Council upon a proposal from the Secretariat		IN PROGRESS PPC agreed to monitor: DEC C/92/8 Annex 7 (PPC Report p.4)	On PPC agenda at C/93
8	WCC-2016-Res-052	Council, Commissions and Members assist the Director General both technically and intellectually with the methodology for <b>establishing such a Marine Protected Area (Astola Island)</b>	WCPA		IN PROGRESS PPC recommends WCPA to follow this up: C/92/8 Annex 7 (PPC Report p.4)	Confirmation from WCPA that they will take responsibility for follow-up?
10	WCC-2016-Res-075 DEC C/92/9 DEC C/92/8 Annex 7 (PPC Report p.4)	Chair CEESP and Secretariat to recommend Council response to WCC-2016-Res-075 <i>“Affirmation of the role of <b>indigenous cultures</b> in global conservation efforts”</i>	Chair CEESP and Secretariat	PPC at C/93	IN PROGRESS	On PPC agenda at C/93
11	WCC-2016-Res-086	Council, based upon the recommendations of the assessment, to develop an IUCN policy to guide the Director General, Commissions and Members on biodiversity and nature conservation in relation to <b>synthetic biology</b>	Secretariat and Commissions		IN PROGRESS No PPC action until assessment available: C/92/8 Annex 7 (PPC Report p.4)	On PPC agenda at C/93
12	WCC-2016-Dec-113	With the objective of <b>improving the motions process</b> for the future, and based on IUCN Members’ feedback on the online discussion and vote on motions prior to the 2016 Congress, Council, if needed, prepares <b>amendments to the Rules of Procedure</b>	See 13. below: Bureau WG on governance reforms		IN PROGRESS	On GCC agenda at C/93
13	MIN B/69 p.1-2 DEC C/88/4 (April 2016) WCC-2016-Dec-113	Working Group established by the Bureau in May 2017 to report to Bureau in November 2017 <b>identifying areas for improvement of IUCN governance</b> . Bureau to propose to Council process	Bureau WG and Bureau	C/93 <sup>1</sup>	IN PROGRESS	WG report to B/73 (18 Nov 2017) On GCC agenda

<sup>1</sup> Proposals to reform the Statutes, Rules and/or Regulations related to election procedures will need to be developed and approved in 2018 in time to apply to the Call for nominations to be launched in 2019 for the elections to be held during the 2020 Congress.

		with timeline for each of the reforms identified. This will include, among others, 1) the recommendation of the Council 2012-16 (which itself was based on the recommendation of its Nominations Committee), that the next Council (2016-20) gives consideration to the elaboration of detailed procedures to harmonize the <b>Commissions nominations process</b> among all Commissions in order to give full effect to Regulation 30 <i>bis</i> and 2) amendments to the Rules of Procedure to improve the motions process (WCC-2016-Dec-113)				at C/93 On C/93 agenda
14	MIN C/92 p.12  MIN B/69 p.8  MIN B/71 p.4-5	<p><b>Council's strategic objectives and priorities 2017-20:</b></p> <p>"[The President] suggested that the Vice-Presidents examine this further with the assistance of the DG and Secretariat, and report to the Bureau in view of preparing a decision of the Council which could be finalized by electronic communication before the next Council meeting and invited all Council members to write to the President, the Vice-Presidents, the DG or the Secretary to Council with further ideas as input for the Vice-Presidents."</p> <p>While the 1<sup>st</sup> and 3<sup>rd</sup> strategic priority areas identified during the 92<sup>nd</sup> Council Meeting (income stability and implementation of the One Programme Approach) had already been the focus of the Director General and the Bureau, the 2<sup>nd</sup> priority area, the need for a stronger value proposition, required more attention. Peter Cochrane volunteered to prepare a <b>conversation starter on the value proposition</b>. The suggestion was made for Bureau to facilitate the development of the value proposition, with the assistance of the Secretariat and the CEC.</p> <p>The President requested the Secretariat to coordinate the inputs from Bureau members, Commissions and Secretariat and to prepare a revised draft [<i>of the value proposition</i>] to the Bureau in 1-2 months with a view to presenting it to the Council, and accepted Peter Cochrane's offer to prepare a note to introduce further discussion in</p>	Bureau / Council  Peter Cochrane  DG  Peter Cochrane	C/93  B/71  B/73  B/73	IN PROGRESS  COMPLETED MIN B/71  IN PROGRESS  IN PROGRESS	On B/73 agenda On C/93 agenda

		Council of the strategic <b>objectives and priorities of Council for 2017-20.</b>				
15	MIN C/92 p.14	“As a new world order was coming into place, albeit with a lot of unpredictability and uncertainty, it was important to monitor the external environment which was volatile, and to assess how to position the Council. For this purpose, the IUCN President intended to <b>establish a small group of experienced 2<sup>nd</sup> term Council members, chaired by Andrew Bignell</b> , to work closely with the President.”	President		IN PROGRESS	
36	MIN B/71 p.6	<b>Celebrating IUCN at 70:</b> The DG looked forward to updating the presentation with the Bureau’s inputs and to present it to the Council.	DG	C/93	IN PROGRESS	DG presents at C/93
16	MIN B/69 p.3  MIN B/71 p.7	The Bureau concluded, following comprehensive discussions on the financial challenges facing IUCN and the response pathway being followed, that a <b>liaison group</b> comprised of members of the Bureau (to be finalized by the President after consultations) will be established with the purpose of <b>gathering further relevant information for establishing time bound financial targets and keeping track of progress towards the achievement of these targets</b> in order to report back to the Bureau and, if required, composing a draft formal decision for Council. The IUCN President requested Ayman Rabi to chair the group. <i>[The President]</i> requested the Chair of FAC, the Treasurer, Amin Malik Aslam Khan as the Vice-President member of the FAC, and the CFO to communicate and work together, if possible spend time together in person, with the purpose of <b>reducing the projected CHF 1m deficit</b> , mainly by generating additional income.	Ayman Rabi, chair of liaison group  Chair FAC, Treasurer, VP Malik Amin Aslam Khan, CFO		<b>COMPLETED</b> MIN B/71  IN PROGRESS	To be continued by FAC
17	MIN B/69 p.5 MIN B/71 p.11	After a detailed discussion of the organizational change process, the valuable and incisive findings of the December 2016 staff survey, and other HR related matters, the Bureau decided to establish a <b>liaison group</b> composed of members of the Bureau (to be finalized by the President after consultations), with the purpose of <b>servicing as contact point of</b>	Ali Kaka, Chair HR liaison group		IN PROGRESS	Pending approval of the Minutes B/71

		<b>further exploring the current HR procedures and policies, rules and practices applied within IUCN</b> with the objective of reporting back to the Bureau with its recommendations and, if required, composing a draft decision for Council. The President requested Ali Kaka to chair the group.				
18	MIN B/69 p.5	With respect to the (last) slide about the <b>requirements for reporting to the FAC on HR issues</b> , the Bureau members agreed to the DG preparing a collation of documents considered relevant for the FAC to exercise its oversight role in addition to the revision of the Staff Rules which have not been updated since 2003, and subsequently to request the FAC whether it wishes to receive additional information.	Secretariat	1.FAC at C/93 2. Staff Rules revision at C/94	IN PROGRESS	On FAC agenda at C/93
36	MIN B/71 p.3	In response to the question how the CHF 5 m reduced income IUCN faced at the outset of the <b>change process</b> is being achieved, the DG explained that she will prepare an overview of the complex set of elements which allow IUCN to accommodate the reduction in income for the November Council.	Director General	C/93	IN PROGRESS	DG at C/93
37	MIN B/71 p.7	Bureau members requested the Secretariat to facilitate Council members' broader <b>access to the Union Portal</b> than only the space reserved for Council and its subsidiary bodies so that they can find all the information that is relevant and necessary for Council to exercise its strategic direction and oversight role and its fiduciary responsibilities. It was noted by the Chair of WCEL that the Bureau was entitled, as an oversight body, to any and all information. The Legal Adviser was requested to provide a <b>legal opinion</b> on the rules regarding access to the Portal, including the information that is protected under applicable law such as e.g. staff records.	Secretariat  Legal Adviser		IN PROGRESS  IN PROGRESS	On the agenda B/73
19	DEC C/88/19 (April 2016)	<b>Socially responsible investment</b> In April 2016, the IUCN Council requested its Finance and Audit Committee to investigate options for divesting IUCN from petrochemicals, agrochemicals (Syngenta), and tobacco securities of	FAC/Council	C/93	IN PROGRESS	FAC Chair / Treasurer / CFO to consider process

		any kind, and report back to Bureau with the aim of having a full discussion at the first ordinary meeting of the Council in the next term (2017-20).				
22	DEC C/92/8 Annex 7 (PPC Report p.4)	Secretariat update on IUCN's engagement on <b>food systems</b>	Secretariat	PPC at C/93	IN PROGRESS	On PPC agenda at C/93
23	DEC C/92/8 Annex 7 (PPC Report p.5)	1. Secretariat to conduct a stocktaking study on various pieces of work done by the Secretariat programmes and the Commissions on relationships between healthy ecosystems and human health. 2. This study would then inform PPC at its next meeting to make a recommendation on how to strengthen the <b>inclusion of health dimensions in the work of IUCN.</b>	1. Secretariat 2. PPC	PPC at C/93	IN PROGRESS	On PPC agenda at C/93
24	DEC C/92/8 Annex 7 (PPC Report p.4) MIN C/92 p.7	1. Recommendation PPC of ToR and appointment of a <b>Council gender focal point</b> 2. Recommendation PPC for <b>amendment of Regulation 45bis</b> regarding Council's oceans focal point with a view to making this provision more generic.	1. PPC 2. PPC and GCC	PPC/ GCC at C/93	IN PROGRESS PPC Chair's update: MIN B/69 p.5-6	On PPC agenda at C/93 See also in 13. above: Bureau WG governance reforms
25	MIN C/92 p.13	"In the absence of any objection, the IUCN President accepted the request from a Council member that Council referred the decision on the <b>appointment of the IUCN Council Global Oceans Focal Point</b> (Regulation 45bis) to the Bureau."	Bureau		IN PROGRESS	Idem
27	DEC C/90/3 DEC C/92/13 DEC B/69/2 DEC B/69/3	Council, Bureau and GCC decisions to defer consideration of the membership applications from: 1. <b>Tajjin - AITA Foundation</b> (until the 93 <sup>rd</sup> Council meeting in November 2017 in order to consider the objections to the application and further information requested on the IUCN Sustainable Use Policy) 2. <b>Window to Environment</b> 3. <b>International Fund for Animal Welfare (IFAW)</b> 4. <b>Asociación para la Protección de los Recursos Naturales Renovables</b> (Guatemala) (until further information will have been received enabling the GCC to verify that the conditions for admission are fulfilled) 5. <b>David Suzuki Foundation</b> (Canada) which received objections from IUCN Members, until the 93 <sup>rd</sup> meeting of IUCN Council (November 2017)	1. GCC/Council 3. Council 4. Bureau 5. GCC/Council 6. GCC/Council	1. C/93 3. C/93 5. C/93 6. C/93	2. <b>COMPLETED</b> DEC B/69/3 4. <b>COMPLETED</b> DEC B/71/2  1, 3, 5 and 6 IN PROGRESS	On GCC agenda at C/93

	MIN B/71 p.8  MIN B/71 p.8	6. <b>Lahore Waste Management Company</b> which will be referred to Council following review by the GCC of additional information to be received from the applicant.  A short discussion followed on the <b>acceptability, from an ethical viewpoint, of a number of IUCN Members questioning election candidates in the Union Portal in 2016 about their views on hunting</b> , mentioning the number of votes they represent during the Congress. A number of Bureau members were of the view that it was part of IUCN Members' democratic right to lobby election candidates and IUCN Member organizations have different styles. The Chair of GCC will consult with GCC's Deputy Chair whether to bring this matter to GCC for discussion and advice.	GCC Chair		IN PROGRESS  IN PROGRESS	
28	DEC C/92/14	FAC and GCC prepare <b>membership dues</b> 2021-24 in time for submission to 2020 WCC	FAC & GCC	C/98 (April 2020)	IN PROGRESS	
29	DEC C/92/8 Annex 9 (GCC Report p.8) MIN C/92 p.3	Proposal Union Development Group / Enrique Lahmann of GCC email discussion and/or remote meeting regarding opportunities for GCC to provide input to the <b>membership engagement strategy</b>	Secretariat	GCC prior to C/93	IN PROGRESS	
30	DEC C/92/8 Annex 9 (GCC Report p.3)  MIN B/71 p.9  MIN B/71 p.9	1. GCC to make recommendation to Council regarding the three performance tools to be annexed to the <b>Council Handbook</b> .  1.1 The Bureau requested the GCC (the working group chaired by Tamar Pataridze) to work with the Ethics Committee (Vice-President John Robinson) to examine whether the <b>Performance Commitment</b> tool and the conflict of interest declaration form could be merged in order to reduce the number of forms to be signed, or to harmonize both documents on the point of conflicts of interest in case both documents are maintained as separate documents, and to make a recommendation to Council.  1.2 <b>IUCN Councillor Activity Report</b> : <i>[The President]</i> will ask a Vice-President to study, in	1. GCC 1.1 and Ethics Committee 1.2 Pres/VP 1.3 GCC Chair 2. Ethics Committee 3. Council	1. B/71 1.1 B/73 1.2 ? 1.3 C/93 2. C/93 3. C/93	1. COMPLETED 1.1. IN PROGRESS 1.2. IN PROGRESS 1.3. IN PROGRESS 2. PARTLY COMPLETED Cf. B/70/5 and Ethics Committee decisions 23 May 2017 and EC recommendations to B/71	1. GCC at B/71 1.1 GCC/EC 1.2 Pres/VP 1.3 GCC Chair 2. On agenda B/73 and C/93 3. On C/93 agenda Item 8

	<p>MIN B/71 p.9</p> <p>MIN B/72 p.1</p>	<p>consultation with the Chairs of the standing committees and the DG / Secretariat, some form of reasonable support (incl. a ceiling) for Council members who do not have such access to resources, and to prepare a proposal to the next Bureau meeting.</p> <p>1.3 <b>Self-Assessment:</b> The President invited Bureau members to share their feedback with the Chair of GCC who will consult with the other standing committee Chairs and the GCC and bring back a form, revised as appropriate, so that we can start using the form as soon as possible.</p> <p>2. The Vice-Presidents acting as Ethics Committee advise the Secretary to Council regarding proposed <b>revisions of the Council Handbook on Code of Conduct</b> issues and/or make recommendations to Council. Deferred to the 73<sup>rd</sup> Bureau meeting</p> <p>3. Council approves the Council Handbook (version 23 January 2017) with the revisions proposed by the GCC and the Ethics Committee</p>				
31	MIN C/92 p.13	<p>1. Proposals for <b>additional appointments for the Commission steering committees</b> which the Chairs of WCEL, CEC and CEESP announced during the 92<sup>nd</sup> meeting.</p> <p>2. Bureau takes the decision</p>	<p>1. Chairs WCEL, CEC and CEESP</p> <p>2. Bureau</p>	<p>1. B/71 for CEC and CEESP</p>	<p><b>PARTLY COMPLETED</b> for CEC and CEESP DEC B/I (2 Oct 2017)</p>	<p>Additional CEESP nominations on B/73 agenda. Nominations from WCEL?</p>
34	MIN B/70 p.2	<p>1. The Ethics Committee's recommendation EC/1/2 regarding the <b>IUCN World Heritage Panel</b> is referred a) for discussion to the next meeting of the Bureau, b) for decision to the next Council meeting.</p> <p>2. With regard to the issue of there being a legal obligation requiring the agreement of the World Heritage Committee before approving the Ethics Committee's recommendation, it was requested that the requisite legal information may be provided to aid further discussion on the matter.</p>	<p>1. a) Bureau and b) Council</p> <p>2. Director General</p>	<p>1. a) B/71 b) C/93</p> <p>2. Prior to B/71</p>	<p>1. IN PROGRESS</p> <p>2. <b>COMPLETED</b></p>	<p>1. Next step?</p>



38	MIN B/72 p.2	President deferred further discussion of <b>[the process for appointing a Treasurer]</b> to the 73rd Bureau meeting on 18 November 2017 in Gland. The President requested the Secretary to Council to circulate the minutes of today's meeting which could serve as a written basis for the continued discussion on 18 November. He encouraged Vice-President Amin Malik Aslam Khan, Acting Treasurer Rick Bates and Ayman Rabi, Chair of the Finance and Audit Committee to prepare the discussion at the 73rd Bureau meeting	Bureau	B/73	IN PROGRESS	On agenda B/73
----	--------------	--	--------	------	-------------	----------------

#### Addendum: COMPLETED ACTIONS

2	WCC-2016-Res-002	Council to <b>recognize a Global Group for National and Regional Committee Development</b>	Council		<b>COMPLETED</b> DEC C/92/11	
5	WCC-2016-Res-029 DEC C/92/8 Annex 7 (PPC Report p.4) MIN C/92 p.7	1. Core group of PPC for the preparation of an "urban task force" to propose ToR to scope how the <b>IUCN Urban Alliance</b> which the Council is required to establish (WCC-2016-Res-029) would look like and how it would be resourced, among other things. 2. PPC approves ToR, name and membership of the task force.	1. core group led by Jonathan Hughes 2. PPC		<b>COMPLETED</b> DEC PPC/41/4 (24 Aug 2017)	
9	WCC-2016-Res-056 DEC C/92/8 Annex 7 (PPC Report p.4) MIN C/92 p.7 DEC C/90/4 (Aug 2016)	1. Core group of PPC for the preparation of a " <b>climate change task force</b> " to propose ToR 2. PPC approves ToR and membership of the task force 3. The IUCN Council 2012-16 recommended the <b>report of its Climate Change Task Force</b> to the Director General and the next Council for consideration. <sup>2</sup>	1. core group led by Angela Andrade 2. PPC 3. Secretariat and PPC/Council		<b>COMPLETED</b> DEC PPC/41/2 (24 Aug 2017)	
20	MIN C/92 p.4-5	Confirm and record any changes in the <b>membership of the Council committees</b> occurring following the adoption of decision C/92/3	Bureau		<b>COMPLETED</b> MIN B/69 p.2	
21	DEC C/90/8 <sup>3</sup> DEC C/92/8 Annex 7	1. Develop ToR for a <b>Private Sector Task Force</b> 2. PPC approves ToR and membership of the task	1. Jonathan Hughes at the		<b>COMPLETED</b> DEC PPC/41/3	

<sup>2</sup> "Elements of an Institutional Strategy for IUCN on Climate Change" endorsed by the IUCN Council at its 90<sup>th</sup> Meeting (31 August 2016, decision C/90/4)

<sup>3</sup> By decision C/90/8 adopted at its 90<sup>th</sup> Meeting in August 2016, the IUCN Council recommended to the next Council to consider establishing a Private Sector Task Force in order to sustain the positive experiences of the current term (2012-16).

	(PPC Report p.4)	force	request of the PPC Chair 2. PPC		(24 Aug 2017)	
26	DEC C/92/10	1. Commission Chairs work with Secretariat / CFO Mike Davis to prepare a revised draft of the <b>Commission Financial Rules</b> 2. FAC to consider revised draft at its remote meeting to be held at the end of May / beginning of June 2017 3. Bureau decision on recommendations FAC	1. Commission Chairs/Secretariat 2. FAC 3. Bureau		<b>COMPLETED</b> DEC B/70/4	
32	DEC B/69/6	Determine the <b>specific dates of Council meetings</b> in 2018-20 taking into account the time periods approved by the Bureau	Secretary to Council		<b>COMPLETED</b> DEC B/II (2 Oct 2017)	Dates for Council meetings in 2019 and 2020 to be proposed when date for WCC 2020 is known
33	MIN B/69 p.9	Prepare a more focused draft response to the letter from <b>The Ecological Society of the Philippines</b> to be sent in the name of the Bureau	Secretary to Council		<b>COMPLETED</b> Letter sent on 13 June 2017	
35	MIN B/70 p.3	The President asked the Legal Adviser to explain in writing the modifications of Swiss law requiring the President to sign off on the financial statements.	Legal Adviser		<b>COMPLETED</b> Legal Adviser's message to the President on 8 June 2017	

Prepared by Luc De Wever, Secretary to Council

## **BUREAU HR Liaison Group Report – B 73**

---

### **Background**

To refresh members, in my last report read during 71<sup>st</sup> Bureau meeting I had reported on a number of issues to which I had received some responses from the Director General and during the ensuing discussions, we subsequently received verbal responses to other points raised.

### **Report**

This report will be brief, and I will focus on current events and issues:

I had written to the DG earlier asking for some input and received a response accordingly:

1. Feedback on review of the HR Policy (including retirement aspect, etc.) – This was raised in the last Bureau report and the status at present as reported by the DG to me, is that the matter has been postponed to a later date to allow for consultation and comments from staff. I think this is proper and hope the comments received from staff will be considered on individual merit. I request the DG to avail the draft new Policy when ready with Bureau members and to also include the comments received from staff for our info. It would be useful to have this draft as soon as possible for us to add our views prior to be presented to FAC in April as indicated.
2. To avoid duplication of reporting, a point of concern by the DG, I wrote to request that the following matters be included in her report to this Bureau and Council:
  - Any new recruitment of senior staff and capacity being filled
  - Any new retirement or resignation with some info on reasons
  - Any other new issue which Bureau ought to be aware of vis-à-vis staff matters
3. Lastly, Chairman, on behalf of my colleagues, we must relay concern and dismay at the continuing negative view of this Liaison Group and its work. To reiterate, it is not our intention to cause any contentious feeling or acrimony in Bureau. But we do wish to repeat and reassert that the LG was a creation of the Bureau with the endorsement of the President and it is the complete right for us as well as Councilors to ask and receive information on matters that may impede and impact on our human capital across the Secretariat and be able to provide timely advise on interventions necessary by the DG.

The reports of the LG should be considered of value and not anything else.

We once again, ask for the support of all concerned and especially members of this Bureau itself.

We thank you Chairman for your support.

## **The IUCN Value Proposition**

### ***Background***

Council during its discussion on strategic priorities at its 92<sup>nd</sup> meeting identified the IUCN value proposition as needing further consideration. The Bureau at its 71<sup>st</sup> meeting in May discussed a short paper on the topic comparing the existing and a potential new value proposition. At this meeting, Councillors identified two key objectives for the IUCN value proposition:

1. to sustain and grow our membership base, and particularly state parties and government agencies, to improve IUCN's future financial stability and outlook;
2. to promote IUCN as a global leader and agent of change for nature conservation and sustainable development, as a partner of choice, as a thought leader in key international forums (eg Paris Agreement, Agenda 2030), and a unique global community of practice for nature-based solutions to global challenges

This paper builds on that discussion.

The existing value proposition from the current (about ten years old) brochure on benefits to members is:

#### **2b Our value proposition**

The way we use our brand to convince and encourage people to support us is our value proposition:

- IUCN provides credible, trusted knowledge
- IUCN convenes and builds partnerships for action
- IUCN has global-to-local and local-to-global reach
- IUCN influences standards and practices

The four elements of our value proposition make us distinct from other conservation organizations. Our value proposition is outlined in the IUCN Programme and we need to convey it in all of our communications.

The positive attributes of this statement of the IUCN value proposition are that it is concise and uses simple language. On the negative side these values do not paint a unique or distinct picture of IUCN, they do not reference IUCN's diversity of membership, its global influence and leadership role, its science and evidence-based policies, its role in setting global standards, or the breadth of IUCN networks, communities of practice and expertise.

#### ***A revised, and possibly alternative, IUCN Value Proposition:***

IUCN offers its members access to, the opportunity to contribute to, and benefit from:

- a unique, diverse and inclusive membership in a democratic union of governments, government agencies, international NGOs, NGOs and Indigenous Peoples Organisations, that includes six commissions of global

networks of expert professionals, together with the convening power to bring these diverse interests together creatively and constructively for nature conservation

- world class knowledge, science, thought leadership, and authoritative technical expertise and advice
- global, regional and national influence and agenda setting on laws and policies, policy expertise and advice, and an authoritative and powerful voice for conservation, including through IUCN's permanent official observer status at the United Nations
- communities of practice, networks and partnerships that develop, leverage and implement programmes and projects that address global challenges through the lens of conservation and that develop, test and apply global conservation standards, norms, data and best practice in nature conservation
- a professional global organization meeting the highest expected standards with offices and staff in 55 locations around the world and the expertise and track record of operating at scale from global, regional, national to on-the-ground action
- a globally recognized brand

The following tag line could be added:

*IUCN informs, influences, and inspires nature-based solutions to global challenges*

The Bureau discussion did not resolve whether the second more comprehensive value proposition, however amended, should replace the existing proposition in the brochure on benefits to members, indeed some Councillors saw the two as complementary and both should be included.

***Recommendation***

*Councillors consider and agree the key elements of an IUCN value proposition, drawing on the above output from the 71<sup>st</sup> Bureau meeting.*

## **IUCN Strategic Risks, the role of Council and Councillors and strategic priorities for IUCN Council**

### **Background**

At the 92<sup>nd</sup> Council the Director-General presented a list of the strategic risks that she identified for IUCN over the forthcoming years (replicated in the table below). The draft minutes from the 92<sup>nd</sup> Council meeting on the subsequent discussion state:

- Besides identifying strategic risks, Council also needed to discuss how to address them and to seize opportunities, as well as to regularly assess how we were doing with respect to these risks.
- Under "structural risk", the DG and IUCN staff in the regions were increasingly concerned about certain components of IUCN acting as NGO with legal personality beyond the IUCN Council's oversight, using IUCN's brand, leaving IUCN without ability to mobilize resources for the core mandate of the Union since bilateral donors would be funding what they would understand and perceive to be "national IUCN NGOs", or about such components using the IUCN brand but without any Council oversight.
- In terms of "relevance risk", IUCN had a duty to be optimistic while warning the world for limits to the use of natural resources. IUCN needed to get greater visibility and credibility based on our work nationally and globally. IUCN needed to inform, inspire and connect people at community level while being realistic about what it could deliver. IUCN needed to balance its work across the SDGs and balance its attention to terrestrial v. marine based resources.
- Loss of membership should be added as a major risk to be addressed by the membership strategy.
- In terms of corporate governance, it was also critical to ensure coherence of activities across the Union.

Building on this discussion and the strategic risks listed in the DG's report to the 92<sup>nd</sup> Council the following table includes these risks (the first two columns are the risk category and nature from the DG's report) and adds a third column with suggestions on how Council/Councillors might address these risks.

The aim of this table is to stimulate discussion on Council's role in responding to these risks, and to provide a basis for discussion on Council's strategic priorities. A set of suggested strategic priorities for Council is at the end of this document to start this discussion.

## Strategic risks and possible responses/action

Category	Nature of risk	Possible Council/Councillor action
<p><b>Political risk</b> (POL)</p>	<p>Populists gaining more power in 2017 in the wake of the Brexit and results of the US election -- <i>e.g.</i> Unpredictable America, power vacuum in Europe (Brexit, France, Greece,...), erosion of multilateralism, “post truth” politics, war on science, delegitimized international organizations...</p>	<p>Extend and deepen relationships with governments and INGOs (members and non-members) and regularly communicate the importance of IUCN’s approach based on science, evidence-based law and policies, nature-based solutions and the effective delivery of projects and practical solutions through partnerships</p>
<p><b>Financial risk, resource mobilization risk</b> (FIN)</p>	<p>Continued pressure in 2017 on the use of public funds owing to unresolved refugee crisis, economic downturn, pressure on the Euro, raised expectations from agencies (<i>e.g.</i> DFID, 2016) and political shifts. Impact on contributions to IUCN core funding</p>	<p>Oversight of membership strategy development and implementation. Maintain and extend representation and relationships with government members and non-members especially State parties, communicate IUCN Value Proposition and relevance. Identify potential new members and framework donors.</p>
<p><b>Relevance risk</b> (REL)</p>	<p>How does IUCN show relevance to the “global conversation?”</p>	<p>Listening to and reporting back to Council on the “global conversation” from Councillors’ networks and DG/Secretariat feedback, noting a key framing for the “global conversation” is the SDGs. Reflect at each Council meeting (or annually) on how IUCN is relevant to this feedback. Maintain and extend networks based on shared values and professional relationships with government and NGO members, international organisations</p>

		including academic institutions, convention secretariats, corporate sector and media organisations. Participate in key international and national meetings.
<b>Partnership risk (PAR)</b>	Donor confidence, third-party relationships management	As above
<b>Corporate governances risks (GOV)</b>	Council adheres to enhanced practices and governance reforms carried out in 2016 and provides strategic direction functions	Monitor progress on the governance reforms, through regular reports through GCC, the Bureau and Council. Monitor IUCN financial status, and One Programme delivery. Reflect regularly on strategic risks and directions and adjust priorities and actions as necessary. Annual disclosures of potential conflict of interests. Annual self assessment of Council effectiveness
<b>Tone at the top risk (TON)</b>	Responding to the need to show leadership	President and DG work closely together, supported by the Bureau, Council, and Councillors
<b>Structural risk (STR)</b>	Organic structure of the Union; some elements of Union with limited oversight and varying legal status; membership strategy	Monitoring through regular reporting of progress of the change management strategy and membership strategy. Consideration of solutions to legal risk issues. Promote and monitor key performance indicators for One Programme delivery
<b>Change management risk (CHA)</b>	Importance of successful organizational change	Oversight of regular reporting of progress of change strategy and membership strategy



If Council agrees these roles/actions for Council and Councillors then a core set of IUCN Council strategic priorities might be:

1. To strengthen IUCN's role and profile as a global leader in nature conservation and an agent of change
2. To enhance and promote IUCN's role and profile as a partner of choice
3. To monitor and ensure IUCN's relevance in a changing world
4. To stabilize and improve future income
5. To oversee the performance and effective implementation of the IUCN Work Programme 2017-2020 through the One Programme approach

## Areas for improvement of IUCN’s governance identified by the working group established by the Bureau on 15 May 2017

### Introduction

At its 69<sup>th</sup> Meeting on 15 May 2017, the Bureau of the IUCN Council established a small group chaired by Jennifer Mohamed-Katerere, Chair of the IUCN Council Governance and Constituency Committee with Antonio Benjamin (co-chair), Chair of the IUCN World Commission on Environmental Law and the support of Sandrine Friedli Cela, IUCN Legal Adviser and Luc De Wever, Secretary to Council, with the purpose of identifying areas for further improvement of IUCN’s governance beyond the reforms approved by the 2016 Congress and the “Enhanced practices and reforms of IUCN’s governance” approved by Council in April 2016.

The group was requested to report to the Bureau in November 2017 with its findings, following which the Bureau would recommend to Council, for each of the reforms identified, a process with timeline leading to the formulation of concrete proposals including, where required, proposed amendments to the Statutes, Rules and/or Regulations and any other instruments that may be considered necessary.

The Bureau Working Group held two conference calls, on 12 October 2017 and 13 November 2017, and further worked by email correspondence.

The Bureau Working Group presents the results of its work so far in the Table below.

The Bureau Working Group suggests that:

- 1) with the Bureau and Council’s approval, concrete proposals are being developed for a number of reforms, in particular those that are time sensitive, in time for Council’s consideration in April 2018;
- 2) following the 93<sup>rd</sup> Council meeting, members of the previous Council and possibly other individuals/components be invited to signal other issues requiring reform, based on their experience.

Areas for improvement	Required outcome	Timeline	Sources
<b>A - Strategic issues</b> – requiring a proactive approach by designing solutions for mid-to-long-term change in the way IUCN achieves its mission <sup>1</sup> and vision <sup>2</sup>			

<sup>1</sup> The IUCN Programme 2017-20 states the mission of IUCN by reference to Article 2 of the IUCN Statutes: “The objectives of IUCN shall be to influence, encourage and assist societies throughout the world to conserve the integrity and diversity of nature and to ensure that any use of natural resources is equitable and ecologically sustainable.”

<sup>2</sup> The IUCN Programme defines the vision of IUCN as “a just world that values and conserves nature”.

<b>B - Enhanced practices and reforms of IUCN's governance</b> – short solutions to practical organizational challenges based on experience and the desire to increase effectiveness and efficiency			
<b>Structural issues</b>			
B.1 <b>Modify the term “Regional Councillors”</b> in order to clarify that Council members have global responsibilities as opposed to representing regional interests (e.g. by removing “Regional”)	IUCN Members amend the Statutes at Council's proposal [Statutes 20 (h), 38 (d) and consequential amendments]	By electronic vote of IUCN Members prior to or during WCC 2020	Proposal tabled at C/92 Retreat
B.2 Proposal to modify the <b>requirements for establishing Interregional Committees (IRC)</b>	Clarity regarding the conditions for establishing IRC	Clarification or modification of Council decision C/69/54 (March 2008)	Doc C/93/2.7.1.1
B.3 Revise and make more efficient the <b>Commissions' membership renewal process</b> at the beginning of each quadrennium	Commission membership is renewed every 4 years without the need to “abolish” the Commissions	Statutes to be revised by Congress	Commission Chairs
<b>Effective functioning</b>			
B.4 Amend the Regulations to enable Council to appoint <b>thematic Council focal persons</b> as and when required	Council amends Regulation 45 <i>bis</i>	To be approved by Council at 2 consecutive sessions	Proposal tabled at C/92
B.5 Further <b>improve the motions process</b> based on experience / feedback from the 2016 motions process	Amendments to Rules 48 to 73	To be approved by e-vote of IUCN Members in 2018 in order to apply to the motions process 2019-20	WCC-2016-Dec-113
B.6 Provide a <b>process for filling a vacancy for IUCN Treasurer</b>	Procedure and / or amendments to the Regulations	To be approved by Council (in the case of amendments to the Regulations: approval by	Bureau of the IUCN Council

		Council at 2 consecutive sessions.	
<b>Transparency, independence and integrity</b>			
<b>Oversight</b>			
<b>C - Corrections, clarifications, guidelines or procedures required to implement specific provisions of the Statutes, Rules and Regulations</b>			
<p>C.1 Issues related to <b>election procedures</b>: e.g.</p> <p>a. Elaboration of detailed procedures to harmonize the nominations process across all Commissions in order to give full effect to Regulation 30<i>bis</i></p> <p>b. Examine possible solutions to avoid that some constituencies are excluded because IUCN structures the distribution of Regional Councillor seats by regions while it also operates through national structures</p>	<p>a. Council approval of procedures and / or amendment to Regulation 30<i>bis</i></p>	<p>Procedures and (possible) amendments to be effective before the Call for nominations (July 2019)</p>	<p>a. Proposal tabled at B/69</p> <p>b. Correspondence between the Election Officer, the DG, the Chair of the Caribbean Regional Committee and election candidates (prior to 2016 WCC)</p>
<p>C.2 Clarify issues that have been raised regarding <b>National and Regional Committees</b>: e.g.</p> <p>a. The status of International NGO in National/Regional Committees other than the State in which they have their seat</p> <p>b. The status of Commission members in National and Regional Committees</p>	<p>Clarification and / or possible amendments to Statutes and Regulations</p>	<p>Amendments to Statutes to be adopted by electronic vote of IUCN Members prior to or during WCC 2020. Regulations to be amended by Council</p>	<p>a. Doc C/93/2.3</p> <p>b. Question raised by the Legal Adviser with regard to Doc C/93/GCC/2.7.2</p>
<p>C.3 Clarify Regulation 94 regarding the <b>procedures for electronic votes</b> of the IUCN Members based on experience: e.g.</p> <p>a. Specify whether quorum of Article 36 Statutes is achieved when IUCN Members receive the URL;</p> <p>b. Specify whether not responding to a voting question will be regarded as having abstained in the same way as clicking the “abstention” button.</p>	<p>Clarify voting procedures and guidelines; eventually amend Regulation 94</p>		<p>Rulings by the Legal Adviser on issues raised in the “Guidance note on electronic voting” for votes held in 2015-16</p>

<p>C.4 Clarify the provisions regarding <b>membership admission and rights</b>, such as:</p> <ul style="list-style-type: none"><li>a. Inconsistency between Article 12 (a) (iii) (all Members) and Regulation 14 (Members eligible to vote)</li><li>b. Add a provision in the Statutes to explain the meaning of "Member eligible to vote"</li><li>c. Should Regulation 26 also apply to State Members?</li></ul>	<p>Clarify relevant provision in Statutes and Regulations, or amend them.</p>		<p>Experience of the Union Development Group. Note: the Legal Adviser will examine whether these issues can't be resolved / clarified through a legal opinion.</p>
---	---	--	--

## IUCN Councilors Support Concept

---

### Disclaimers:

- IN PREPARATION OF THIS PROPOSAL, I CONSULTED A FEW COUNCILORS ALSO (SO IT'S NOT A SOLO ALI KAKA PRODUCTION!)
- COUNCIL MEMBER PROF. RUSTAM SAGITOV AND MANGAL SHAKYA HAD EARLIER FORMALLY WRITTEN TO THE PRESIDENT OVER THE SAME

### Introduction and rationale

As a membership organization driven and governed primarily by its membership, representatives of the membership are elected at the World Conservation Congress to assume all fiduciary responsibility over the organization in the ensuing four years on their behalf.

At the same time, Councilors carry a heavy responsibility to ensure the membership, mainly but not restricted to, in their regions of origin are kept up to date on the state and affairs of the organization on a regular basis and to carry back their concerns and views to Council or President as the case may be.

This later responsibility requires as much as possible frequent personal contact by way of attending events, functions organized by the members and the periodic meetings of national and regional Committee meetings. A consistent criticism of Councilors by members is the lack of this contact resulting in dissatisfaction over the performance, involvement and contribution of Councilors which is largely unwarranted.

Few Councilors are generously sponsored by their respective institutions and are able to carry out these expected consultations while even fewer spend their own resources to ensure they try to maintain some minimum level of contact.

Where possible and affordable, electronic or virtual contact is another way Councilors use to stay in touch. Needless to say, in many countries this is either too costly or connectivity is poor or both.

It should be considered a right for elected Councilors who require support to carry out this duty to be provided with reasonable level of financial and logistical assistance.

This concept is meant to justify and illustrate the type of support that is needed.

### Requirements and process

- A. Support for Councilors to carry out regional consultations would be for transportation (flights and ground) and a minimal expenditure stipend.

- B. All Council members will be consulted on their requirements where applicable. This information will need to be as accurate as possible. Those who do not have a need for support will indicate as such
- C. Based on information collected, an average of the requirements may be calculated
- D. A simple accounting and reporting template may be developed if necessary

The following options are tabled for discussion and decision:

1. Based on the financial status of the organization, a percentage of the budget may be set out for the Councilors support budget line.
2. A fixed amount per Councilor may be delineated by FAC based on information gathered from (B) or agreed on after informed discussions.
3. A sample consultation may be carried out with respect to regional spread to acquire a reasonable idea of the requirement.

### **Conclusion**

In the spirit of supporting the regional duties of elected Councilors and as a response to the membership of IUCN, it is expected this proposal will be given due respect and seriousness by the FAC.

It is the principle aim of this proposal to show our members that their Councilors are taking their responsibility to them seriously and would like to maintain appropriate and regular contact throughout their term and not only during the election cycle.

**E N D**



73<sup>rd</sup> Meeting of the Bureau of the IUCN Council  
Gland (Switzerland), 18 November 2017

Agenda Item 6

**Additional appointments of members of the Steering Committees of  
IUCN Commissions**

Origin: Chairs of the IUCN Commissions (CEESP)

**REQUIRED ACTION**

The Bureau of the IUCN Council is invited to appoint additional members of the Steering Committees of the IUCN Commissions on the recommendation of the Chairs of the respective Commissions.

**DRAFT BUREAU DECISION**

The Bureau of the IUCN Council,  
*on the recommendation of the Chair of the IUCN Commission on Environmental, Economic and Social Policy (CEESP),*  
appoints the following individuals as members of the steering committee of CEESP, in addition to the appointments made by the Council at its 91<sup>st</sup> ([decision C/91/3](#)) and by email correspondence of the Bureau on 2 October 2017 ([decision B/I](#)):

1. Ms. Pasang Dolma Sherpa (Nepal; co-chair Specialist Group on Indigenous Peoples, Customary and Environmental Law and Human Rights - SPICEH);
2. Mr. Kanyinke Sena (Kenya; co-chair Specialist Group on Indigenous Peoples, Customary and Environmental Law and Human Rights - SPICEH);
3. Mr. Aisa Mustafa Hammadeen (Jordan; Regional Vice-Chair West Asia)
4. Mr. Osvaldo Munguía (Honduras; Regional Vice-Chair Meso and South America)
5. Ms. Elise Huffer (Resident Fiji (citizenship in process), French/ American; Regional Vice-Chair Oceania)
6. [Ms. Yeshing Juliana Upún Yos \(Maya Kaqchikel, Guatemala; co-chair Specialist Group on Indigenous Peoples Customary and Environmental Law and Human Rights – SPICEH.](#)

**New CEESP Steering Committee Appointments  
November 2017**

1. **Specialist Group on Indigenous Peoples, Customary and Environmental Law and Human Rights (SPICEH)**

**CO-Chairs: Pasang Dolma Sherpa (NEPAL), Kanyinke Sena ( Kenya) and Yeshing Juliana Upún Yos**

**Pasang Dolma Sherpa** serves the Center for Indigenous Peoples' Research and Development (CIPRED) as Executive Director and has been working with indigenous peoples of Nepal in relation to climate change education, particularly in the area of indigenous peoples' customary



practices and traditional knowledge in conservation and sustainable management of natural resources and biodiversity since 2009. Ms. Sherpa has been working in the field of livelihood programs, social entrepreneurs, community radios, environmental education and sustainable development after the completion of her Masters in Arts and Philosophy in Development Studies from Kathmandu University in Nepal in different national and international organizations since 2004. She has already served as the representative of indigenous peoples' of Asia and Pacific to the Policy Board of UN-REDD for 3 years and to the Participant Committee of Forest Carbon Partnership Facilities (FCPF) World Bank for 4 years, member of the REDD Working Group (WG) of Ministry of Forest and Soil Conservation (MoFSC) of Nepal for 8 years, co-chair of International Indigenous Peoples' Forum on Climate Change (IIPFCC) for one year and national coordinator of climate change global partnership program of Nepal Federation of Indigenous Nationalities (NEFIN) for 8 years in Nepal. Ms. Sherpa has been closely following the negotiations of UNFCCC since 2009 as a member of IIPFCC.

**Kanyinke Sena** is Ogiek from Kenya. He is an expert on Indigenous Peoples rights and served as chairperson of the UN Permanent Forum on Indigenous Issues and currently serving as member of the African Commission Working Group on Indigenous Populations and as Kenya Advocacy Officer, Minority Rights Group, International. He previously served as a member of Conservation International's Indigenous Advisory Group (IAG) and as the East Africa Regional Representative for the Indigenous Peoples of Africa Coordinating Committee (IPACC), where he spearheaded Indigenous Peoples engagement in REDD+ in Africa. He has also served in the UNREDD policy board, REDD+ Social and Environmental Standards Committee and spearheaded multi-stakeholder consultations in the preparation of REDD+ readiness packages for Kenya and Uganda serving as a Consultant for the Forest Carbon Partnership Facility (FCPF). He has a Doctorate degree in Law from the University of Arizona, USA and his thesis focused on indigenous Peoples rights in the context of carbon credit schemes in Kenya.

He is law lecturer, Egerton University in Kenya and Kenya Advocacy Officer, Minority Rights Group International. Former, member and chairperson, United Nations Permanent Forum on Indigenous Issues.

**Yeshing Juliana Upún Yos** is a Mayan Kaqchikel woman from Guatemala. She is beginning her career in law and is an advocate of Indigenous Peoples and women rights. Her focus has been on the collective rights of Indigenous Peoples, especially as they relate to natural resources and sustainable development with a focus on biodiversity conservation based on traditional knowledge. In addition she has also worked on the following issues: Mayan Peoples rights and Maya Women rights; Maya development, communal management of lands and bio-cultural territories, forests, biodiversity and management of collective areas by indigenous people; the Kaqchikel Volcanic Chain; and climate change. Ms Yeshing is currently a coordinator for Indigenous Peoples Rights of Sotzil Association based in Guatemala. Sotzil has undertaken numerous technical and political activities relating to indigenous peoples and their collective rights at a local, national, regional and international level. Her experiences demonstrate her commitment to indigenous peoples, their spirituality, traditional knowledge, language, culture, and identity.

## **2. Regional Vice Chairs:**

### **West Asia: Aisa Hammadeen**

Aisa Mustafa Hammadeen has over ten years' experience in legal works and researches. He holds a lawyer's license from the Jordan Bar Association. He has written and lectured on legal

topics relating primarily to environmental law and human rights and participated in many conferences. His research interest includes Environmental law, and human right. He worked as a legal advisor in an environmental project between Jordan, Syria and Lebanon. He is also the owner and founder of the Life Center for Legal Studies and Researches. Aisa M Hammadeen is a member in several nonprofit organizations. He is a member in IUCN Environmental Law Centre (ELC), and IUCN World Commission on Environmental Law (WCEL). He is also a member in the Jordan Environment Society. He earned his Master's degree in law in 2005 and Bachelor's degree in Law in 1999.

### **Meso and South America: Osvaldo Munguía**

Osvaldo Munguía is co-founder of MOPAWI (1985 – IUCN Indigenous Peoples' Organisation Member) and its director since 1990. He was part of team leading the defence of the Moskitia region against three threats to indigenous peoples territory: i) A Concession granted to Stone container on one million hectares of forest territory to 40 years (1991); ii) An Executive Decree for Induced Settlement of one hundred thousand people on Sico-Paulaya Valley next door to Rio Platano Biosphere (1995); iii) The Concession granted to Harza and Panda companies, to build the Patuca II Dam on the Patuca-Tawahka Biological Corridor (1997-1998). The three defence campaigns were successful. Those projects were not carried out. This was key to obtain territorial titles in favour of La Moskitia Indigenous Peoples. He studied forestry at ESNACIFOR, Honduras (1977-1979); a Diploma on Silviculture at the Institute of Forestry, University of Oxford (1982); and a Masters degree In Community Economic Development at the New Hampshire College (1989-1990). He speaks Spanish, Miskitu, and English.

### **Oceania: Elise Huffer**

Elise is originally half French and half American and has been in the Pacific for 30 years. She is Culture Adviser in the Social Development Program of the Pacific Community (SPC – IUCN NGO Member), the oldest intergovernmental regional organization in the Pacific. In this role, Elise is responsible for promoting culture and the culture sector in the Pacific Islands region, working directly with governments, non-governmental organizations and other regional and international agencies. Some of her major areas of work are the development of cultural policy; the promotion of Pacific cultural industries; support for the preservation and promotion of cultural heritage, and the advancement of development and conservation policy which integrates cultural knowledge, norms and values. Prior to joining SPC, Elise designed and coordinated the Pacific Studies Postgraduate Program at the University of the South Pacific (a regional university which has 12 member States) and was responsible for the Institute of Pacific Studies Publications. During her 11 years at the USP, Elise's research was focused on Pacific norms of governance and development, gender and culture. Elise was Co-Chair of CEESP's Theme on Culture and Conservation from 2009 to 2016. Elise has two daughters, a husband, is an avid outrigger canoe paddler, an ex-international rugby player and is learning how to raise horses.



## 73<sup>rd</sup> Meeting of the Bureau of the IUCN Council

### *Agenda Item 7*

#### **Recommendations from the Ethics Committee of the IUCN Council**

Origin: Chair of the Ethics Committee

##### **REQUIRED ACTION:**

The Bureau is invited to express its support for the amendments to the Code of Conduct for IUCN Councillors which are consequential to the Conflict of Interest Disclosure Form approved by the Ethics Committee and will be submitted to the Council for adoption.

1. As announced in the report of the Ethics Committee to the 69<sup>th</sup> Bureau Meeting (May 2017), the Ethics Committee, based on its authority as per the Code of Conduct for IUCN Councillors, has approved a Conflict of Interest Disclosure Form which Council members will be required to sign / submit on an annual basis.
2. The Disclosure Form requires two amendments to the Code of Conduct itself which the Ethics Committee will propose to the Council for adoption.
3. The Bureau will be invited to express its support for these amendments.
4. Following a request of the Bureau (71<sup>st</sup> Meeting, August 2017), the Ethics Committee suggests to recognize the disclosure process in the Performance Commitment for IUCN Councillors proposed by the GCC.
5. Enclosed herewith is the message which John Robinson addressed to the President on behalf of the Ethics Committee on 31 October 2017, introducing the Disclosure Form as well as the draft amendments to the Code of Conduct and to the Performance Commitment which are all attached to John Robinson's note.

**From:** [John Robinson](#)  
**To:** [ZHANG Xinsheng](#)  
**Cc:** [AMIN ASLAM Malik](#); [KAKA Ali](#); [TIRAA Anna](#); [DE WEVER Luc](#)  
**Subject:** Conflict of Interest disclosure - for Bureau consideration  
**Date:** 31 October 2017 21:14:26  
**Attachments:** [Annex 2 to the Code of Conduct for IUCN Councillors - Conflict of interest disclosure form 23 Oct 2017.pdf](#)

---

Dear Mr. President,

On behalf of the Ethics Committee, I would like to table the following documents for discussion at the upcoming Bureau meeting. These documents propose amendments to (1) the Code of Conduct for IUCN Councillors, including a draft Conflict of Interest disclosure form attached as an annex and (2) the Performance Commitment for IUCN Councillors, to take into account the Conflict of Interest disclosure form. The Ethics Committee requests that the Bureau notes the proposed amendments and forward, hopefully with support, the proposed amendments to the full Council for discussion and consideration of the proposed amendments. Vice Presidents Amin Khan and Ali Kaka are members of Bureau and can introduce the proposed amendments, but let me provide some additional talking points.

### **Conflict of Interest Disclosure Form**

The Conflict of Interest Disclosure Form seeks to follow best practice in corporate and not-for-profit boards.

- If adopted, the amendments would request Councillors to provide "self disclosures", which would require Councillors to make a decision if there are any circumstances associated with their service on the IUCN Council that might be a perceived or real conflict of interest. In other words, the details of disclosure would be made by the Councillor. Council Members, through this form, would inform the Ethics Committee of any conflicts and withdraw from participation in any decision-making concerned with the matter.
- The form requests Councillors to (1) identify any business transactions, and (b) identify any role which might impair one's ability to act in the best interests of IUCN. What this process tends to do therefore is (a) encourage Councillors to think about whether they have a conflict of interest, and (b) protect them (and IUCN) in the event of a complaint.
- All Councillors would fill out the form once a year, probably at a designated Council meeting, and return the form to the Chair of the Ethics Committee. Regular submission of this disclosure form is standard good practice and would keep disclosures up to date. The disclosure forms would not be available to anyone outside the Ethics Committee, but would be archived by the Secretary of the Council.
- The role of Ethics Committee is to help advise Council Members of how to treat conflicts of interest through the disclosure submission process (it is not to 'police' any real or perceived conflict of interest). This would also be an opportunity for Council Members to seek the advice of the Ethics Committee on whether or not to recuse themselves from any decision-making. In the event that there is an external complaint about a perceived conflict of interest, then the Ethics Committee would refer to the the disclosure form to inform their deliberations before reporting back to the Council with its recommendations.
- The form itself would be an Annex to the Councillor Code of Conduct.

### **Performance Commitment for IUCN Councillors**

The disclosure process would be recognized in the Performance commitment, and there is a suggested amendment to the Performance Commitment to recognize this..

### **Code of Conduct for IUCN Councillors**

There are two amendments to the Code of Conduct that recognizes this disclosure process.

I attach the proposed annex to the Code of Conduct, and amendments to the Code of Conduct and to the Performance Commitment. I am available to answer any questions.

John

--

John G. Robinson, Ph.D.  
Executive Vice President, Conservation & Science  
Wildlife Conservation Society  
2300 Southern Boulevard  
Bronx, New York 10460 USA

Tel: [+1 718 220 7165](tel:+17182207165)

Fax: [+1 718 220 1389](tel:+17182201389)



## **Conflict of interest disclosure form**

### **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 c/o Secretary to Council (**email address**) by (**deadline**) or before the end of the Council meeting during which the form has been distributed. Hard copies should be sent under a sealed envelope marked “Interest Declaration Form” by postal mail to (**address**).

The disclosure forms will not be distributed outside the Ethics Committee whose members will use the information only for the purpose of carrying out their mandate under the Code of Conduct.

If you have any questions, please contact the Chair of the Ethics Committee (**name, email address and telephone number**).

### **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” as family members including spouse, domestic partner, ancestors, siblings (whether of whole or half-blood), children, grandchildren, and great grandchildren; and the spouses of siblings, children, grandchildren, and great grandchildren.

“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, licenses, loans, and arrangements for the performance of services.

## 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 [*c/o Secretary to Council?*] (**email address**) by (**deadline**). Hard copies should be sent under a sealed envelope marked “Interest Declaration Form” by postal mail to (**address**).

**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 components<sup>1</sup>:**

---



---

**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:

<sup>1</sup> “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).

## Amendments to the Code of Conduct for IUCN Councillors

1. In PART I – Definitions, add the following clauses:

“Close relatives” means family members including spouse, domestic partner, ancestors, siblings (whether of whole or half-blood), children, grandchildren, and great grandchildren; and the spouses of siblings, children, grandchildren, and great grandchildren.

“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, 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” means transactions including, but not limited to, contracts of sale, leases, licenses, loans, and arrangements for the performance of services

2. In PART IV – Conduct, section a. Disclosure of Interests:

- Amend the following paragraph as follows:

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 Annex 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.

3. In PART IV – Conduct, section b. Conflicts of Interest:

- Amend the following paragraph as follows:

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.



## Performance Commitment for IUCN Councillors

(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; and
  - c) participating in subcommittees and Task Forces of the Council, whether as assigned by the President or on a voluntary basis.

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.
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.

Signature of IUCN Council member

Date