



INTERNATIONAL UNION FOR CONSERVATION OF NATURE

94th Meeting of the IUCN Council
29 April - 2 May 2018
IUCN Headquarters, Gland (Switzerland)

Summary Minutes

[Approved by Council members in conformity with Regulation 52]

Present: see Annex A attached hereafter.

Notes:

- a. Unless stated otherwise, all decisions of the Council were adopted by consensus.
- b. To avoid unnecessary repetition, the present summary minutes do not summarise presentations if their content is reflected in documents or PowerPoint presentations referred to hereafter as Council documents and published on IUCN's website.
- c. The numbering of decisions and annexes follows that of the decision sheet of the 94th Council meeting which has been published as a separate document before approval of the present summary minutes. Decisions may therefore not follow in numerical order in the present summary minutes.

Tuesday 1 May 2018 from 9:15 to 14:00 – FIRST PLENARY SITTING

Agenda Item 1. Opening remarks by the IUCN President and approval of the agenda *[Council documents C/94/1 Draft Agenda of the 94th Council meeting v6.1 dated 30 April 2018 and C/94/1/2 Comments from IUCN Members on the draft agenda of the 94th Council meeting]*

The IUCN President welcomed members of Council, the Director General and Secretariat, the Regional Directors and staff, and the Chairs of the IUCN Commissions. He expressed his appreciation of the excellent, and very necessary, work undertaken by the three Standing Committees in the days preceding the Council meeting. Allowing the Committees to meet individually before coming together in a plenary has increased productivity and efficiency, while engaging the three pillars of IUCN to work together. He continued by commending the six Chairs of the IUCN Commissions who had prepared comprehensive reports for Council, as well as the task forces which had also worked very hard. He reported that he had had some constructive conversations with the Commission Chairs regarding their upcoming evaluations prior to the next Council; they recognise that these evaluations are important and the process had been democratic and transparent.

The IUCN President continued by expressing his thanks to Council members who had travelled from far away, and who had taken time from their busy schedules to attend this meeting. He indicated that four Councillors had asked to be excused:

- Michael Hošek, for family reasons, who had given proxy to Tamar Pataridze
- Shaikha Salem Al Dhaheri, due to other commitments, who had given proxy to Ayman Rabi
- Carlos César Durigan, due to professional commitments, who had given proxy to Jenny Gruenberger
- Rustam Sagitov, due to health reasons, who had given proxy to Ali Kaka

The IUCN President informed Council that as a result of discussions at dinner the previous evening, he would open Agenda Item GCC13/3.1 (part of the GCC report to Council) before Agenda Item 4 so that Councillors who had to leave early could take part in the discussion concerning the next IUCN World Conservation Congress. All comments and proposals had been incorporated as explained in the notes from the Secretary. As required by Council's Transparency Policy, the draft agenda had been distributed to all IUCN Members – which had yielded no proposals for the agenda. He then invited Council to approve the agenda of the Council meeting.

COUNCIL DECISION C/94/1

The IUCN Council,
adopts the agenda of its 94th Meeting (version 6.1 dated 30 April 2018). (Annex 1)

The IUCN President then formally welcomed the new IUCN Treasurer, explaining the appointment process that had taken place. Councillors had been asked at the Council meeting in November to send their recommendations to the President. A subsequent letter was sent to remind Councillors of the deadline. Following lengthy deliberations, the Treasurer Search Committee recommended one candidate to Council, and Council members were strongly urged to respond to the message inviting them to approve the recommendation. Mr Nihal Welikala was endorsed by Councillors as the new IUCN Treasurer. The President thanked both the Search Committee for their commitment and professionalism, and the interim Treasurer Rick Bates whose dedication was very much appreciated. The floor was then given to the IUCN Treasurer, who said that he was honoured to have been chosen.

The IUCN President continued by reflecting on how IUCN can contribute to a conservation movement that continues to move ahead at a time when rapid developments on the technological, social and economic fronts are creating much uncertainty. We need to rely on our expertise, and we have a responsibility to work together in harmony and unity in these challenging times. The world economy is changing and uncertain, presenting risks but also opportunities for green growth

and development. 2020 will be a crucial time for the SDG 2030 agenda as well as for the Paris Climate Change Agreement. 2030 will be another critical time. On the one hand, the conservation movement is going strong and dealing with climate change, with many countries from both North and South delivering on their promises. On the other hand, challenges still remain with countries pulling out of the agreement or not even recognising the climate change issue. Technology transfer and capacity building are other challenges that need to be solved. To summarise, there are good stories to tell, but there are also alarming signals, and Council must consider the whole picture when thinking strategically. Second, France is totally committed for the 2020 World Congress and we need to make a decision at this meeting. Third, this is the half-term for Councillors, and there needs to be active participation in the meeting as there are only two years left in this term.

Agenda Item 2. Report of the President and matters brought forward by the Bureau [*Council document C/94/2 Bureau decision B/74/1*]

The IUCN President began his report by reiterating that Bureau has been given the authority to take decisions between Council meetings, but that Council makes the final decision – hence, a very democratic process. He informed Council that following the Bureau meeting of 28 April 2018, there was one decision submitted for Council's endorsement: the appointment of additional members to the CEC Steering Committee. Bureau decision B/74/1 had been circulated to Councillors on 29 April 2018 with the explanation that in case the Bureau meets immediately prior to a Council meeting, it is the practice for decisions of the Bureau to be submitted to the Council for endorsement instead of validating them through the no-objection procedure which would take between 2 to 3 weeks.

COUNCIL DECISION C/94/2

The IUCN Council,

Endorses decision B/74/1 - Appointment of additional members of the Steering Committee of the IUCN Commission on Education and Communication (CEC), adopted by the Bureau of the IUCN Council at its 74th Meeting on 28 April 2018:

The Bureau of the IUCN Council,

On the recommendation of the Chair of the IUCN Commission on Education and Communication (CEC),

Appoints Mr Florent Kaiser (Youth Engagement and Intergenerational Partnership Representative), Mr Firas T. Abd-Alhadi (IUCN CEC Regional Vice-Chair for West Asia) and Ms Karen Keenleyside as additional members of the Steering Committee of CEC.

The IUCN President continued explaining that the appointment of the new Treasurer had already been approved by Council by email, but in order to communicate the decision and respect the requirements of Council's Transparency Policy and Swiss law, the decision, for which the wording had been prepared by the Secretary, needed to be recorded in the minutes of the meeting. This decision contains an additional paragraph proposed by the Legal Adviser, namely to register the new Treasurer in the Swiss Register of Commerce (the equivalent of Company House) with the authority to sign on behalf of IUCN with joint signature. The Legal Adviser's proposal is based on the practice of the Council to appoint the President, the Treasurer and the Councillor from Switzerland as members of Council with the authority of the Council for any two of them to sign jointly on behalf of IUCN.

COUNCIL DECISION C/94/3

The IUCN Council,

Records the adoption, by email correspondence, of the following decision:

The IUCN Council,

On the recommendation of the Search Committee for the Treasurer of IUCN established by decision B/73/1 of the Bureau (73rd meeting, November 2017),

Decides to appoint Mr Nihal Welikala as member of Council and Treasurer of IUCN, effective 23 April 2018, for the remainder of the term 2016-20;

Thanks Mr Rick Bates, member of Council, for his diligent work as Acting Treasurer in the interim period.

And, in order to comply with relevant legal and administrative requirements of the Registre du commerce du canton de Vaud,

Decides to grant Mr Nihal Welikala, following his appointment, the authority to sign on behalf of IUCN with joint signature (signature collective à deux).

The IUCN President recalled that the Bureau's meeting agendas and documents are sent in advance to all Councillors allowing them to provide input. In the interest of time, he did not report on all agenda items of the 74th Bureau meeting. Bureau has more time to study important issues, enabling it to present sound recommendations to Council which is the final decision-making body. The discussions at Bureau were very constructive, and covered how to enhance leadership, as well as how to improve service to membership, ensuring that their voices are brought up and Council decisions are brought to the attention of our constituency. Bureau members also had a productive discussion on the deliberations of the working group co-chaired by Jennifer Mohamed-Katerere and Antonio Benjamin on how to enhance IUCN's governance.

While the IUCN President did not report on all his trips, he did remind Councillors that even on non-IUCN trips he takes the opportunity to visit IUCN Members, National and Regional Committees and Secretariat offices and speak about IUCN, and encouraged Councillors to do likewise reiterating that IUCN can better represent its Members and provide service to them if we learn about and understand their needs and challenges. E.g. while at the World Water Forum in Brazil in March 2018, he visited four Member organizations.

Agenda Item 3. Report of the Director General (DG) [C/94/3 PPT Report of the Director General to Council]

The Director General (DG) began her report with slides informing Council that at the last Council meeting in November 2017, she had reported on the full year and presented her objectives for 2018. She reminded them of the eight priority areas that are in her workplan and for which she reports back to Council. [See C/94/3 PPT Report of the Director General to Council for the slides which are not repeated here]

The Director General then summarised changes she has implemented in her efforts to further professionalise the organisation, mentioning that she considered the Union to be on an upward trajectory and thanked the Council for its continued support. The programme and project portal is now available and provides a clearer picture of the activities of the Union. Baselines, results and metrics are now in place. Progress is now being made on measuring engagement with membership. Office and programme deficits are no longer accepted and can no longer be offset by the rest of the organisation. While previously, IUCN had the practice managing its policies by exception, IUCN now have clarity of vision and a predictability of use. While previously the Union was deeply fragmented, with staff working in clusters having no clear idea of how they fit within their broader community of practice, there is now a matrix organization in place with staff gathering on their community platform to exchange and discuss. Likewise, a previously fragmented setting with regards to donors has been replaced by a clear view of IUCN's total engagement with donors. Commission support has been enhanced through the creation of an integrated Commission Support Unit.

In view of the broader international attention to the issue of sexual harassment, the Director General highlighted, in particular, a course of action to raise awareness at all levels and stamp out any and all sexual harassment in IUCN that might occur in the Union. In so doing, she recalled her commitment to the International Gender Champions; recalled the message she released on the occasion of International Women's Day; highlighted the administrative instruction she issued to all staff recalling zero tolerance of bullying, harassment - sexual or otherwise -, abuse and retaliation (as per IUCN Code of Conduct); informed that the issue had been discussed by the Leadership Team; and that training would be rolled out by the end of the year.

Following the Director General's report, Council members made the following points:

- Numerous Council members expressed their appreciation of the DG's comprehensive report, which was both optimistic and realistic, as well as for the balanced budget, which will serve to increase Member confidence. Appreciation for the progress on internal processes was also forthcoming, as these allow an organization to employ adaptive management practices when necessary.
- One Councillor requested additional information about moving from retail to wholesale, as discussed at the November 2017 Council meeting. It would be useful to understand the plan to shift to GCF and GEF funding, and how this could be used to assimilate Members into the Programme rather than compete with them.
- Appreciation was expressed by one Council member for the work the DG did in renewing the relationship between Senegal and IUCN, so crucial in strengthening the programme in West Africa.
- The Chair of FAC concurred with the DG in congratulating the Directors of the Regional Offices of West Asia, Mr Fadi Shraidah, and Asia, Ms Aban Marker Kabraji, for all the work they have done to successfully bring in three new State Members from Lebanon, Egypt and Myanmar.
- Despite initial scepticism, a Commission Chair expressed his satisfaction with the Secretariat support given to Commissions, although there still remain issues to work out.
- Concern was raised about the lack of knowledge available to Councillors concerning events which the Secretariat is supporting globally and in their region, or concerning senior members of the Secretariat visiting their region. As a consequence, Councillors cannot provide their assistance, nor can they leverage this with Members. The DG has made the commitment in the Bureau to address this issue, but it is desirable to have a formal policy established by Council.
- The IUCN President confirmed that the request for an event calendar and for information about travel schedules had been raised in the Bureau and that the Director General will take the lead in providing a proper mechanism. He added that he always informs the Council member(s) of the region he is visiting and tries to meet with them and if this is not possible, he arranges a Skype meeting. He also considered it important that Councillors reach out to the Government and NGO Members of their region, and that when senior staff visit a region, the Councillors concerned will be informed.
- Several Councillors raised questions regarding IUCN's outreach to the private sector and youth. Reaching out to the business and private sector are important for nature conservation and IUCN also, and a request was made to have more information on this included in the DG's report. As for outreach to youth, it was agreed that motivating young people to contribute is crucial; we should acknowledge the work done in this area and continue to encourage further participation.
- A number of Councillors raised the issue of increased membership engagement. While appreciation was expressed for the work done in increasing State Members, there is a need to reach out to Regional Committees and other Members as well. IUCN Regional Offices should strive to work more closely with Members. Increased engagement in Kenya has led to an eagerness on the part of the new Parliament to work with IUCN. Likewise, contact made with a judge in Tanzania has motivated him to become part of the WCEL Steering Committee.
- One Councillor felt strongly that the work done by women should be acknowledged, but reiterated that much work is still needed to recognise them. She asked that every woman in the room stand so that the men could applaud these women who uphold the organization. The DG expressed her appreciation of this gesture as well as her commitment. The Councillor continued by appealing to Council to put the issue of governance by women on further agendas.

- While there is much good work already being done by many programmes, there is a particular need to scale up the Bonn Challenge, as it will deliver many benefits. Not only will it help to reduce deforestation, but it will encourage our government and State Members to live up to their commitments. One tangible benefit of the Bonn Challenge is that Rwanda has become a State Member. The trend we've been seeing towards lower Member engagement can be turned around if IUCN continues to deliver results. Visible results will foster confidence in IUCN.
- Appreciation was expressed by several Council members for the fact that IUCN is taking the issue of sexual harassment seriously. A Councillor reminded the Council that sexual harassment can occur anywhere in the Union and asked Council members to be equally vigilant in this regard.
- Appreciation was expressed by one Councillor on the progress made on internal processes, as requested at the last Congress. A good strategic planning and reporting tool can increase the efficiency and effectiveness of an organization, although it is important to remain flexible when necessary to avoid becoming too bureaucratic.
- A question was raised as to whether or not the annual progress report that was discussed in the PPC will be available to Members as a Council document. This is a good reflection of the results of the change process and Members should have the opportunity to see it.
- Several Councillors inquired about the status of the change process and queried the apparent decrease in staff numbers.
- The DG's report called for thinking forward to 2024, and one Councillor expressed interest in having some time at future meetings of Council to consider how IUCN will organize itself in order to embrace new technologies such as the digital economy, IT and artificial intelligence. A scenario planning exercise with Councillors might be beneficial. Another voiced the opinion that IUCN should not ignore the food and agriculture sector, and in fact the Union should show leadership in this area.

Responding to questions and points raised by Council members, the Director General made the following points:

- One of the DG's slides showed an upward trend from retail to wholesale. However, it must be remembered that a portfolio of projects generally has a five-year "tail", as many of the on-going projects were designed and approved some five years ago, making for portfolio shifts change to take some time to take root. The Union's advantage is in doing larger programmatic engagements that can involve Members. The DG reminded the Council that the GCF and GEF are directed toward States, but they see IUCN as bringing something unique – the link to Members. The DG emphasised that engaging with Members is not just a contractual issue, but it is one of the many dimensions that needs better measurement.
- The DG thanked Mamadou Diallo for his leadership in renewing an expired international agreement with Senegal, extending IUCN's rights and privileges to operate in the country. She commended also the PACO Regional Director for the approval by the World Bank of an US\$ 8m project on coastal zone management in Western and Central Africa. Having now secured the new open-ended host country agreement with Senegal, the project will be based in Dakar.
- The DG agreed that more progress will be made on apprising Councillors of the calendar of events, and a process will be set up to do this. Councillors, including Commission members, are also encouraged to inform the Secretariat of events in their regions in order to facilitate Secretariat support and involvement as appropriate.
- The DG committed to providing more information about the private sector in her reports. Regarding youth engagement, she agreed that there are many things that can be done to promote stronger engagement with the next generation, emphasising that we should challenge ourselves as a Secretariat, as Commissions and as a Council to stand up for stronger engagement with youth.
- The DG thanked Councillors for their comments regarding membership engagement and explained that what is available now is an aggregated number, but she hopes to have disaggregated numbers soon. The portal can already track contractual engagements and these can be disaggregated. As the portal expands, and as resources become available, the plan is to build tracking of non-contractual engagement into the Portal.
- In response to the issue of gender balance, the DG agreed that while it is a very important issue in IUCN, she noted that opportunities for changes in staff demographics only occur when an employee leaves the organization or if new positions are created. Given that research demonstrates that organizations become more gender-attuned with gender parity, the Secretariat will continue to strive to engage the strong female talent into its cadre. The DG urged the Commissions and the Council to do likewise.
- The DG expressed her thanks for underlining the importance of the Bonn Challenge, and how this can be an incentive both for potential Members to join or current Members to be energized. She conceded that IUCN would certainly not be in Rwanda had it not been for the activities under the Bonn Challenge.
- The DG's appreciation was forthcoming to those who highlighted the sexual harassment issue. World views on this are changing and it is up to all of us to stand up to inappropriate actions; everyone has a role to play in stamping this out.
- Councillors were thanked for recognising the work that Regional Offices do with Members. This has been one of IUCN's strengths since the beginning, and the more IUCN does in the Regions, the more Members become committed. She therefore thanked her Regional and Global Directors for their efforts to reach Members.
- With respect to the reporting framework, the DG noted that progress is definitely being made, but that further improvement will be rolled out with the 2018 Annual Work Plan which allows for a more trackable reporting.
- In response to the question on agriculture, the DG noted that Jonathan Davies is working on a paper for outlining IUCN's current support for the agriculture/conservation interface. The DG expressed her view that IUCN needs to think on a big scale. The Earth's population is expanding, and we know that agricultural practices are part of the drivers of loss. To halt biodiversity loss, IUCN must address solutions towards a biodiversity-positive agriculture.

- The DG noted that all documents post-Council are available on the IUCN website, including the annual progress report.
- Responding to the query about the change process, the DG reminded Council that change is constant. A big thrust was made at the beginning of the change process, but what remains to be done will be done with less “noise”. Regarding a slight decrease in overall staff numbers, this is largely a function of projects closing and project staff thus departing. She noted that project staff are largely a function of project numbers. A number of large projects had recently been signed which will then lead to an increase in staff numbers.
- In response to the suggestion regarding AI (artificial intelligence) and the fourth industrial revolution, the DG mentioned that a lunchtime session could be organized at some point to explore these topics and the global impact of these developments on the conservation world, as well as how IUCN might engage.

Agenda Item 7.2 Report of the Governance and Constituency Committee (GCC)

Date and place of the IUCN World Conservation Congress 2020 (Point 3.2 of the Report) [Council document C/94/7.2 - Report of the GCC to Council; see also Council document C/94/GCC13/3.1 and Appendices]

At the invitation of Jennifer Mohamed-Katerere, Chair of GCC, Global Director, Union Development Group, Enrique Lahmann and Pamela Grasmann, Congress manager, both members of the evaluation team, presented a brief summary of the proposal.

The French proposal was composed of 248 pages, including letters from the President of France, the Ministry of Foreign Affairs, different levels of government and civil society, and IUCN Members including the National Committee, all expressing their support. All elements of the formal assessment were completed, and it was possible to proceed to the technical evaluation. Twenty different elements are included in the evaluation, and each received a rating by the team. The financial commitment from France is very generous at 23.8m Euros, including significant money for sponsored delegates. IUCN will need to fundraise for CHF 6m, an amount similar to the last Congress. France has agreed to tax exemption for registration fees, but not for Forum booths.

Regarding transportation and hotels, Marseille is well equipped in both areas. There are 96 direct flight destinations to 25 countries. The conference centre is well located at 20 minutes from the city centre. There are two metro lines, one directly to the venue. There are many hotels, scattered around the venue, the train station, the old port and the seaside. The conference centre is large enough to satisfy all needs. Rather than one large building, the site includes several buildings around a large open space. France has committed to upgrading some of the outdated buildings before the Congress. There are no suppliers at the venue, so this will be up to IUCN. Regarding visas, France is a Schengen country which should facilitate the visa process for many delegates; in addition, they have a special visa process with a dedicated contact point for large events. The issue of sustainability was studied, as IUCN received a high sustainability certification for the Hawai'i Congress and it is important to retain it. France has traditionally had strong commitment to sustainability; it has a national biodiversity strategy and is a Party to the Convention on Biological Diversity (CBD). The risk assessment undertaken covered health issues, the venue itself and potential suppliers. Other organizations that have used this site were also contacted. Potential risks that can be seen on a risk heat map are labour law requirements (service suppliers, potentially IUCN staff), terrorist attacks, visa issues and strikes. For other similar events France has implemented strong measures to manage these risks.

In its proposal, the French government has suggested two possible dates, 11–19 June and 1–9 September, although their strong preference is for June for political, logistical and security reasons. A letter from the French Ministry of the Environment stressed its commitment for both dates, but they have expressed the opinion that June would be preferable. The Secretariat prepared a table for review by the GCC and Council listing the pros and cons of each date. The most important ‘pro’ for the month of June is that the French government is planning to convene a Heads of State Summit, and this could provide an opportunity for IUCN to have high-level delegates attend the Congress. The biggest concern about this date is that there will be 2.5 months less to prepare. However, July and August are major vacation months in France and this might affect the supply of services. A large soccer event in September might complicate the logistics and reduce IUCN's visibility.

In summary, the proposal was very good, commitment from France is excellent, the negotiations of the host agreement have been successful, and the Secretariat is comfortable in recommending Council to go ahead. A video message by Nicolas Hulot, Minister for an Ecological and Solidary Transition, was then projected. The Minister emphasised the strong collaboration that France has had with IUCN, reminding us that IUCN was founded in 1948 in Fontainebleau, France. Over the years, France has had four Framework Partner agreements with IUCN and contributed 8.8m Euros. He reiterated that France seeks to have a positive impact on biodiversity, and that the country works diligently to put biodiversity on the global map. To achieve this, two important events are planned for 2019: (1) France will be hosting the 7th IPBES meeting in May, and (2) France will assume G7 presidency, which provides an opportunity for highlighting the importance of biodiversity. An IUCN Congress in June 2020 would further allow for influencing on a successful outcome of CBD COP 15.

The GCC Chair Jennifer Mohamed-Katerere continued by stating that the evaluation of the proposal for Congress was not an easy task. The GCC understands the political aspirations of France; both hosting IPBES and taking on the G7 presidency in 2019 make the possibility of having the IUCN Congress in 2020 an immense opportunity for them. Although June is their preferred date, France has promised to do its best to make the Congress a success should the date be in September. The Chair then summarised some of the issues considered by the GCC. They began by looking into how this proposal ranks in comparison to previous proposals, and found that the ranking compared favourably to Hawai'i, despite the new criteria that

have been added. They looked into the financial commitments made by both parties; they considered the issue of conflicts with other important events (UNFCCC COP, CBD COP and CMS); they discussed security and risks and were satisfied that France will make the appropriate arrangements to ensure the safety of the Congress. The Committee also looked at the logistics regarding accommodation and visas, particularly from Africa.

The GCC emphasised that despite France's ambition, IUCN's first responsibility is to its Members. The GCC, by majority, expressed concern about June as the possible date, due to the fact that Council meets only twice per year; this will make it difficult to complete the work that the GCC has undertaken on behalf of Council, e.g. the reform of the motions process, the Membership Strategy, the membership dues process and governance reforms. A further concern was that holding the Congress in June would shorten the term of Councillors by three months. The Chair initially wanted to bring the decision back to the plenary, but upon reflection, asked each member to voice her/his opinion: six members of the GCC accepted France as the host country with the preferred date in September, three members accepted France as the host country with a date in June, and one member abstained. The GCC recommended to Council to accept France's proposal to host the Congress in September.

The President, seconded by many Council members, thanked the members of GCC for their time and efforts, as well as Enrique Lahmann and the members of the technical assessment team and, last but not least, appreciated the generous proposal of the French Government.

During the ensuing discussion, the following comments were made:

- Finding a generous host is not always easy. The CBD would like to replicate the success of the Paris Agreement. Momentum must be built up and a serious treaty drafted, as the CBD is only a framework agreement holding insufficient obligation for countries to report back on the measures they take. The CBD would like to make use of the presidency of China at COP 2020 to formulate a Beijing Agreement that will replace the Aichi Targets and the CBD strategy that will end in 2020. June is the only moment that IUCN can play an important role and be relevant for the next Beijing Agreement. IUCN needs time for its Congress outputs to be available so they can filter into the CBD COP. In terms of branding and positioning for the Congress, to have both IUCN on the podium at a Heads of State Summit and the presence of Heads of State at the Congress would be an asset. France is taking on a leadership role in the face of a general abrogation of States' commitment to conservation. IUCN should support France under the terms it sets out and convene the Congress for June. Ignoring the advice from the host may entail a reputational risk for IUCN. A good relationship with France as one of IUCN's major framework donors at the time of renewal of most Framework Partner agreements might have a positive effect on other Framework Donors.
- With reference to the China-USA statement that made major impact on the Paris climate change negotiations, a joint China-France statement with high impact on the CBD, for which IUCN's Congress could be a platform, should come out in September, as close as possible to the CBD COP. September is also the ideal time for high social media impact. The June date would leave less time for fundraising for the CHF 6m shortfall. The standing committees as well as the Commissions would not have sufficient time to fulfil all of their commitments should the Congress be held in June. However, the PPC had considered that its work was doable under both options, and a Commission Chair explained that the Commissions were able and willing to adjust their work plans to suit the date of Congress. IUCN has held Congresses and General Assemblies between June (even February) and November with no apparent impact on Council's work.
- It was noted that Council had not been involved in the evaluation process at an early stage and hence the Secretariat was advised that for future Congresses, a member of Council (on behalf of Council) must be involved in the evaluation process from an early stage.
- The Statutes are not clear about the date of Congress (Article 24: "every fourth year") or the term of Councillors (Article 41: from the close of a Congress to the close of the next one). The Bureau Working Group identifying areas for improving IUCN's governance could be asked to list Article 41 for revision in order that in the future e.g. a window of 6 months is set for the holding of the Congress and, if the window reduces the Council's term, the "swearing-in" should not be immediate.
- In response to the question how to cover the CHF 6m shortfall in funding, the Director General informed Council that there has always been a shortfall in the Congress budget requiring a fundraising effort and that what is expected for 2020 is both reasonable and feasible. Enrique Lahmann explained that, despite initial gaps between the budget and the host country contributions, the last three Congresses all produced a surplus: CHF 2.2m in Barcelona, CHF 1m in Jeju, and CHF 1.6m in Hawai'i. He went on to emphasise that in each of these cases, the suggestion of the host country was accepted, e.g. Barcelona insisted on October rather than September because of the vacation period; Jeju recommended September instead of October. He gave his commitment to having no deficit (but not necessarily a surplus either) for the 2020 Congress. He reminded Council that the key to achieve this objective is a harmonious relationship with the host country.

As part of the discussion about the decision process during the first plenary sitting, which was continued during the second and the fourth plenary sitting, the following options were considered:

- Council accepts the proposal from France to convene the Congress in Marseille in 2020 at a date to be specified, in the same way as the CBD had decided to hold COP15 in 2020 in Beijing with the definitive date still to be set;
- Council tries to decide by consensus also on the date of the 2020 Congress. Should this not be possible, the President calls for a vote.

At the proposal of the IUCN President, Council decided by consensus to accept the offer from the Government of France to host the 2020 World Congress in Marseille in June 2020.

COUNCIL DECISION C/94/21

The IUCN Council,

Recognizing that a thorough selection process has been carried out and taking into account the proposal, the evaluation report, the draft Host Country Agreement, the recommendations from the candidate country and all other relevant facts, *decides* to accept the offer from the Government of France to host the IUCN Congress 2020 in Marseille between 11 and 19 June 2020.

Given that the Congress seldom meets prior to August and that, normally, the term between two Congresses is four years, the President also proposed that this Council term ends officially in September 2020, allowing for a transitional period in which the current Council would work together with the newly elected Council, leaving it to the Legal Adviser and Councillors with experience in Congress and Councillors with a legal background, of how to work it out.

Finally, the President reiterated that on important matters such as the Congress, the Council and the President should be involved much earlier in the process.

Tuesday 1 May 2018 from 15:30 to 19:20 – SECOND PLENARY SITTING

Agenda Item 4. Annual Council session on the performance of the Commissions [*Council document C/94/PPC43/1 rev2 IUCN Annual Report 2017 and the Chairs' PowerPoint presentations referred to below*]

The IUCN President reminded Councillors that the IUCN Regulations stipulate that, between sessions of the Congress, Commissions report annually to Council on outputs, outcomes, impact and resources raised against the Commission's work plan approved by Council at the beginning of each term. As part of the "Enhanced practices and reforms of IUCN's governance" approved by Council in April 2016, the Council decided to also conduct once a year a session of Council, with the Director General, to discuss the performance of the Commissions. Today, it will be the first time we conduct such a session in the Council. Last November, the Commissions have provided in writing a progress report on the results of 2017 as part of the planning process for 2018. Further, high level data about the Commissions' performance has been integrated in the IUCN Annual Report 2017 which had been reviewed by the PPC on the previous day.

The President gave the floor to each Chair in alphabetical order of the names of their Commissions, with one exception: the Chair of WCEL who was obliged to leave shortly thereafter.

4.1 Presentation by the six IUCN Commission Chairs on the activities of their Commissions

The Chair of the World Commission on Environmental Law (WCEL) Antonio Benjamin [*See also the Chair's PowerPoint presentation available as C/94/4.1/1 PPT WCEL Report to Council*] began with a brief overview of membership and structure. The Commission has almost 900 members, with many more still needing to be added to the portal, as WCEL's membership is generally around 1500. He is happy to report that there are more women members than men. The number of Specialist Groups (SGs) has been limited to 10, with several being joint SGs with other Commissions. A challenge that has arisen in the SGs is that the Chairs often remain for long periods, and the decision was made to change the Commission bylaws to limit their term to that of Commission Chairs. The finances of the Commission are very healthy, as everything is done in partnerships and approximately 80% is recovered from the partners. An estimate of the in-kind contributions of members amounts to US\$ 1.25m.

All work undertaken by the Commission can be linked to the three Programme Areas, although most of the work is in Area 2 (effective and equitable governance). WCEL's major achievement was the 8th World Water Forum (19–21 March 2018), attended by Supreme Court judges from over 60 countries. The output from this Forum was the Brasilia Declaration of Judges on Water Justice, a cutting-edge piece of legal work. Also organized at this Forum was the 1st WCEL International Water Justice Moot Court, with seven judges from every continent, leveraging US\$ 450K of funding for the forum. The Brasilia Declaration of Judges on the Environment has a number of important principles, but the most innovative is the *In dubio pro aqua* principle, which can be considered a major achievement. The Chair then thanked IUCN's Legal Adviser, the Director General and all those who have helped in establishing the Global Judicial Institute on the Environment.

The Chair's initiative promised in Honolulu, the Global Institute of Prosecutors for the Environment, was launched at the 8th World Water Forum by the Attorney General of Brazil. Also at the World Water Forum in Brasilia, WCEL organized three events dedicated to the Global Pact for the Environment, and France is happy that IUCN has offered to act as a platform for this dialogue. The most recent WCEL initiative is the Model Forest Act, and an MoU was signed with UN FFF, bringing together forest policy makers and legal scholars.

For the future, WCEL is beginning to think about how to align the priorities of IUCN and the SDGs with the theme for the 2nd IUCN World Environmental Law Congress which will be held in the first half of 2020. In a partnership with the Catholic University of Brasilia, the Commission just launched the WCEL Environmental Law Video Library. To date, 19 lectures have been recorded; as a demonstration, the beginning of a video featuring Michel Prieur, a French specialist renowned in the field of environmental law, was shown.

The Chair of the Commission on Education and Communication (CEC) Sean Southey [*See also the Chair's PowerPoint presentation available as C/94/4.1/2 PPT CEC Report to Council*] began by thanking his Deputy Chair Katalin Czippán and Ricardo Tejada, Director of Global Communications. He also thanked Council for voting in three new members of the CEC Steering Committee which now numbers 18 and informed them that CEC has formally invited Karen Keenleyside from Parks Canada to be part of the committee. This is important given that she is co-Chair of #NatureForAll based out of WCPA, and the collaboration with WCPA is so strong.

Membership is climbing, and a conscious effort is being made with the help of regional vice-chairs to build membership in the regions where there aren't many members. Over 40 youth applied to become CEC members, and the Chair has invited them to play a special role within the Commission. The Chair personally approves Facebook members. Commission finances are good, and the year was closed under budget. This was due primarily to the fact that there were no Steering Committee meetings in 2017, although there will be two in 2018 – the one before this Council meeting and one at the Egypt CBD COP in November. An evaluation of the time invested by CEC members in the work of the Commission revealed a conservative estimate of some CHF 1.78m in 2017.

Coming out of the Steering Committee held before Council, CEC's mission and mandate include #NatureForAll, youth engagement and CommunicationConnects, a project that focuses on knowledge products and thought leadership in the education and communication space. CEC members will work with the other Commissions and the regions to understand their specific needs in this space. Everything that CEC does is grounded in engaging and activating Members.

CEC's major initiative is #NatureForAll, a strong collaboration between CEC and WCPA. There are 254 member organizations that have signed, with 24% being IUCN Members. This can be considered an opportunity to bring non-IUCN members into the Union. There are now three national networks in the UK, Canada and The Netherlands. Although to date there has been no explicit push for members, there will now be a focus on a more strategic move to fill the gaps in membership. The CEC Chair gave a big 'Thank You' to Parks Canada for its contribution of two full-time staff members to the initiative, which has been renewed until the next Congress. The Commission has produced lots of materials, all online, that explain #NatureForAll, and Councillors were encouraged to contact them if there are any other needs.

The CEC Chair continued with some further highlights of CEC's work. The Commission supported UNEP in 2017 for World Environment Day. The theme chosen was connecting people with nature, speaking to the power of the Union, given that this has been a prominent theme in recent IUCN Congresses. The CEC is continuing its comic series for multiple themes and in numerous languages, in partnership with UNICEF as part of an initiative entitled the World's Largest Lesson. The latest one is on plastics and it will come out on World Environment Day 2018, leveraging our relationships to disseminate material around the world.

IUCN's 70th anniversary celebration is perhaps the most important CEC activity this year, and the Chair emphasised that it's the responsibility of all to use the 70th logo and to make the most of this opportunity. In response to a challenge from the Director General, another activity of the Commission has been to study whether the impact of #NatureForAll is real. We understand the concept, but does it work methodologically? The hard and soft data have been studied rigorously and a synthesis study will be presented at the July SBSSTA meeting, presenting proof that the experiences of nature can have a long-term impact on behaviour. We CAN create a culture of conservation. The CEC also has many regional activities as well, including some upcoming #NatureForAll events, a WAZA partnership and an alpine strategy. The Chair concluded his report with part 2 of the video launched in Hawai'i, which has received three awards.

The Deputy Chair of the Commission on Environmental, Economic and Social Policy (CEESP) Ameyali Ramos Castillo [*See also the Chair's PowerPoint presentation available as C/94/4.1/3 PPT CEESP Report to Council*] took the floor, at the request of the CEESP Chair Kristen Walker Painemilla who needed to leave. The Deputy Chair began by reminding Councillors of the CEESP mission and then described its structure. CEESP has a Steering Committee, which widely advertises vacant positions; this has allowed the Commission to bring in people who have not previously been involved with IUCN. There was a particular focus on gender, youth and indigenous peoples, and they are happy to report that there is representation of all these groups on the Steering Committee. They've been giving some thought to the best way to communicate, and have been using Facebook and Twitter, and recently WhatsApp as well. Some CEESP members have been reaching out to the Secretariat and IUCN Members, and the Deputy Chair encourages all Steering Committee members to do this.

CEESP has identified themes and has constituted SGs, and it is actively engaged in the One Programme approach, working with many parts of the Secretariat as well as other Commissions. Two of their knowledge products are PiN and the Natural Resource Governance Framework (NRGF) and they have been heavily involved with these primarily in Africa through SUSTAIN where they were analysing the flow of benefits and what it does for livelihoods and well-being in Tanzania. For NRGF, the Commission has been working closely with the Secretariat to secure funding for phase two.

The Deputy Chair went on to emphasise that one of the priorities of CEESP is to promote a policy on culture at IUCN. In an effort to bring the high-level dialogue down to the concrete level, the Deputy Chair described a project working with women and wool, called the 'one square meter project' in which women work together to teach others their handicrafts in an effort to promote their livelihoods. One of the fruits of this project, a 9x9-meter quilt will be available at the 2020 Congress, a visual reminder of how culture intersects with nature and brings about livelihoods and well-being.

The Commission is also actively involved in affirming the role of indigenous cultures in global conservation efforts in accordance with Resolution 75. They helped to facilitate the first ever Indigenous Peoples' Organisation (IPO) Members'

meeting in March, in an effort to increase engagement and interaction between IPOs and to develop a strategy for IPOs in the Union. The Commission is also looking through the Resolutions and prioritizing them. In the future, CEESP will figure prominently at the Halifax Conference (28–30 May) on Communities, Conservation and Livelihoods, as well as in the celebrations of the 70th anniversary. And the Commission will be producing a peer reviewed journal with the Society for Biological Diversity.

Regarding challenges, the major one is the funding gap for the knowledge products. Although the funding problem for NRGF has been solved, CEESP is still seeking funding for PiN. In addition, the Deputy Chair reported some challenges with the Commission Support Unit, as well as with staff changes in the social science and governance realm, although these have also provided opportunities. Regarding finances, the Commission continues its efforts to leverage matching funds with the Commission operational funds, and the Chair often provides seed money to projects, thereby leveraging other funding. In-kind contributions from CEESP members is estimated at CHF 10m over 2016–2018.

Angela Andrade, Chair of the Commission on Ecosystem Management [See also the Chair's PowerPoint presentation available as C/94/4.1/4 PPT CEM Report to Council] began her presentation with a simple statement of CEM's mission: to manage ecosystems to preserve biodiversity. Work began several years ago with a survey to identify member priorities, revealing the following five: ecosystem risks, nature-based solutions, resilience, ecosystem governance, and cultural values in ecosystem management. The CEM strategy was based on these and the thematic groups, SGs and task forces were structured around them. To these more traditional themes, the Commission has recently added urban ecosystems, agroecosystems, and forest ecosystems, as well as some new dimensions such as synthetic biology, emergent pollutants, and human health and ecosystem management. All of CEM's priorities are directly or indirectly linked to the SDGs.

The CEM Steering Committee has only seven members, each representing a region; by keeping it small there is more flexibility. There have been three meetings of the Steering Committee: a strategic one in Florida shortly after the 2016 Congress, one in 2017 in Cartagena which was held jointly with SSC in order to establish a common working agenda; and one this year in Nepal. To date, the Commission has rebuilt membership to roughly what it was before. Although 64% are men, the Commission actively promotes the participation of women, the aim being to reach gender balance. In addition, a young professionals network has been created.

The Red List of Ecosystems (RLE), one of the most important projects of CEM, continues in its work to assess ecosystem risks. Last year three regional assessments were carried out, and advances were made in more targeted assessments with the ultimate objective being to provide policy makers with information on restoration or conservation, such as is the case in Colombia. The challenge is to organize the information not only so that policy makers can use it, but also so that ecosystem analyses can be done, incorporating both the technical and human dimensions. RLE has its own web page and boasts 93,000 visits from 198 countries. In 2017, eight scientific publications were published. Its Facebook and Twitter pages have more than 21,000 followers, showing the interest generated by this product. Extensive training on RLE has also been carried out and has been successful in the regions.

The CEM Chair continued her report by highlighting some of the many activities carried out by the Commission. In the field of NBS, the methodological and conceptual work required to devise standards has advanced; this is CEM's main challenge and the product it has committed to bring to the 2020 World Congress. Work in the field of ecosystem adaptation and mitigation centred around workshops; work on ecosystems and disaster risk reduction (DRR) was furthered through a MOOC on resilience which was followed by 4,000 participants. This year CEM will contribute to a revision of ecosystem-based adaptation (EbA) and DRR guidelines and hopes to attend the 10th anniversary commemorating the date the CBD began this initiative. A conference on ecosystem restoration held in Iguazu explored the different indicators needed to include biodiversity in all restoration initiatives being implemented under the umbrella of larger projects.

The Commission has estimated that in-kind contributions received by the Commission amount to approximately CHF 8m; while most of funds are used for meetings, they also provide seed money. Communications are important for CEM, demonstrated by the many newsletters produced by the Commission and its task forces, and the many CEM members who have Facebook pages (some with more than 2000 followers). The Commission faces many challenges, especially trying to understand Members, the regions and the work being done. Their desire is to make this Commission the focal point to all those interested in learning more about ecosystem management and solutions.

Jon Paul Rodriguez, Chair of the Species Survival Commission (SSC) [See also the Chair's PowerPoint presentation available as C/94/4.1/5 PPT SSC Report to Council] reported that the Commission currently has more than 6000 members, 147 SGs on both flora and fauna, spread across 166 countries. The SSC Office team is comprised of 13 people in four countries. Taken together, these are the people who do the work! Most of the operating budget for SSC comes from the Commission Operational Fund. Regarding SSC finances, there was a deficit for last year, but it is expected that this will be recovered. Thirty-three organizations provide SSC with annual funding, with the Global Wildlife Conservation (GWC) serving as SSC's fiscal sponsor. Last year income reached more than US\$ 1m, and CHF 300K was allocated to GSP. It is estimated that around US\$ 45m per year are received as in-kind contributions.

In 2016 an Imperial College London student conducted a 'Theory of Change' study to ascertain whether SSC is achieving its desired impact. The study revealed that more monitoring and evaluation capabilities were needed to actually answer the question. To respond to this challenge, in 2017 SSC collected information from different thematic groups, the objective being to use this information for planning, monitoring and evaluation. Referred to as the SSC DATA, the information includes targets for the quadrennium, and annual activities and results, among other things. This data is available to SSC members as well as the other Commissions.

SSC's work is predominantly linked to Global Result 1, more specifically with 72% of the key species results. The Commission works closely with the Global Species Programme, and many of the results are to be credited to the joint efforts of both. Programme Area 1 is comprised of three sub-results: knowledge, the enforcement of laws, and the application of conservation measures. A great deal of the *knowledge* generated by SSC comes from The Red List, making the Red List Committee one of the most important units in SSC, tasked with managing the consortium. Jonathan Hutton was named as Chair of the Red List Committee, and a new Programme Officer was appointed to respond to SSC's priority of working at national scale and supporting regional governments in using IUCN's tools and knowledge-based solutions. The SSC DATA demonstrates the importance of knowledge and provides a glimpse of the many activities of SSC – workshops, newsletters, publications, websites and Red List assessments.

SSC's work on the *enforcement of laws and policies* is evident in the initiatives developed in alliance with governments and the guidelines developed to influence policies. The advice given to CITES on snake sustainable use or the IUCN report on pangolins that was used by the CITES Parties attest to the influence that SSC is having. The *application of conservation measures* can be seen through SSC's efforts to finance conservation projects with National Geographic. Until April 2018, 163 proposals had been received and thirty projects had been accepted in the first round for a total of US\$ 900,000; if this momentum continues through 2019, the amount of financing will rise to \$5m. The new IUCN SSC *Guidelines for Species Conservation Planning*, is another example of how SSC fulfils the third sub-result of applying conservation measures.

The Chair concluded his report by emphasising the action pillar of SSC's and IUCN's work. Saving species is not just about gathering data and assessing species; the data generated in The Red List must be used. SSC's expertise rests in evaluating the risk of extinction of species, but the work is really about assessing data, planning ahead and then acting. Once data is collected, action plans are developed for different species, and if funding is added, for example as in the National Geographic initiative, it is possible to act on these plans and at that point evaluate the impact made.

The Chair of the World Commission on Protected Areas (WCPA) Kathy McKinnon [See also the Chair's PowerPoint presentation available as C/94/4.1/6 PPT WCPA Report to Council] presented the Council with some statistics: there are more than 2500 members in WCPA, 10% are young professionals including two Vice-Chairs of the Steering Committee and 34% are women. One-third of the Steering Committee members are women. WCPA membership in the regions is coming back up after Congress, but there are still some regions that have few members and the Chair appealed to Regional Councillors to help in this area.

WCPA's objectives as approved at the 2016 World Congress focus on the Aichi Targets and especially Target 11. The CBD Programme of Work on Protected Areas came out of the Durban World Parks Congress, and then evolved into Target 11 of Strategic Plan on Biodiversity, so this is a strategic priority for WCPA. The Commission is also interested in promoting protected areas as natural solutions and increased investment in protected area systems in line with the SDGs. In essence, the goal is to promote better management and governance globally of protected areas. There is also a joint work programme with the Global Protected Areas Programme to deliver the Promise of Sydney, with more than 20 indicators for three global targets.

The Chair then focussed on a few highlights from the areas of particular interest to WCPA: networks of protected areas and conserved areas, marine, KBAs, Other Effective area-based Conservation Measures (OECMs), effective management and governance, and better connectivity – all aspects of Target 11. Much progress is being made in the marine area, with an increased presence in the global arena. At the 2014 World Parks Congress and the 2016 World Conservation Congress a call was made for 30% of the world's oceans to be declared as marine protected areas (MPAs); advances have been made and currently 16% of territorial waters are protected. IMPAC 4 in Chile in 2017 was a success, and a new Best Practice Guideline entitled *Large-scale MPAs* was released. While it is important and very encouraging to see the number of MPAs growing, they need to be well managed, and to this end a brief on applying global standards to MPAs is being written in addition to the many other key marine publications being produced at IUCN.

Other highlights mentioned included The Green List, an initiative coming out of WCPA but now an active part of the IUCN Programme. Work on OECMs was also mentioned, specifically the work done by the task force to develop guidance for CBD Parties. Particular attention was drawn to the importance of OECMs in Namibia, where not only did area coverage increase, but also the representation across different ecosystems.

The Commission is doing a lot of work on nature-based solutions, aligned with the SDGs, and WCPA was in fact one of the first to promote natural systems as natural solutions. Health and Well-being is an emerging topic and WCPA has set up a SG that is supported by Parks Victoria. The Healthy Parks – Healthy People initiative is now active in Australia, Colombia, New Zealand and the US National Parks Service. This is for the moment an empty niche that IUCN would be wise to fill, as it is closely linked to urban issues and the Urban Alliance. Everything WCPA does is about building capacity and to this effect three new Best Practice Guidelines have been published. The *Global Register of Competences for Protected Area Practitioners* has now been published in French, and efforts are being made to produce it in other languages.

Despite the excellent work being done by WCPA members, the Commission is facing some challenges. Among them are the fact that IUCN is being restructured and that the Commission Support Unit is in need of more capacity to fulfil Commission needs. There are also some issues with the portal. Some of the concerns within the Commission are over how to expand the regional network, and of course the question of obtaining increased funding for protected areas and WCPA activities. WCPA's core allocation is CHF 218K, but a conservative estimate of the in-kind contribution is CHF 3.7m. Included in this funding are two positions paid for by Parks Canada.

Looking ahead, WPCA will be active at the CBD COP in Egypt in November and at the WILD 11 Conference in China in 2019. An exciting highlight is that next year WCPA is planning a sort of '60th anniversary' for the Commission, so that it coincides with the half-way point between World Parks Congresses. The Chair then appealed to Regional Councillors to work with Members on the LAC Protected Area Congress in Lima in March 2019, stressing that it would be beneficial to link this to the Regional Conservation Forum. In addition, WCPA will be involved in the Regional Africa Parks Congress, 2019 and has set up a post-2020 task force that will be focusing on area-based issues beyond Aichi Target 11.

4.2 Discussion on the performance of the Commissions

At the request of the IUCN President, PPC Chair Jan Olov Westerberg facilitated the discussion on the performance of the Commissions. He divided Councillors into six groups, one to discuss each Commission. The questions for the groups to debate and report back were 'What's hot?', 'What's not?' and 'What's next?'.

[At the request of the IUCN President, Vice-President Malik Amin Aslam Khan chaired this sitting for the discussion of agenda item 4.2]

The six groups provided the following feedback to the Commissions:

- **WCEL** (rapporteur: Marco Vinicio Cerezo Blandón). *What's Hot*: the dynamism of the Commission; the network of judicial expertise, e.g. Global Judicial Institute, Global Environmental Pact; how WCEL is pushing the boundary of environmental legislation to consider nature as a stronger subject of law. *What's Not*: limited access to the law and the many groups, including indigenous peoples, that are excluded; the fact that the legal work being done is not widely known or used beyond the professional community; the ongoing need to move from law to law enforcement; the difficulty for many groups of covering the financial costs of legal representation; the higher risks entailed in greater application of the law. *What's Next*: addressing the defence of the defenders of nature; better enforcement of laws against wildlife trafficking and poaching; working on how to mobilize judges and prosecutors into improved litigation for nature; developing indicators to measure the impact and success of WCEL.
- **WCPA** (rapporteur: Jesca Eriyo Osuna) *What's Hot*: valuing nature; making the case for investments in protected areas and ensuring there is performance on these investments; urban parks; health and well-being; the Green List; the fact that standards and regulations are being developed at local, country and regional levels; the number of publications; the number of SGs. *What's Not*: the lingering perception and lack of understanding that extreme weather events are not the result of human actions; the lack of awareness that protected areas can provide economic, social, cultural and political value; no understanding of nature's payback; the lack of investment and clear policies by some countries or the implementation of these policies; illegal activities and degradation, e.g. logging or mining, even where there is an understanding of the consequences; wildlife trafficking; the attacks on environmental defenders. *What's Next*: scaling up success stories; increasing investment from the private sector and increased participation from civil society and individuals in conservation work; reaching out to the young generation, women and indigenous peoples; using indigenous knowledge in protecting nature; strengthening partnerships and more targeting of high-level decision makers.
- **CEESP** (rapporteur: Tamar Pataridze) *What's Hot*: the Commission structure with its Chairs and Vice-Chairs for the various steering committees, task forces, knowledge baskets, guaranteeing good information flow from top to bottom and vice versa; the good communication with other Commissions, especially the CEC with which they share numerous initiatives, and the Secretariat, demonstrating the One Programme approach; the work being done with indigenous peoples' organizations, for which a good platform for networking has been created; the knowledge baskets. *What's Not*: the fact that regional coverage needs to be improved, e.g. Asia, some parts of Europe, West Asia; the fact that the economic component is missing from their Steering Committee. *What's Next*: integrating the economic component into the Steering Committee; increasing membership in underrepresented regions; looking at the possibility of having Council members join the Steering Committee meetings to facilitate information flow; organizing workshops that can be conducted back-to-back with the Steering Committee.
- **CEM** (rapporteur: Lider Sucre) *What's Hot*: the strong social media presence, e.g. the URL for the RLE which has had 93,000 visits, demonstrating exceptional engagement from the public for a not-so-easy topic; the work done in the country RLE efforts in two areas: (1) countries engaged at an official level in prioritizing ecosystems; and (2) generating 'apples-to-apples' comparisons across countries about how ecosystems are endangered – this can be used at the global scale as traction to attract other countries; the nature-based solutions (NBS) work is attracting funding and donors can measure tangible outcomes, e.g. how many hectares have been restored because of an NBS approach; the MOOC course on DRR which attracted 4,000 participants; adding the Smithsonian and TNC to the EbA network has added traction and quickly gathered support for an important concept. *What's Not*: not enough momentum on ecosystem governance, a crucial issue that needs to be better explained and pushed; the need for more partnership initiatives. *What's Next*: inviting more countries to contribute to RLE and involving more of the thematic groups in this effort; developing more MOOC courses, with the business-oriented one as a model, as this tool attracted 1700 participants who would not normally be engaging with IUCN; more implementation of the IUCN offsets policy for restoration; despite a good geographic balance, expanding the national representation on the Commission.
- **SSC** (rapporteur: Mangal Man Shakya) *What's Hot*: SSC and The IUCN Red List. *What's Not*: the fact there is no link with WCPA when it should have a very close working relationship; that it should be working within a M&E framework; that it should be linked with Aichi Targets and other biodiversity issues. *What's Next*: the demystification of SSC and The Red List to the general public; making The Red List the essential tool or 'Bible' for park managers.

- CEC (rapporteur: Mamadou Diallo) *What's Hot*: the different types of communication tools produced for youth, and the modernization of these tools; the fact that target audiences have been studied with a particular focus on youth to try to change the behaviour of young people; the diversity of activities taking place throughout the world; the extensive support given for the organization of 70th anniversary with the logo, website and various events. *What's Not*: the missed opportunity when WWF was chosen above the CEC as the CBD partner for implementation of the Aichi Targets, which could have helped obtain funding; the fact that IUCN's logo is not displayed together with the Commission logo, an issue that should be corrected in order to illustrate to those unfamiliar with IUCN the link between the two; the visibility of the Commission that needs strengthening, as there are only 1400 followers in the social media; the relatively low number of members on the Commission and the serious imbalance in some regions. *What's Next*: greater mobilization of members worldwide; indicators for #NatureForAll in order to assess the success of various projects; working together with Regional Councillors and Regional Directors to ensure greater representation of all regions.

Jan Olov Westerberg concluded this energetic discussion of the performance of Commissions with his own comments. He wished to point out two things in the '*What's Hot*' category: first is the dynamic collaboration between the Commission Chairs. Having observed this since Barcelona, he sees a lot more interaction and discussion now, something that is excellent for the Union. His second observation is that all Commission presentations included a line on in-kind contributions, amounting to at least some US\$ 100m, and he pointed out that IUCN needs to take into account all the time spent by these Commission members who work so diligently to save the environment.

The Chair, Vice-President Malik Amin Aslam Khan, thanked Council for the constructive comments and noted that two of the Commissions had mentioned the defenders of nature who are engaged in an unequal battle. IUCN has The Red List and the Green List, and maybe should consider also a Gold List that would recognise the defenders of nature who have lost their lives while trying to defend our Planet.

Norbert Baerlocher, Councillor from Switzerland then gave an overview of the itinerary for the Council excursion to Central Switzerland that the Swiss government had kindly offered to Council on 3-4 May 2018. In the interest of being environmentally friendly, the trip had been arranged using public transportation. Although the train will present some time constraints, it will promote interaction and team building. The plan is to visit several parks and the Entlebuch Biosphere in the canton of Lucerne, the latter visit including a discussion of the Green List and its applicability to the biosphere. A meeting has also been organized with a regional Environment Minister, who will describe Swiss environment policies and explain the country's engagement within the different biodiversity conventions and organizations. The excursion will end with a visit to the (federal) State Secretary for the Environment in Bern.

The IUCN President thanked his Vice-President as well as Jan Olov Westerberg for the interesting discussion on Commission performance. He encouraged all Councillors to join him for the Council excursion so generously offered by the Swiss government.

Tuesday 1 May 2018 from 19:30 to 21:00 – THIRD PLENARY SITTING

Agenda Item 6. Council's working dinner with the Director General

[Council held its traditional working dinner with the Director General. This part of the Council meeting was confidential in accordance with Article 58 of the Statutes.]

Wednesday 2 May 2018 from 9:20 to 13:00 – FOURTH PLENARY SITTING

Agenda Item 5. Strategic discussion

5.1 Enterprise Risk Management *[Council documents C/94/FAC64/4/1 and C/94/FAC64/4/2]*

The IUCN President introduced the subject by stating that Council's strategic discussions always start with a review of the strategic risks facing the Union. The new Enterprise Risk Management policy and Risk Appetite Statement had been discussed in the FAC and so, he invited the Chair of FAC to present the FAC's recommendations.

Ayman Rabi, Chair of the Finance and Audit Committee (FAC), informed Council that the FAC had reviewed and discussed both the Enterprise Risk Management (ERM) policy and the Risk Appetite Statement. FAC members have ascertained that the policy is in line with the best practices and global standards set out in ISO 31000, and that it responds to the increased expectations of donors. He emphasised that the policy now needs to be made operational. In addition, it is important that it remains a working document that can be changed when risks change.

The Risk Appetite Statement, which is to be reviewed regularly and updated as needed, defines various types of risk and the level that IUCN is willing to take in the following areas: strategic, financial, operational, compliance, reputational, external. The Union will accept a moderate risk appetite for strategic risk, while it will accept low to moderate risk appetite for incurring financial deficits across its operations worldwide and moderate risk appetite when it comes to exploring new avenues for revenue streams through partnerships with non-traditional partners and donors. As for operational risks, IUCN

will accept moderate to high risk appetite for difficult projects if aligned with our strengths and strategic priorities but low risk appetite for deviation from its standards. There is no room to compromise in the compliance area and the risk appetite level is therefore zero for incidences of misconduct, fraud, harassment or discrimination that will undermine the integrity of the Union. IUCN will have low appetite for reputational risk and low to moderate risk appetite for external risks. The FAC recommends that both the ERM policy and Risk Appetite Statement be accepted.

During the discussion, the following points were made:

- IUCN Treasurer Nihal Welikala responded with his endorsement, followed by some comments. It is necessary for IUCN to move from theory to practice and have some discussions on how to operationalize the Risk Appetite Statement. These risk statements are necessary because the bar is being raised by stakeholders; donors are becoming more risk averse. In addition, there are new regulations on data protection that carry heavy sanctions for violations. IUCN needs to be protected and having a sound process that is communicated to donors can be a competitive advantage. When looking at the types of risk that IUCN is looking to cover, the easier set of risks are the transactional ones. More difficult are the strategic risks such as how IUCN positions itself, what the strategy is to get there, how the Union deals with change as well as emerging threats and opportunities. This is a challenging area that has financial implications and the Union should devise a Plan B and C based on the probability of outcomes.
- A Councillor stated that these risks are being looked at within the context of the FAC and also within the context of the financial management and transactions of the organization. In financial matters, low risk is wise, although when considering how IUCN is engaging with the conservation challenge, he urged that IUCN not become a too risk-averse organization.

The IUCN President concluded the discussion by reminding Council that all decisions can have important financial implications. The best strategy is to identify what the opportunities are, especially strategic and operational opportunities.

COUNCIL DECISION C/94/4

The IUCN Council,

On the *recommendation* of its Finance and Audit Committee,

Approves:

1. the Enterprise Risk Management Policy (**Annex 2**); and
2. the Risk Appetite Statement. (**Annex 3**)

5.2 Council's strategic objectives and priorities 2017-20 *[Slides available as Council documents C/94/5.2a PPT IUCN value proposition and C/94/5.2b PPT Council's strategic objectives and priorities 2017-20]*

The IUCN President stated that Council should revisit strategic objectives and priorities for the current term taking into account the strategic risks. At the November 2017 Council meeting, it was agreed to set up a working group to look at strategic objectives that could realistically be achieved in the remaining term. However, due to the many commitments of Councillors, it was not possible to set up this working group. IUCN Councillor Peter Cochrane had nevertheless been leading the discussion in the Bureau meetings, building on the food for thought raised in previous discussions. Given that Council's objectives and priorities have already been discussed in the two previous Council meeting and Council's term is approaching the half-way mark, the President stressed to Councillors the urgency of making some decisions.

IUCN Councillor Peter Cochrane reminded Councillors that previous discussions had centred on two elements, IUCN's value proposition and Council's strategic objectives. The value proposition was deemed critical; it is one element of the membership strategy and it will also help Councillors in their role as ambassadors. It was explained that Councillors had first looked at the existing proposition, and then discussed a longer one proposed by Peter Cochrane. The five points in the version agreed upon in November 2017 expand on the existing value proposition, but tailor it better to IUCN's unique strengths. Once agreed, the value proposition will feed into the membership strategy development. Peter Cochrane offered to review the Value Proposition in light of further comments made and bring back a revised version to Council before the end of the Council meeting.

The ensuing discussion raised the following points:

- There was some confusion about the meaning of 'communities of best practice'. It was explained that this is a commonly used term which simply refers to groups of people working together; this would include the work of IUCN's Commissions.
- With reference to bullet point 3, one Councillor expressed the desire to add rights and governance issues, as it is not just a question of standards and laws, but of the rights of being.
- The question was raised as to what exactly this value proposition is intended for. Is it a 'think piece' intended to inform the Programme? Peter Cochrane explained that membership is one of the three strategic priorities and that this statement will feed into the membership strategy. It is meant to be a short statement of what IUCN does, how it is different and why it is relevant. It will also provide Councillors with a common 'story' when acting as IUCN ambassadors. It will go hand-in-hand with the Programme and should have the same language.
- One Councillor saw this value proposition as a sort of vision statement, on which the programmatic structure is built, folding nicely into the IUCN mission. Other Councillors saw it as being more operational in nature, representing a summary of what IUCN does that could be used when approaching Members.
- There was a desire to give more visibility to the impact the Union makes in the sustainable development arena, by ensuring that the words 'sustainable development' figure in this proposition.

Peter Cochrane then summarised the discussion that had taken place at the last Council meeting centring around what the strategic priorities should be. The general feeling coming out of the discussion was that the five priorities suggested previously were not very exciting, that they were not strategic but rather reflected business as usual, and that the more important question would be how to shape the Union and its Programme for the future. The President had concluded the discussion in November 2017 by saying that there should be a limited number of strategic priorities to achieve transformational change by the end of the current term. Reflecting on the points brought up in the discussion, Peter Cochrane proposed two slides with ten possible programmatic priorities, in no particular order of priority. An urban priority could also be added to the list but it is unclear what would be achievable in the next two years. He then made the suggestion that the Secretariat set up some sort of mechanism, e.g. a survey or discussion portal, to allow Councillors to discuss the issues, following which a voting process would permit them to cast three votes (all for one priority or three different priorities). This would result in the top three.

The following comments were made during the ensuing discussion:

- One focus within the Bureau and the GCC is to continue to work on improving governance and this is quite extensive. It should be reflected in this.
- A concern was raised that the point regarding the private sector might require a reformulation of the private sector policy which had taken a considerable amount of work to develop.
- Several Councillors expressed the opinion that there is a need to consider what type of deliverables Council seeks and especially what is achievable in the timeframe. Any discussion or voting mechanism should make it very clear that priorities need to be achievable in the timeframe.
- One Councillor requested some clarification on whether any consideration was made of business or financial implications. IUCN will be faced with some strategic challenges in 2020, as virtually all of the framework funding will come to an end. A great deal of thought will need to go into preparing the organization for 2020. Should Council focus only on programmatic issues or are there other considerations?
- Many of these priorities fit into the architecture that Council already has, in other words, into the working groups. Some are clearly internal: what Council is hoping to deliver in terms of membership; governance as a core legacy element; what Council wants to deliver in terms of financial sustainability and additional revenue streams. Other priorities are external: in programme and policy; working relationships; real conservation products. It might be useful to break down the 10 into several categories and feed them back into the working groups.
- The IUCN Director General presented her opinion that more consultation with the Commissions and the Secretariat would be useful, as much of what is proposed is programmatic in nature. It does not appear to be a full scan of existing activities that are being implemented, nor is it a reflection of the Programme voted in Hawai'i, so more discussion would be needed. If the desire is to add new elements, it may wise to take a scan across the whole organization before finalizing. There is a need to distinguish legacies which are to be programmatic in nature from legacies that are governance-related. The last Council succeeded in delivering the IPO membership and this was monumental. Maybe there are other legacies of this nature that the current Council would like to deliver. As a first brainstorming session, this has been useful. She advised caution before adding any other elements, as each Commission has a work plan and the Secretariat has the IUCN Programme that was voted in Hawai'i.

The IUCN President then called for input from the Commission Chairs.

- The CEC Chair shared the opinion of the Commission that a strategic umbrella is missing in this discussion. He suggested that Programme objectives could be packaged in a report for Congress that would be targeted at presenting a global biodiversity position. A flagship report with the explicit objective of taking a legacy from the Union to the CBD COP in China could potentially be endorsed by the high-level meeting at Congress as well as in China, giving the Union both political and programmatic clout.
- The WCPA Chair agreed that many good ideas are reflected in this document, but that the Commissions are already working on some of them. She questioned how this will impact the work programme going into the future, and stressed that it must be closely linked to work plan development beyond 2020.
- The SSC Chair reiterated the need to strategically reflect on the legacy of the 2020 Congress. For SSC, Members need to leave the Congress with renewed energy and enthusiasm. Not enough attention is being paid to Members, and there is a need to motivate them to implement the Programme and take ownership of it. It's up to everyone to help do this.
- The CEM Chair expressed her view that this has been a key discussion and it is useful when reflecting on the future. Most of the items on the slides are part of the current work plan, and many lessons have been learned. We need to focus on the impact that IUCN can have with some of these priorities; it is important to see real tangible results and impact.

The President suggested establishing a small working group, and invited Peter Cochrane to chair it. The working group should be composed of the three pillars, Council, the Secretariat and the Commissions, and should have geographical, gender and thematic (financial, programme, law, governance) balance. He called for an indication of who might be willing to participate, confirming that the decision will be made after the Council meeting. *[The following Council members expressed interest to participate: Peter Cochrane, Jan Olov Westerberg, Andrew Bignell, Ameyali Ramos, Jesca Eriyo Osuna and Mangal Man Shakyal]*

During the continued discussion, the following points were made:

- In response to why the working group is being set up, Peter Cochrane stated that Regulation 44 stipulates that Council will agree its strategic priorities at the second meeting after Congress, and this has yet to be done. The purpose should be reflected in the ToR to be prepared by the small working group to be established. He went on to suggest that perhaps the simplest strategic objective would be to make the next World Conservation Congress a world-changing event. Since separate work will be taking place on the next Programme, this working group could focus on the key messages that the Congress will deliver, including issues such as a post-2020 biodiversity framework, new partnerships and framework agreements, and greater ownership of the Programme.
- The focus here should be on the strategic priorities of Council, not those of the Union as a whole. It should not be on the 2020 Programme, but on Council's legacy, some key things that Council has achieved during its term. One of these could be the work done on environmental defenders that has brought this topic to the international arena.
- Some strategic priorities were in effect established when the task forces were set up. So, while explicit strategic priorities have not been written down, this would be easy to do by reflecting on what Council has been doing during its mandate.

5.3 Improving IUCN's Governance [*Council documents C/94/5.3a Areas for improvement of IUCN's governance and C/94/5.3b Proposed amendment to Regulation 45bis – IUCN Council Global Focal Persons*]

The IUCN President informed Council that Bureau had spent a great deal of time at its last meeting reviewing the report produced by the working group it had set up in May 2017 to identify areas needing improvement in IUCN's governance. The working group composed of Jennifer Mohamed-Katerere and Antonio Benjamin, with the assistance of Sandrine Friedli Cela and Luc De Wever, had created a tool to allow Council to maintain an overview of all the changes in governance practices and rules that Council considers necessary to increase the effectiveness and efficiency of IUCN's work. It also allows Council to monitor the work carried out by the GCC and other bodies.

The President continued by explaining that following a presentation by Jennifer Mohamed-Katerere on the governance areas needing improvement, Councillors would be asked to approve an amendment to Regulation 45bis, in response to a request made during the 92nd Council meeting in February 2017. The request was to make the current provision, which calls on Council to appoint a Council Global Oceans Focal Person, more general so that other focal persons can be appointed should it be deemed necessary. Changing this Regulation would allow Councillors with the appropriate expertise to step in and fill the gaps without necessarily establishing a working group or task force. The amendment will need a second approval at the next Council meeting, and thereafter it will be possible to appoint other focal persons, e.g. gender, in addition to the Council's Global Oceans Focal Person who had been appointed by Council in November 2017.

At its 74th meeting (28 April 2018), the Bureau discussed and revised the table of governance improvements for the purpose of presenting it to the GCC on 30 April 2018 under agenda item GCC13/1.1 and, with the GCC's recommendations, to Council for endorsement.

Jennifer Mohamed-Katerere explained that this working group had organized its work around three major areas of governance reform: strategic issues, enhanced practices, and technical corrections to the Statutes. Strategic issues are considered to require a proactive approach and the solution should promote mid- to long-term change (items A below). The enhanced practices and reforms (Items B below) are short-term solutions to practical organizational challenges, and the desire is to increase efficiency. These reforms were broken down into five categories: structural issues; effective functioning; transparency, independence and integrity; and oversight issues. Items C below concerned technical changes, i.e. corrections, clarifications, guidelines or procedures required to implement specific provisions of the Statutes, Rules and Regulations. Given Bureau's decision to continually develop and update this table, the working group will present issues in the three categories, and then adopt a process to continue to develop and identify issues. The first step in this process had been to consult with the previous Council; the current Council will be invited to make comments or suggestions on these issues following this meeting. Bureau then added to the table the action required for the issues identified, and assigned responsibility for developing the proposals to address the specific issues.

[Note: the notes hereafter refer to the individual areas for improvement included in the Table (Document C/94/5.3a Areas for improvement of IUCN's governance) and complete the information provided in the Table without repeating it]

Structural issues (A)

A1: A proposal will be presented as part of the GCC Report to Council.

A2: The proposal will be discussed later under this agenda item (below).

Enhanced practices and reforms (B)

The following four improvements refer to structural issues:

B1: There are e.g. references in the Statutes to Commission Chairs which can have different connotations than being a full member of Council.

B2: Taking the advice of the Bureau working group, GCC decided that the requirements for establishing interregional committees should be more generic so they could be applied to all three categories.

B3: Responsibility lies with Commission Chairs for developing proposals.

B6: The status of Commission members in National and Regional Committees was discussed during the GCC, whereby the Commission Chairs and Legal Adviser were asked to share their views. Responsibility to bring a recommendation to Council lies with the GCC.

In response to a question about the status of external members being part of the National and Regional Committees, i.e. whether or not they can serve on a Committee, Jennifer Mohamed-Katerere reminded Councillors that at the previous Council meeting, decision C/93/15 Matters relating to INGOs on National and Regional Committees was approved – according to which the INGO Members of IUCN may participate in National/Regional Committees of the countries/regions in which they are present, as observers with speaking rights, where invited by the National/Regional Committee, but may only vote in the National/Regional Committee in which their Headquarters is located. However, there are still some issues related to this that require the GCC's attention.

The following two improvements refer to effective functioning:

B5: A task force has already been established by GCC led by Tamar Pataridze to prepare Council decisions in October 2018 to update the motions process.

B9: The Director General accepted with enthusiasm the request to establish and share with Council members an IUCN event calendar, and will take responsibility for its implementation.

The following two improvements refer to transparency, independence and integrity:

B7: This relates to the issue of the governance of National Committees in terms of Regulation 66bis which relates to the relative independence of National Committees to operate outside their country. The Director General explained that she had raised her concern in the Bureau over the National Committees' right to operate outside their countries with the IUCN brand, creating confusion, yet with no oversight on branding, and understood that the broad language of B7 would capture her concern. The Chair of GCC confirmed this and agreed that the Table should make reference to Regulation 66bis.

B8: Part of this issue is being addressed as part of the update of the motions process. Responsibility lies with the GCC which is open to working with any Council members who is interested in this issue.

The following two improvements refer to oversight:

B10: This is related to compliance with the principles set out in the IUCN Staff Rules. In the first instance, the responsibility lies with the DG's office, and there is proposed wording by the DG for inclusion in the Staff Rules for consideration of the FAC at the next Council meeting. This should be fed back to the Bureau working group, as they track the progress on all the issues in the Table.

B11: It was at first thought that this would be forthcoming with increased access to the Union Portal, but since the Portal is not the document repository or archive of IUCN, it does not solve the problem. This has been added as an element of the external review of IUCN's governance, and there will be a Bureau decision by the end of 2018 following discussion at the next Council meeting of the interim results of the External Review (of which the TORs have been approved as part of the GCC Report to Council).

Corrections, clarifications, guidelines or procedure changes (C)

All four of the improvements in this area, C1–C5, refer to technical changes, and they are within the remit of the GCC.

Jennifer Mohamed-Katerere continued by stating that there were two elements raised in the Council meeting on 1 May that needed to be included in the Table for future consideration of the Working Group, but emphasised that they were not for consideration at this meeting: (1) to review / clarify the term of Councillors in conjunction with the periodicity of Congress, and (2) strengthen the process for selecting the date and venue of future World Congresses by engaging a member of Council at an early stage of the evaluation process. Councillors will be invited to send to the Bureau Working Group any other issues they identify that should be added to the Table.

COUNCIL DECISION C/94/5

The IUCN Council,

- Acknowledges the work undertaken by the Bureau, with the assistance of its working group, to identify areas for improving IUCN's governance;
- Encourages the Bureau to continue to develop the list and invites Council members to provide input to the Bureau's working group;
- Appreciates the availability of the Governance and Constituency Committee, the Finance and Audit Committee and the Director General to prepare proposals for discussion and approval of the Council or the Bureau as indicated in Council document C/94/5.3.

Jennifer Mohamed-Katerere opened the discussion on the appointment of global focal persons. Several meetings ago, Council discussed the issue of Regulation 45bis which gives Council the right to appoint a Council Global Oceans Focal Person. Council asked PPC to develop the TORs for this focal person on oceans at the 93rd Council meeting, and these have been circulated to Councillors. Using these TORs, the Bureau's Working Group developed an amendment to Regulation 45bis which would allow Council to deliberate on the issue and if adopted appoint additional focal persons should the need arise. Major modifications to the Regulation ensured that appointing focal persons remains a right of Council but does not become a requirement (changing 'shall' to 'may'), and that Council may appoint more than one focal person. The Regulation was further expanded to explicitly state that the term for focal persons is concurrent with the term of the Council that appoints them. In addition, four reasons for appointing focal persons were added to Regulation 45bis.

The IUCN President opened the floor for discussion:

- By way of a point of order, the question was raised as to why the mechanism of a Bureau Working Group was chosen instead of working through the GCC and why at this stage didn't we roll the authority of making such proposals into the Council instead of making it a recommendation from the Bureau directly to Council. The concern was not over which

body drafts the text for modification, but which body brings the recommendation to Council. Regulation changes were so essential to Council deliberations that it should have come through the Council mechanism. Jennifer Mohamed-Katerere responded to the query by affirming that the Bureau Working Group had drafted text precisely so that Council could deliberate on the issue. The text was presented to assist Council in this process and was not intended to undermine the authority of Council. The Bureau Working Group was aware of this issue and in no way believed that their mandate was to draft text, which was evidenced by the extensive list of items in the Table which the GCC would prepare for decision of Council. However, she reminded everyone that the work of the Bureau Working Group had been presented several times to Council and was endorsed, as were the issues with Regulation 45*bis* which had also been brought to Council at two consecutive meetings. However, she was happy to withdraw the Bureau Working Group's proposal for Regulation 45*bis* if that was what the Council wished, and take it to the GCC.

- Another Council member requested that at some point in the future, the process for bringing documents and proposals to/from the Bureau, its Working Groups, Council and Council Committees be clarified and documented, in particular if it concerns statutory reform which belongs to the mandate of the GCC. If Regulation 45*bis* was approved at this Council meeting, this should not be considered to set a precedent for future documents.
- The Chair of PPC pointed out a difference with the TOR which the PPC had approved for the Council's Global Oceans Focal Person which provide that the task for the Oceans Focal Person is to liaise with the Secretariat and the Commissions, not with IUCN Members.

Before calling for a vote, the President sought advice from Sandrine Friedli Cela, Legal Adviser, as to whether or not the recommendation to amend the text of Regulation 45*bis* needed to go back to the GCC in order to be presented to Council. In general, the Legal Adviser preferred that Regulation changes come to Council through the GCC as per the GCC's TOR. However, in the case of Regulation 45*bis*, the Bureau requested the Working Group to present the proposal to Council with the purpose of simplifying the process after this issue had been raised at previous Council meetings. The Legal Adviser recommended that, if Council wished to make additional changes to the text, it should be redirected to the GCC rather than to the Bureau Working Group. The Legal Adviser offered to provide a legal opinion to Council on this procedural issue.

At the IUCN President's request how to proceed, Luc De Wever, Secretary to Council, explained that he had understood from Council members that, while they had no objection to the proposed amendment to Regulation 45*bis*, they requested clarification of the process. As a result, if there was no request to modify the proposal, he recommended the President to invite Council to approve the proposed amendment, noting the request to address the procedural matter in the future.

In the absence of any additional amendments forthcoming from Councillors, the IUCN President called for a vote to amend Regulation 45*bis*. Except two abstentions, all votes were in favour of the amendment.

COUNCIL DECISION C/94/6

The IUCN Council,

Adopts, in first reading, the proposed amendment to Regulation 45*bis* pertaining to Council Global Focal Persons (**Annex 4**); and

decides to table the proposed amendment on the agenda of the next meeting of the IUCN Council (October 2018) for adoption in second reading, modified as the case may be following the consultation of IUCN Members required by Articles 101-102 of the Statutes.

Agenda Item 7. Reports of the standing committees of the Council

[Note: The discussion in Council plenary was restricted to the issues of strategic importance presented verbally by the committees. The written reports of the committees were approved together with the remaining draft decisions, unless a Council member had wished to re-open discussion on one or the other element.]

7.1 Report of the Finance and Audit Committee (FAC) [Council document C/94/7.1 - Report of the FAC to Council]

The Chair of FAC, Ayman Rabi, gave a slide presentation of the findings and recommendations of the FAC *[available as C/94/7.1 PPT Report of the FAC to Council]*.

To summarise, the 2017 accounts showed a surplus of CHF 1.1m instead of the approved deficit of CHF 2m, and he thanked all those involved in balancing the budget, especially IUCN's donors. Project income and expenditure is, however, below budget, and this needs more attention in order to improve. The variances seen between the budget and actuals are mainly due to additional framework funding and more generous contributions from the Patrons of Nature as well as exceptional costs (redundancy costs) below budget. Reserves have increased by CHF 1.2m and currently stand at CHF 21.5m. A part of the reserves has been allocated to the 2020 World Conservation Congress and Regional Conservation Fora, with the remaining funds being transferred to other designated reserves such as the External Review, balances on Commission operating funds and systems development.

The External Auditors have completed the audit, including a positive statement, and they are ready to sign off on the 2017 financial accounts. They confirmed that IUCN's internal controls have improved, but they highlighted a few issues still remaining, both in IT and in financial controls. They made some suggestions, including an amendment to the hedging policy that was approved at the last Council meeting.

COUNCIL DECISION C/94/9

The IUCN Council,
on the recommendation of its Finance and Audit Committee,
approves the Audited Financial Statements for 2017, noting that final approval rests with the IUCN World Conservation Congress 2020 as provided under Article 20 (d) of the Statutes.

The Chair of FAC then apprised Councillors of the need, highlighted by the External Auditors, for an amendment to the hedging policy that was approved at the 93rd Council meeting. The change adds a paragraph regarding contract thresholds and IUCN's actual classification to ensure the policy's completeness and its full compliance with Swiss Law. In addition to the suggested wording for the paragraph, the auditors attached an explanation of the threshold levels that IUCN cannot exceed.

COUNCIL DECISION C/94/10

The IUCN Council,
on the recommendation of its Finance and Audit Committee,
approves the amendment to the Policy and Procedure on Forward Contracts for Hedging. (Annex 5)

Ayman Rabi, Chair of FAC informed Council that a sub-committee of the FAC had been formed to consider the request made at the last Council meeting for a Councillors' travel budget. He thanked the members of the sub-committee for their work and the excellent report. Based on option 5 of this report, the sub-committee made a recommendation to the FAC bearing in mind Articles 63 and 72 of the IUCN Statutes as well as IUCN's budgetary constraints.

COUNCIL DECISION C/94/11

The IUCN Council,
on the recommendation of the Finance and Audit Committee,
approves the provision of a budget for Councillors' travel, noting:

1. the Management of this will involve the Regional Councillor and Regional Director agreeing by consensus on the trips to be undertaken, with approval by the Head of the Governance Unit;
2. eligibility would be limited to:
 - a) Attendance at national and regional committee meetings, and
 - b) Trips to deliver specific mutually agreed targets between the Regional Councillor and the Regional Director;
3. the budget line would be used to supplement other funding opportunities; and

requests the Director General to include provision in the IUCN Budget starting from 2019.

The Chair of FAC continued his verbal report explaining that the FAC had taken note of the delay in presenting draft staff rules for approval during this meeting due to prolonged staff consultations. The Secretariat had assured FAC that staff consultation would end by 10th of May 2018 and that draft staff rules will be finalized by August 2018 (the latest) and submitted for FAC approval through electronic meeting in August 2018. The FAC had emphasized the importance of having staff rules finalized and implemented as soon as possible as agreed by August 2018 the latest.

The Chair of FAC reported that the FAC had taken note of the report of the Head of Oversight (HoO) and asked the HoO to assess the root causes of reported non-compliances including assessing existing systems and internal control measures. The FAC had asked the secretariat to take proactive measures to reduce potential risks from happening in the future and to disseminate the Anti Fraud policy across the union and raise staff awareness about it.

The Chair of FAC continued his verbal report with an update on investments, resource mobilisation, information systems projects, the report of the Legal Adviser, membership dues and the General Data Protection Regulation.

At the conclusion of his presentation, the Chair of FAC invited the new IUCN Treasurer to comment. Nihal Welikala, Treasurer began by congratulating management for the excellent results in 2017 and offered three points. He first wanted to communicate to Councillors some information about the level of scrutiny used in approving the results. He explained that a level 1 scrutiny was used, i.e. the FAC committee spoke extensively with professional staff, looked at the budget, and accounts and also spoke with the External Auditors. He commented that for an organization like IUCN, made up of part-time volunteers, it is not presently possible to use a level 2 scrutiny, which is much more probing and goes into areas such as cyber security. Responsibility for this therefore now lies with IUCN management to monitor. The second point made by the IUCN Treasurer was on the nature of profit. Accountants differ in their calculations of profits, and as a result of this subjectivity, the world is moving towards more standardized approaches to calculating profits. IUCN should be aware that there could be a divergence between profit computed according to different accounting standards. There appears to be no obligation now for IUCN to adopt standardized accounting policies. A potential driver of change could be a donor agency which insists on adoption of standardized accounting policies across all its funding recipients. At present this does not appear to be an issue raised by donors. He has nevertheless spoken to CFO Mike Davis about tracking IUCN's revenue and looking at cash flow, in addition to profitability, in an effort to understand where cash surpluses or deficits originate. The final point made by Nihal Welikala was on financial sustainability and financial strategy, which forcibly follow the business strategy, and he would recommend that IUCN begin looking at a 5-year timeframe rather than a shorter one.

Several comments were made in the discussion that followed:

- Jennifer Mohamed-Katerere, Chair of GCC requested a correction to the presentation, stating that the Secretariat, and not the GCC, will prepare the TORs for consideration by the joint working group of GCC and FAC.

- Inquiring about the availability of a GDPR (General Data Protection Regulation) action plan, the Director General informed Council that the Secretariat had been working on one for the last year. Nevertheless, because IUCN is a complex organization with many constituent parts, thought needs to be given to the Commissions, as they hold a lot of data and must also comply with data regulations.
- In response to a question whether the WASA real estate was accounted separately, the CFO explained that the WASA accounts are consolidated with the IUCN financial statements.
- There was some concern expressed over problems mentioned in the report of the Oversight Unit and it was suggested that the Regional Councillors concerned should have the information. The Director General reported that it is the custom for the Head of Oversight to give a confidential briefing to the FAC about current 'cases' and these are then reported in an anonymous way to Council. She recommends continuing in this manner. Equally, the Report of the Legal Adviser on a limited number of legal actions, mostly related to labour law, is reported in camera to the FAC for oversight purposes.

LUNCH – Presentation of regional and global programs by:

- Cyrie Sendashonga, PhD, Global Director, Policy and Programme Group
- Dr Frank Hawkins, Director, IUCN North America Office

Wednesday 2 May 2018 from 14:30 to 18:00 - FIFTH PLENARY SITTING

Agenda Item 7. Reports of the standing committees of Council (Continued)

7.2 Report of the Governance and Constituency Committee (GCC) [*Council document C/94/7.2 - Report of the GCC to Council*]

Jennifer Mohamed-Katerere, Chair of GCC, reported that the written report had been circulated to members of Council, and that her verbal report would be limited to two issues from this report: Members whose rights were rescinded by the 2016 World Congress and the issue of appointing an additional Councillor under Article 38 of the Statutes. [*Supported with slides available as C/94/7.2 PPT Report of the GCC to Council*]

Item GCC13/2.5.1 - Members whose rights were rescinded by the 2016 World Congress

Article 13 of the Statutes stipulates that the rights of a Member with regards to elections, voting and motions will be rescinded when dues are one year in arrears; when two years in arrears, this is referred to the World Congress. At the last World Congress, the rights of 161 Members were rescinded. Of these, 120 Members were withdrawn post-Congress; 15 Members were no longer in rescission; 11 had agreed payment plans with the Secretariat; and 15, mainly States, remained on the rescission list. This represents a total of CHF 1.4m that are currently owed by membership dues, including dues for 2017–2018. Faced with the dilemma of how to deal with these debts, some of which are very old (some date back to 2012), the GCC requested the Director General to ask Regional Directors to scale up their face-to-face engagement with these remaining Members (mainly States) and to include Councillors in this, and to report back to GCC through UDG in three months' time. These remaining Members' rights will be rescinded should no agreement have been reached.

Item GCC13/1.5 - Appointment of an additional Councillor under Article 38 of the Statutes

The second issue from the GCC report is whether to appoint an additional Councillor to represent indigenous peoples' organizations, within the terms of Article 38(f). In a meeting in March 2018 in Costa Rica, the IPO (Indigenous Peoples' Organization) Members drafted a letter to Council requesting better representation and participation in Council. When considering this issue, the GCC Chair proposed a two-step process: to consider what interests, qualifications and skills are needed by the current Council, and whether they should be filled by an IPO Member representative. Following discussion with the CEESP Chair, GCC decided that at this time, with no other considerations on the table, that an IPO representative would be appointed as additional Councillor. When considering who to appoint as the IPO representative, the GCC discussed the requirements they would have liked to see in such a representative (e.g. better regional and gender balance, a particular set of skills), but finally decided to accept the nomination made by the IPOs, as it had been made collectively and was accepted by all 17 IPO Members. The GCC noted that it would be appropriate in the future to have a defined process for implementing Article 38(f), including e.g. that candidate CVs could be collected in advance and evaluated by Council in light of the requirements set by Council in advance. The GCC expressly wished to state that this action is not to be seen as creating a precedent, and that a letter needs to be sent to IPOs informing them of this fact.

During the discussion, the following point was made:

- A Council member informed Council that there is an increasing tendency in other international bodies to integrate different groups. While this could be considered positive, it can nevertheless become quite complex and may bring additional implications for international law as non-State actors are involved. However, given that IUCN is not an international organization and it has both State and NGO Members, IUCN is the organization best placed to accept an IPO representative as a member of Council. Given the risk of such "special seats" proliferating at the request of other interested parties, it was wise to state for the record that this decision does not set a precedent.

COUNCIL DECISION C/94/20

The IUCN Council,

On the recommendation of its Governance and Constituency Committee,

Requests the GCC to develop a proposal for Council to exercise its rights under Article 38(f) and make full use of the opportunity created by Article 38(f);

Requests the Director General and the Commissions to ensure the GCC is engaged in matters related to constituency;

Appoints Mr Francisco Ramiro Batzin Chojj (Guatemala) as additional Councillor in conformity with Article 38 (f) of the Statutes.

Subsequently, Jennifer Mohamed-Katerere informed Councillors that the GCC had also accepted the Council Handbook along with three performance-related tools, as recorded in the written report, and they would like to invite Councillors to a ceremony to sign the Performance Commitment organized by Luc De Wever, Secretary to Council at the end of the Council meeting.

Before the IUCN President invited Council to approve the GCC Report to Council, Luc De Wever, Secretary to Council, apprised Council of a modification which the President wished to make in the Performance Commitment whose adoption has been recommended by GCC as part of its Report to Council. The addition is for a paragraph (d) in section 1: Councillors commit to: (1) participate fully in the work of the Council by: ... (d) duly engaging in Council's role to set strategic direction and exercise oversight of IUCN bestowed upon me by IUCN Members as provided in the Statutes and Regulations. The Council accepted this modification.

Conflict of Interest Disclosure Form and related amendment to the Code of Conduct [Council document C/94/8.1 Recommendations from the Ethics Committee of Council]

Given that Council had just adopted the decision related to the Council Handbook, the President introduced the subject of the Conflict of Interest Disclosure Form recommended by the Ethics Committee as required by the Code of Conduct of IUCN Councillors and the related amendments to the Code of Conduct and proposed that it be added to the Council Agenda under Item 8 Any Other Business. Norbert Baerlocher, Councillor from Switzerland informed Council that under Swiss Law an association may not make any decisions on items included in the agenda under 'Any Other Business'. The IUCN Legal Adviser said that Council could decide to add it as a new item on the agenda, if there was a consensus to do so, while drawing attention to Regulation 54 which provides that a decision taken on a matter which was not in the draft agenda may be contested afterwards. The President would raise the subject again following consultations.

Written Report of the GCC to Council [Council document C/94/7.2 Report of the GCC to Council]

At the invitation of the President, the Council approved the report of the GCC to Council. [Note: including the Council decisions recommended by the GCC which were not discussed in Council but approved together with the Report in accordance with Regulation 59. These decisions are listed hereafter for the purpose of present a complete record of the decisions of the Council.]

COUNCIL DECISION C/94/12

The IUCN Council,

on the recommendation of its Governance and Constituency Committee (GCC),

Approves the admission of 11 organizations and/or institutions applying for membership; (**Annex 6**)

Defers the admission of the Association Française des Entreprises pour l'Environnement (France) – EPE, to such time when the Secretariat has undertaken a due diligence process and secured additional information;

Requests the Secretariat to undertake a due diligence process and to seek additional clarification from EPE on the record of its environmental work and its membership criteria;

Rejects the admission of Tajjijn (AITA Foundation) on the basis that they have insufficient track record of conservation. The AITA Foundation is invited to reapply in three years when they can provide more evidence of their track record.

COUNCIL DECISION C/94/13

The IUCN Council,

on the recommendation of its Governance and Constituency Committee,

Endorses the revised membership application/review and due diligence process, as detailed in **Annex 7**. The revised process includes but is not limited to the fact that all applications, regardless of the Secretariat's view of whether or not they comply with the Statutory requirements¹, shall be circulated to:

- i. Members so they can express their opinion on the applications;
- ii. Regional Councillors and National or Regional Committees for feedback.

¹ The exception is for cases in which the applicant does not meet one or more of the requirements listed in regulations 4-6 (e.g. 3 years' existence, not-for-profit, independent board). In such cases, the Secretariat has the discretion not to forward the applications for consideration by Members.

COUNCIL DECISION C/94/14

The IUCN Council,

on the recommendation of its Governance and Constituency Committee (GCC),

1. Approves the request from one current IUCN Member to change its membership category as follows: The Helsinki Zoo Foundation from Affiliate to NGO;
2. Takes note of the change of name of four current Member organizations as follows:

Country	Previous name	New name
Guatemala	Centro para la Investigación y Planificación del Desarrollo Maya SOTZ'IL	Asociación SOTZ'IL
Finland	Helsinki Zoo	Helsinki Zoo Foundation
USA	Consultative Group on Biological Diversity	Biodiversity Funders Group
Pakistan	National Rural Development Program	Rural Aid Pakistan

COUNCIL DECISION C/94/15

The IUCN Council,

on the recommendation of its Governance and Constituency Committee (GCC),

Approves the recognition of the Belize National Committee of IUCN Members.

COUNCIL DECISION C/94/16

The IUCN Council,

on the recommendation of the Governance and Constituency Committee (GCC),

Takes note of the revised Bylaws of the Paraguay National Committee of IUCN Members.

COUNCIL DECISION C/94/17

The IUCN Council,

On the recommendation of its Governance and Constituency Committee,

Approves the Terms of Reference for the Working Group referred to in WCC-2016-Res-003 (**Annex 8**) as well as the process to appoint the members of the Working Group presented in Council document C/94/GGC13/1.2 rev.

COUNCIL DECISION C/94/18

The IUCN Council,

On the recommendation of its Governance and Constituency Committee,

Approves the Terms of Reference for the external review of IUCN's governance. (**Annex 9**)

COUNCIL DECISION C/94/19

The IUCN Council,

On the recommendation of its Governance and Constituency Committee,

Adopts the following documents to be annexed to the Council Handbook²:

- the Performance Commitment for IUCN Councillors;
- the IUCN Councillor Activity Report, and
- the Self-Assessment of IUCN Council members and Evaluation of the IUCN Council Meeting;

Adopts the updated version of the Council Handbook (Document C/93/8 dated 17 November 2017, Annex 1) as required by Regulation 48*bis*. (**Annex 10**)

7.3 Report of the Programme and Policy Committee (PPC) [Council document C/94/7.3 Report of the PPC to Council]

[At the request of the President, Vice-President Ana Tiraa chaired the sitting for agenda items 7.3 and 8]

Jan Olov Westerberg, Chair of PPC, explained that the PPC is moving into a two-prong approach to its work. The first is to look into the implementation of the current Programme, see what has been achieved, and exercise the oversight entrusted to the Committee. The PPC discussed Programme reporting, which is a continual effort. It was noted with pleasure that the Programme and Project Portal will allow more and better information to be available. While not wanting to go into all the excellent reports reviewed by the committee, he did want to mention the tremendous amount of work taking place in the follow-up to Resolution 001 from the 2016 World Congress. There are over 1300 Resolutions from the beginning of IUCN, and many of them are obsolete and need to be retired, or the work has been completed. This follow-up work will be reported back to the next World Congress.

The second prong is to begin to prepare for the new Programme, and the Chair reported to Council that following a discussion with the Director General, the PPC would like to take a different approach for the 2021-24 IUCN Programme. The current One Programme structure has been used for the last two Congress periods, but the world is now a different place. To create a comprehensive, inspiring and forward-looking new Programme, another step of how to construct the new Programme including how to integrate the SDGs and align with the post-2020 prospects, needed to be added before elaborating the first draft of the new Programme. PPC will be looking at how to do this and to engage the Members in the process at this early stage. The timeline to create a new Programme is some 21 months, and the committee thinks it would

² These documents are available as Annexes 5, 6 and 7 of the Council Handbook (Annex 10 hereafter).

be good to engage Members before the Regional Conservation Fora. A draft Programme will be available at the latest in Spring 2019.

The Chair of PPC then introduced two decisions brought by the PPC to Council for their endorsement, one about the Global Institute of Prosecutors for the Environment and the other about the Brasilia Declaration of Judges on Water Justice.

During the ensuing discussion about the draft decision concerning the Brasilia Declaration of Judges on Water Justice, a note of caution was sounded if Council, instead of Congress, adopted policy guidance on which IUCN Members, in particular State Members, may have strong views. On the other hand, as the Declaration represented many things that IUCN was already promoting including water justice, IUCN should promote this initiative rather than noting it. To strike a balance, Council amended to read at the end: "...promote awareness of the Declaration." Denise Antolini, Deputy Chair of WCEL pointed out that the Declaration contained a disclaimer. This is not a negotiated text, but an articulation of principles by judges, none of whom represent their countries or institutions; a way of articulating a conversation among many different judges, countries and legal systems. It is not binding and in fact the language is very soft law and aspirational. It is also the signature product of the Global Judicial Institute for the Environment, an initiative of WCEL that required extensive work.

COUNCIL DECISION C/94/7

The Council,

on the recommendation of its Programme and Policy Committee (PPC),

welcomes and endorses the proposal of the World Commission on Environmental Law (WCEL) for the establishment of a Global Institute of Prosecutors for the Environment; and encourages all constituent parts of the Union, including IUCN Members, to contribute to the development of the Institute and to work with the WCEL and its partners as it implements this undertaking.

COUNCIL DECISION C/94/8

The Council,

on the recommendation of the Programme and Policy Committee (PPC),

welcomes and endorses the recommendation of the World Commission on Environmental Law (WCEL) to support the Brasilia Declaration of Judges on Water Justice [10 Principle Declaration] adopted at the 8th World Water Forum held in Brasilia (Brazil) on 21 March 2018; and encourages all constituent parts of the Union, including IUCN Members, to promote awareness of the Declaration.

COUNCIL DECISION C/94/22

The IUCN Council,

on the recommendation of the standing committees of the Council,

approves the written reports of the standing committees of the IUCN Council ³, revised as the case may be during the Council meeting:

1. Governance and Constituency Committee (**Annex 11**).
2. Programme and Policy Committee (**Annex 12**); and
3. Finance and Audit Committee (**Annex 13**).

5.2 Council's strategic objectives and priorities 2017-20 (Continued) *[Slides available as Council documents C/94/5.2a PPT IUCN value proposition revised]*

Following agreement earlier in the meeting to further discuss IUCN's value proposition under Agenda Item 5.2, Peter Cochrane presented Council with a new version of IUCN's value proposition in which he had addressed the issues on governance, communities of practice and sustainable development raised during the first discussion of this topic. He reminded Council that this statement refers to IUCN's value to Members. It was not submitted for approval but merely to be noted when drafting the new Membership Strategy. The point was made that Council should leave the Union Development Group some leeway to make minor edits to the text, as long as the spirit of the text remains. The Director General applauded the statement as being a good example of how Council views the forward-looking movement of the Union and thanked Peter Cochrane.

Agenda Item 8. Any other business

Conflict of Interest Disclosure Form and related amendment to the Code of Conduct (Continued) *[Council document C/94/8.1 Recommendations from the Ethics Committee of Council]*

Resuming the discussion of the recommendations emanating from the Ethics Committee, Luc De Wever, Secretary to Council provided some history on the issue. The IUCN Code of Conduct requires Councillors to sign each year a Conflict of Interest Disclosure Form. This form was prepared by the Ethics Committee for the November 2017 Council meeting and distributed at that time to Councillors as an annex to the Code of Conduct, which is itself an annex to the Council Handbook, for discussion under Council Agenda Item 8 - Council Handbook. Following discussion at the November meeting, the President announced that the performance tools, including the disclosure form, required further work as the Bureau had requested the GCC to study whether the Performance Commitment could be merged with the Conflict of Interest Declaration Form, and the discussion of the final version would be postponed until the next Council meeting. It was anticipated that the

³ Council decisions presented in the written reports of the standing committees which were approved by Council are listed separately in the present document.

disclosure form and amendment to the Code of Conduct would be submitted for approval as part of the revised Council Handbook and therefore subsumed under Agenda Item 1.4 of the 94th Council meeting. However, the GCC discussed the Council Handbook at its meeting on 30 April 2018 and approved the Performance Commitment as a stand-alone document, separating it from the disclosure form. In addition, on 1 May 2018, the Ethics Committee had submitted a revised version of the Conflict of Interest Disclosure Form and the related amendment to the Code of Conduct. The Council Handbook with the performance tools was approved by Council earlier today, leaving the disclosure form and the amendment to the Code of Conduct to be discussed as a new item.

The Secretary to Council continued explaining that earlier in the meeting, the President had suggested to consider this matter under Agenda Item 8. Any Other Business. However, a procedural issue was raised that under Swiss Law an association may not make any decisions on items included in the agenda under 'Any Other Business'. Based on a suggestion from the Legal Adviser, the Secretary to Council proposed Council to add a new item to the agenda.

The IUCN Councillor from Switzerland, Norbert Baerlocher, informed Council that Swiss law stipulates that changes can be made to an agenda only under specific conditions and that these conditions must be clearly laid out in the Statutes of the association. However, Regulation 54 allows changes to be made to the "draft agenda". Once the agenda is approved, it can no longer be changed and it becomes binding, thereby ensuring that all interested parties can be included in the discussions. He would therefore object to a decision to approve a new agenda item or add it under "Any other business". However, taking into account the fact that these documents had indeed been circulated previously to all Council members who expected that a decision was to be made at this Council meeting, Norbert Baerlocher would not object to taking a decision on the matter under another item already on the agenda.

To the suggestion that this matter be considered under Agenda Item 7.2 Report of the GCC to Council which had recommended the approval of the Council Handbook, the Chair of GCC raised an objection as the GCC did not see the Ethics Committee amendments made to the disclosure form and the Code of Conduct, and could therefore not be attributed to the GCC, especially as the GCC Report had already been approved by Council. Based on the fact that this subject is not urgent, Vice-President Ana Tiraá as Chair proposed and Council agreed that this issue be postponed until the next Council meeting.

- 8.1 Jonathan Hughes took this opportunity to provide Council with a brief report from the Urban Task Force, which had an excellent meeting. In virtually every Council discussion, urban issues and rapid urbanization have come up, attesting to the gathering momentum behind IUCN working and occupying a niche within the urban-nature agenda in the coming years. Some seed money should enable development of the Urban Alliance, that will lead to work on a new knowledge product on urban ecosystem health, and there are many other potential initiatives as well. The task force wishes to make a specific request for the urban agenda to figure prominently at the next World Congress, perhaps in the form of a pavilion that would signal to the world how seriously IUCN takes the urban issue.
- 8.2 Taking note of the very fruitful discussion over the last two days, including decisions on the host country and venue for the next World Congress, Malik Amin Aslam Khan, Vice-President emphasised caution regarding the date. The decision on the date was in part based on the intention of the French Government to convene a meeting of high-level leaders, and he urged the IUCN President and Director General to ensure that France does its best to organize this high-level dialogue. He referred to lost opportunities in the past. The Director General agreed with the previous point and reported that this issue had already been raised with the Minister, but will be done so again. She pointed out, however, that IUCN needed to be aware that Heads of State attended events like the Congress to talk with other Heads of State and this fact needed to be kept in mind when orchestrating the event. She went on to challenge IUCN and the host country, as well as the Mayor of Marseille, to think outside the box and make use of the many interesting things that could be done.
- 8.3 The President then informed Council that as required by the Statutes, the Director General must have an annual performance assessment consisting of anonymous 360° feedback through an independent third-party organization and the DG's self-assessment. The reforms undertaken since the last session of Council now require that all four Vice-Presidents, in addition to the President, be involved in this evaluation. The first assessment form sent shortly before this Council meeting gave rise to some criticism from Council members, the Commission Chairs as well as members of the DG's Leadership Team. Taking into account their advice, these problems have now been dealt with, and a revised version of the 2016–2017 assessment has been redrafted and accepted by the President and the Vice-Presidents. Several points were agreed as a result of the issues raised. First, performance assessments must be done in a timely manner. Second, evaluations will be kept anonymous and to this end appropriate tools will be used to retain confidentiality, with only the President being privy to individual comments. Third, starting in 2019 there will be funding allocated in the budget to engage an independent third-party organization to conduct the performance assessments. The President informed Council that the four Vice-Presidents wished to emphasise the following: (1) the Director General strongly agrees with the assessment being undertaken by the governing body; (2) this was a collective effort by all Vice-Presidents; and (3) they appreciate the time spent during the night by those who redrafted the document.

Signing of the Performance Commitment for IUCN Councillors

The IUCN President invited Councillors to sign the Councillors' Performance Commitment, as mentioned previously by the GCC Chair. He first recognised the extensive work done by the GCC and sub-committee chaired by Tamar Pataridze and asked her to read the document in its entirety. Councillors were then asked to sign a hard copy.

The IUCN President's concluding remarks

The IUCN President first expressed his thanks to Council members, Commission Chairs, task forces and Standing Committees, and his four Vice-Presidents, and then his appreciation to the Director General and Secretariat for preparing the logistics required to make this an efficient meeting. Many important decisions have been made, not the least of which is a decision on the host country, city and date for the 2020 World Congress. He emphasised that Council must be accountable to Members for delivering a milestone at the 70th celebration, showing IUCN to be the great leader of the environmental movement that it is. Likewise, the President strongly urged all members of Council and its various committees to work closely with the Commissions, Secretariat, host country/city and all IUCN's international partners to make the 2020 World Congress a great success.

The meeting was adjourned.

Prepared by Luc De Wever, Secretary to Council



Council members present at the 94th Council meeting
(29 April – 2 May 2018)

Annex A

PRESIDENT

Mr ZHANG Xinsheng, China

TREASURER

Mr Nihal Welikala, Sri Lanka/UK

REGIONAL COUNCILLORS

Africa

Mr Mamadou Diallo, Senegal
Ms Jesca Eriyo Osuna, Uganda
Mr Ali Kaka, Kenya
Ms Jennifer Mohamed-Katerere, South Africa

Meso and South America

Mr Marco Vinicio Cerezo Blandon, Guatemala
Ms Jenny Gruenberger, Bolivia
Mr Lider Sucre, Panamá

North America and the Caribbean

Mr Rick Bates, Canada
Mr Sixto J. Inchaustegui, Dominican Republic
Mr John Robinson, USA

South and East Asia

Mr Malik Amin Aslam Khan, Pakistan
Mr Amran Hamzah, Malaysia
Mr Masahiko Horie, Japan
Mr Mangal Man Shakya, Nepal
Mr Youngbae Suh, Republic of Korea

West Asia

Mr Said Ahmad Damhoureyeh, Jordan
Mr Ayman Rabi, Palestine

Oceania

Mr Andrew Bignell, New Zealand
Mr Peter Michael Cochrane, Australia
Ms Anna Elizabeth Tiraa, Cook Islands

East Europe, North and Central Asia

Ms Tamar Pataridze, Georgia

West Europe

Ms Hilde Eggermont, Belgium
Mr Jonathan Hughes, United Kingdom
Mr Jan Olov Westerberg, Sweden

COMMISSION CHAIRS

Commission on Ecosystem Management

Ms Angela Andrade, Colombia

Commission on Education and Communication

Mr Sean Southey, Canada/South Africa

Commission on Environmental, Economic and Social Policy

Ms Kristen Walker Painemilla, USA (29-30 April)
Ms Ameyali Ramos, Deputy Chair (1-2 May)

Species Survival Commission

Mr Jon Paul Rodriguez, Venezuela

World Commission on Environmental Law

Mr Antonio Herman Benjamin, Brazil (29 April – 1 May)
Ms Denise Antolini, Deputy Chair (1-2 May)

World Commission on Protected Areas

Ms Kathy MacKinnon, United Kingdom

COUNCILLOR FROM THE STATE IN WHICH IUCN HAS ITS SEAT

Mr Norbert Baerlocher, Switzerland

DIRECTOR GENERAL

Ms Inger Andersen

94th Meeting of the IUCN Council

Gland, 29 April – 2 May 2018

Agenda approved by Council

(v6.1 dated 30 April 2018)

For information: preliminary and other meetings (all meetings will be held at the Secretariat HQ unless indicated otherwise)	
Bureau of the Council	28 April 09:00-17:00
Chairs of the Commissions	27 April 18:00-19:00
President, DG & Commission Chairs (annual evaluation)	27 April 18:00-19:00
Private Sector Task Force	29 April 13:30-15:30
Urban Task Force	29 April 15:30-17:30
Climate Change Task Force	28 April 10:00-12:00
Pre-Working Group on WCC-2016-Res-003	29 April 13:30-15:30
GCC Task Force on the motions process	29 April 15:30-17:30
GCC Task Force Council Handbook performance tools	29 April 12:30-13:30 + 17:30-18:30

Note: the membership of the standing committees, Bureau, task forces and working groups is presented in the chart of "Subsidiary bodies of the IUCN Council 2016-20".

Sunday, 29 April 2018 AM and Monday 30 April 2018

(Location: Secretariat HQ)

Time	Agenda Item/Content ¹	Documents
	<p>Meetings of the standing committees of the IUCN Council</p> <p><i>The agendas of the committees constitute an integral part of the Council agenda.</i></p> <p><i>Sunday afternoon 29 April will be reserved for meetings of task forces and other groups established by the committees.</i></p>	
29 Apr 9:00- 12:30 + 30 Apr 9:00- 12:30 & 14:00- 18:00	<p>Programme and Policy Committee (PPC) (43rd meeting) (Red List A)</p> <ol style="list-style-type: none"> 1. IUCN Annual Report 2017 (<i>Incl. implementation of the IUCN Programme by the Secretariat and the Commissions</i>) 2. Specific Programme and Policy issues <ol style="list-style-type: none"> 2.1 Update on the implementation of 2016 Congress Resolutions and Recommendations 2.2 Update on the post-2020 global biodiversity framework 2.3 Update on IPBES-IUCN partnership 2.4 Update of IUCN's Policy on Gender Equality 3. Follow-up on assignments 4. Reports from Task Forces established by the PPC 5. Council's Global Oceans Focal Person: draft terms of reference and report by Peter Cochrane 6. Other issues announced in advance <ol style="list-style-type: none"> 6.1 Discussion of a roadmap for the development of the IUCN Programme 2021-24 6.2 Global Institute of Prosecutors for the Environment 6.3 Brasilia Declaration of Judges on Water Justice 	<p>Agenda with timing</p> <p>C/94/PPC43/1 rev2</p> <p>C/94/PPC43/2.1</p> <p>C/94/PPC43/5</p>

¹ Color code: Strategic direction Oversight Fiduciary responsibilities and accountability

<p>29 Apr 9:00- 12:30 + 30 Apr 9:00- 12:30 & 14:00- 18:00</p>	<p>Finance and Audit Committee (FAC) (64th meeting) (<i>Think Tank</i>)</p> <ol style="list-style-type: none"> 1. Welcome and approval of the agenda 2. Review the minutes of the previous meeting and check the follow up points and decisions taken and where they stand 3. Report from the Head of Oversight 4. Risk management – review and approval of the Enterprise Risk Management Policy 5. Report from the Legal Adviser 6. Report of the Sub-Committee on Council travel 7. Review and approval of the audited financial statements for 2017 <ul style="list-style-type: none"> • Review of results • Report of the auditors • Approval of financial statements 8. Investment update and portfolio performance 9. Financial results for Q1 and outlook for the year 10. Resource mobilisation update 11. Membership Dues 12. Global Data Protection Regulation 13. Update on information systems projects 14. Update on the review of the HR staff rules 15. Financial planning post-2020 16. Any other business 	<p>See footnote²</p> <p>Agenda with timing</p> <p>C/94/FAC64/4/1 C/94/FAC64/4/2</p> <p>C/94/FAC64/6</p> <p>C/94/FAC64/7a C/94/FAC64/7b (PwC) C/94/FAC64/7c (PwC)</p> <p>C/94/FAC64/8</p> <p>C/94/FAC64/9</p> <p>C/94/FAC64/10</p> <p>C/94/FAC64/13</p>
<p>29 Apr 9:00- 12:30 + 30 Apr 9:00- 12:30 & 14:00- 18:00</p>	<p>Governance and Constituency Committee (GCC) (13th meeting) (<i>Red List B</i>)</p> <ol style="list-style-type: none"> 1. <u>Governance issues:</u> <ol style="list-style-type: none"> 1.1 Amendments to the Statutes, Rules and Regulations resulting from the Bureau’s working group including a proposal to amend Regulation 45bis (IUCN Council Global Focal Persons) - subject to review by the Bureau 1.2 Update on the implementation of Resolution WCC-2016-Res-003 – Including regional governments in the structure of the Union 1.3 Review of IUCN’s Governance 1.4 Council Handbook (consideration of Performance Tools and approval of the Handbook) 1.5 Proposal from IUCN Indigenous Peoples’ Organizations for the appointment of an additional appointed Councillor under Article 38 (f) of the IUCN Statutes 2. <u>Constituency issues:</u> <ol style="list-style-type: none"> 2.1 Membership applications, incl. <ol style="list-style-type: none"> 2.1.1 Update on e-vote on IFAW 2.1.2 Membership applications review process³ 2.2 Members’ name or category changes 	<p>Agenda with timing</p> <p>C/94/GCC13/1.2 rev1 C/94/GCC13/1.2/2 (Summary document)</p> <p>C/94/GCC13/1.3</p> <p>C/94/GCC13/1.4 C/94/GCC13/1.4/2</p> <p>C/94/GCC13/1.5</p> <p>C/94/GCC13/2.1</p> <p>C/94/GCC13/2.1.2</p> <p>C/94/GCC13/2.2</p>

² All documents of the FAC are available to all Council members with the exception of the Report of the Head of Oversight and the Report of the Legal Adviser which are only distributed to the FAC members.

³ Continuation of the discussion held in GCC during the 93rd Council meeting, on the basis of the document prepared in November 2017.

<p>2.3 Update on the Membership Strategy</p> <p>2.4 National/Regional Committees, incl.</p> <p>2.4.1 Recognition of the National Committee of Belize</p> <p>2.4.2 Revised Bylaws of the Paraguay National Committee and the Caribbean Regional Committee</p> <p>2.4.3 Update from the Global Group on National/Regional Committee development (WCC-2016-Res-002)</p> <p>2.4.4 Paper on the establishment of Interregional Committees</p> <p>2.4.5 Commissions' rights within National/Regional Committees</p> <p>2.5 Membership dues</p> <p>2.5.1 Update on Members whose rights were rescinded by the 2016 Congress and Members whose rights will be rescinded by e-vote in 2018</p> <p>2.5.2 Dues re-assessment process for NGOs</p> <p>2.6 Issues regarding the membership admission criteria for International NGOs</p> <p>2.7 GCC work plan (if not finalised prior to Council)</p> <p>3. World Conservation Congress</p> <p>3.1 Date and place of the 2020 IUCN World Conservation Congress</p> <p>3.2 Update on the implementation of the Guidelines for Sponsored Delegates at the 2016 Congress</p> <p>3.3 Update of the motions process</p> <p>3.4 2020 Congress Preparatory Committee: TOR & process for nominations</p> <p>4. Any other business</p>	<p>C/94/GCC13/2.4.1</p> <p>C/94/GCC13/2.4.2</p> <p>C/94/GCC13/2.4.2 Annex 1 in Word</p> <p>C/94/GCC13/2.4.3</p> <p>C/94/GCC13/2.4.4</p> <p>C/94/GCC13/2.7</p> <p>C/94/GCC13/3.1 (confidential)</p> <p>Appendices 1 (confidential)</p> <p>Appendices 2 (confidential)</p> <p>C/94/GCC13/3.3</p> <p>C/94/GCC13/3.4</p>
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Monday evening 30 April 2018

(Main room)

18:30-20:30	Dinner of the Council members with the right to vote
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Tuesday, 1 May 2018

(Location: Main Room)

9:00-9:15	Agenda Item 1: <u>The President's opening remarks and approval of the agenda</u>	C/94/1 (present agenda) C/94/1/2 (comments IUCN Members)
9:15-9:30	Agenda Item 2: <u>Report of the President and matters brought forward by the Bureau</u> (<i>unless included under other relevant items of the present agenda</i>)	C/94/2 (DEC B/74/1)
9:30-11:00	Agenda Item 3: <u>Report of the Director General</u>	
11:00-12:30	Agenda Item 7.2: <u>Report of the Governance and Constituency Committee (GCC): Date and place of the 2020 IUCN World Conservation Congress</u> (Item 3.1 on the agenda of GCC13)	

12:30-14:00	Lunch	
14:00	Agenda Item 4: <u>Annual Council session on the performance of the Commissions</u>	
14:00-15:30	4.1 Presentations by the six IUCN Commission Chairs on the activities of their Commissions <i>Complementing the written reports of the Commissions incorporated in the document "IUCN Annual Report 2017" which will be discussed under PPC agenda item 1. Each Chair presents for 15' followed by Q&A.</i>	
15:30-16:30	4.2 Discussion on the performance of the Commissions ⁴ <i>This is the first time since Council decision C/88/7 (2016) that such a session is held based on the results of the Commissions' first full year of activity since the 2016 Congress (Cf. document "IUCN Annual Report 2017").</i>	
16:30-18:30	Agenda Item 5: <u>Strategic discussion</u>	
	5.1 Enterprise Risk Management <ul style="list-style-type: none"> Approval of the Enterprise Risk Management policy, taking into account the recommendations of the FAC (<i>cf. FAC agenda item 4</i>) Approval of Risk Appetite Statement 	See C/94/FAC64/4/1 See C/94/FAC64/4/2
	5.2 Council's strategic objectives and priorities 2017-20 <ul style="list-style-type: none"> Recommendations of a Council working group (<i>to be established as agreed during the 93rd Council meeting</i>) 	
	5.3 Improving IUCN's governance <ul style="list-style-type: none"> Update from the Bureau's working group to identify areas for improving IUCN's governance Recommendations of the GCC on amendments to the Statutes, Rules and Regulations (<i>cf. GCC agenda item 1.1</i>) 	C/94/5.3
18:30-20:30	Agenda Item 6: <u>Council's working dinner with the Director General</u> (Location: Think Tank)	

Wednesday, 2 May 2018

(Location: Main Room)

Time	Agenda Item	Document/Content
9:00	Agenda Item 7: <u>Reports of the standing committees of the Council</u>	
9:00-11:00	7.1 Report of the Finance and Audit Committee (FAC) ⁵	C/94/7.1

⁴ As part of the "Enhanced practices and reforms of IUCN's governance" approved by Council in April 2016 (decision C/88/7), Council:

- modified the Regulations to clarify that between sessions of the Congress the Commissions report to the Council through the Commission Chairs;
- enhanced its oversight of the work of the Commissions through strengthened annual performance reporting by the Chairs to the Council on outputs, outcomes, impact and resources raised against the Commission's work plan approved at the beginning of each term. This is to be integrated into the overall Union monitoring and reporting framework. [next page]
- decided to conduct once a year a session of Council, with the Director General, to discuss the performance of the Commissions.

⁵ Continuing a practice from the previous term, the order in which committees present their reports rotates at each meeting (C92: PPC, FAC, GCC; C93: GCC, PPC, FAC).

11:00-12:30	7.2 Report of the Governance and Constituency Committee (GCC)	C/94/7.2
12:30-14:00	<p>Lunch Presentation of Regional and Global Programs by:</p> <ul style="list-style-type: none"> • Cyrie Sendashonga, PhD, Global Director, Policy and Programme Group • Dr Frank Hawkins, Director, IUCN North America Office <p><i>Continuing the longstanding practice of Regional and/or a Global Thematic Directors presenting their work priorities, achievements and challenges with the purpose of enabling Council members to familiarize themselves with the decentralized Secretariat. (Lunch buffet served in Red List A & B)</i></p>	
14:00-16:00	<p>Agenda Item 7 (continued): Reports of the standing committees of the Council</p> <p>7.3 Report of the Programme and Policy Committee (PPC)</p>	C/94/7.3
16:00-18:00	<p>Agenda Item 8: Any other business</p>	

Policy on Enterprise Risk Management

Version 2.0 April 2018

Approved by the IUCN Council at its 94th meeting (May 2018), Decision C/94/4

Code Version Control and History: Policy on Enterprise Risk Management

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Developed by	Office of the Director General
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Approved by	Council
Applicable to	IUCN Secretariat
Purpose	The IUCN Policy on Enterprise Risk Management outlines the principles of the internationally recognised risk management systems as applicable to IUCN.
Related Documents	IUCN Policy on Internal Control [forthcoming] IUCN Guide to Internal Control Risk Control Self-Assessment Checklists
Distribution	Sent to all staff members world-wide, available on the IUCN Union Portal (intranet), provided for information to all partner organisations and suppliers with contracts with IUCN, and available on request.

Document History

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1. Introduction

As the largest conservation organisation in the world with unique breadth of expertise and global reach, International Union for the Conservation of Nature (IUCN) has a unique ability to take informed risks to achieve greater value for its stakeholders – including its Members, donors and partners.

Like all entities, it faces uncertainty in the pursuit of value. An “uncertainty” is generally understood to be something not completely known, or the condition of not being sure of something. Risk involves uncertainty and affects an organisation’s ability to achieve its strategy and business objectives. Therefore, one challenge for management is determining how much uncertainty, and therefore how much risk, the organisation is prepared and able to accept.

IUCN recognises that the complexity of risk has substantially changed and new risks have emerged. It also recognises that its stakeholders have enhanced their awareness and oversight of Enterprise Risk Management (ERM) while asking for improved risk reporting. Effective Enterprise Risk Management enables management to balance exposure against opportunity, with the goal of enhancing capabilities to create, preserve, and ultimately realise value.

What is Enterprise Risk Management and why is it important?¹

- An oversight tool for management to enhance capturing of strategic, financial, operational, compliance, reputational and external risks surrounding the business environment.
- An ERM system should be fit-for-purpose and provide a complete and accurate view of the risk profile. If it does not, there is a potential of being exposed to increased scrutiny from stakeholders.

The purpose of this policy² is to:

- incorporate a common and consistent approach to risk management into the culture and strategic planning processes of the organisation that supports decision making and resource allocation.
- apply a consistent approach to risk management to support the Union’s governance responsibilities for setting strategic direction and policy guidance, providing oversight and guidance on the performance of the components of the Union and fulfilling its fiduciary responsibilities³.
- establish appropriate measures to address unfavourable impacts from risks and favourable benefits from opportunities.
- foster a transparent approach to risk through appropriate communication.

Enterprise Risk Management is about creating an appropriate and responsive risk environment within the organisation. It is an integral component of IUCN’s accountability framework and is integrated within governance and internal control systems (see figure 1).

¹ Adapted from PwC (no date), Enterprise Risk Management: Rethinking risk from a different perspective. Available at <https://www.pwc.com/m1/en/services/assurance/risk-assurance/enterprise-risk-management.html>

² Adapted from Trent University, 2013. Available at

<https://www.trentu.ca/riskmanagement/sites/trentu.ca.riskmanagement/files/documents/ERMpolicyDec62013.pdf>

³ See IUCN Statutes, §37(b)(i) to (iii)

Figure 1
Integrated governance, risk management, control/compliance systems



IUCN’s Enterprise Risk Management is based on an understanding of trade-offs between managing negative risks and impacts – on the one hand – and maximising our likelihood of delivering our Mission – on the other. An effective ERM allows IUCN management to: identify and treat risk throughout the organisation; identify opportunities and threats; encourage proactive management and better informed strategic decision taking; and effectively allocate and use resources for risk treatment.

Table 1 provides a breakdown of roles and responsibilities in the implementation of this policy.

Table 1
Summary of ERM roles and responsibilities

Council	Provides policy, oversight and review of Enterprise Risk Management. Approves Risk Appetite Statement
Finance and Audit Committee (FAC)	Performs regular review of Enterprise Risk Management activities, including Enterprise Risk Management Plan
Director General	Drives culture of risk management and chairs Risk Management Committee
Head, Planning, Monitoring, Evaluation and Risk Management	Continuously improves supporting procedures and guidance. Provides support to Risk Management Committee. Updates ERM Plan
Leadership Team ⁴	Ensure staff in their units comply with Enterprise Risk Management policy including by fostering a culture where risks can be identified and escalated
Staff	Comply with Enterprise Risk Management policy and supporting procedures and guidance

⁴ See <https://www.iucn.org/about/senior-management/leadership-team>

2. Policy statement

IUCN commits to ensuring that Enterprise Risk Management practices are consistently applied to its processes and operations to drive effective and accountable decision making and management practice. The Enterprise Risk Management Policy requires risk identification, analysis, evaluation and response on a recurrent basis.

3. Scope

This Policy is applicable to all IUCN staff. External and internal risk factors that could potentially affect performance of the organisation against stated objectives are identified and reported in risk registers. These are reviewed by the Risk Management Committee and are subsequently reported to Council.

IUCN's risk management methodology is applied at all levels within its relevant internal and external context. This includes entity-wide elements such as IUCN's strategic objectives but also the regional specific context (e.g. the particular group of stakeholders an office interacts with).

It should be noted that this policy does not cover Project risk management, only Enterprise risk management. Although couched in similar language and using similar tools, and whilst one can be impacted by the other, these are two fundamentally different approaches to risk management (see [table 2](#)). Separate guidance covers project management, including project risk management.

Table 2
Enterprise risk management vs Project risk management⁵

Enterprise risk management	Project risk management
<ul style="list-style-type: none">• is about culture – it is about cultural transformation of the organisation• Enterprise view is on the organisation and particularly strategic planning and how oversight of the organisation is accomplished• Focus on risks associated with strategic planning process• Embedded within organisation's approach to governance and oversight• Looks at how the organisation is run at the highest level	<ul style="list-style-type: none">• is transactional in nature – it looks at risks associated with a given project, where risks get identified, analysed and get addressed.• Project view is around a single initiative and how that is approached• Embedded within approach to Project Management

⁵ Adapted from Mark E. Mullaly, 2016. Enterprise and Project Risk: separated at birth?

4. Terms and definitions

Enterprise risk management. Coordinated activities to direct and control an organisation with regard to risk. It is applied in strategy-setting throughout the organisation. Internal control is encompassed within and is an integral part of enterprise risk management.

Event. The occurrence or change of a particular set of circumstances. An event always has a cause (or several causes), can have one or more occurrences, and a consequence. An event is sometimes referred to as an “incident” or “accident”. An event without a consequence is referred to as a “near miss”.

Inherent (gross) risk. The risk to an organisation in the absence of any actions management might take to alter either the risk’s likelihood or impact.

Impact (consequence). Result or effect of an event. There may be a range of possible impacts associated with an event. The impact of an event can be positive or negative relative to the organisation’s related objectives.

Likelihood (probability). The chance of something happening.

Current (residual or net) risk. The remaining risk after management has taken action to alter the risk’s likelihood or impact.

Risk. The effects of uncertainty on organisational objectives. An effect is a deviation from the expected — positive and/or negative. It is best practice to formulate risk in the term of “future event”.

Risk appetite. The broad-based amount of risk an organisation is willing to accept in pursuit of its mission.

Risk assessment. The overall process of risk identification, risk analysis and risk evaluation.

Risk level. Magnitude of a risk or combination of risks, expressed in terms of the combination of impact and their likelihood.

Risk manager. A designated person responsible for facilitating and coordinating the management of risk.

Risk owner. The person or entity with the responsibility to manage a risk.

Risk profile. A description of any set of risks. The set of risks can contain those that relate to the whole organisation, part of the organisation, or as otherwise defined.

Risk register. A risk management tool that serves as record of all risk identified by the office. For each risk identified, it should include information such as likelihood, impact, treatment options, etc.

Risk tolerance. The acceptable variation relative to the achievement of an objective.

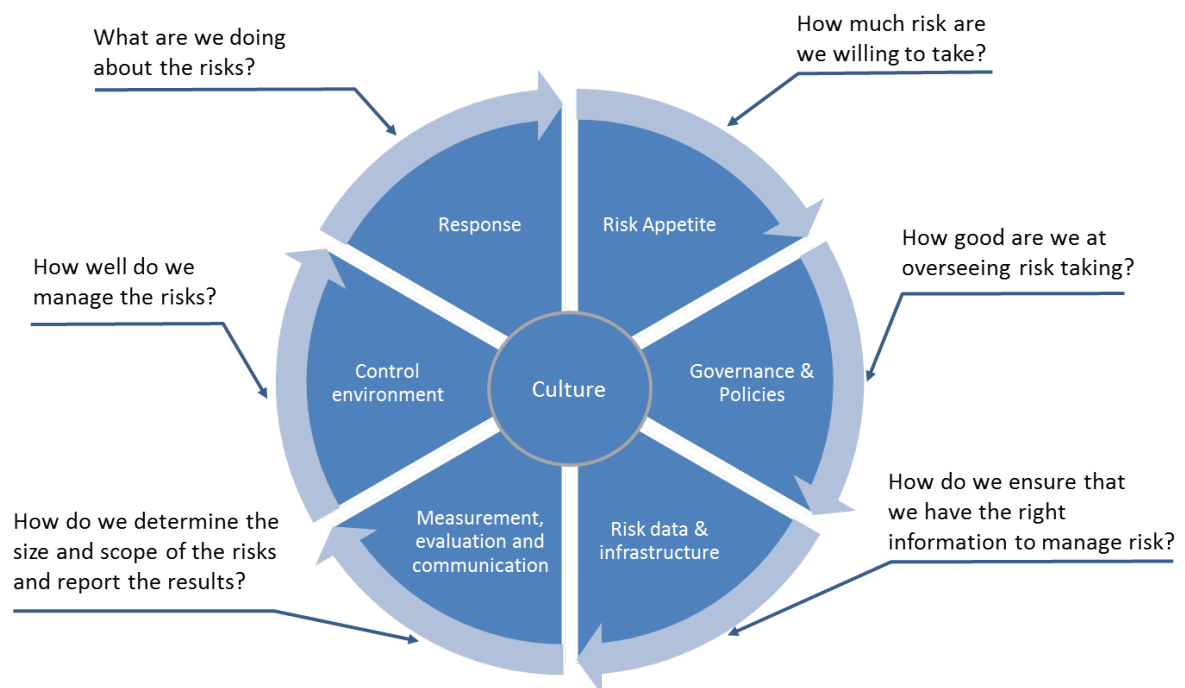
Risk treatment⁶. A measure to modify risk. Risk treatment can involve: avoiding the risk by deciding not to start or continue with the activity that gives rise to the risk; taking or increasing risk in order to pursue an opportunity; removing the risk source; changing the likelihood; changing the consequences; sharing the risk with another party or parties; retaining the risk by informed decision. Risk treatments that deal with negative consequences are sometimes referred to as “risk mitigation”, “risk elimination”, “risk prevention” and “risk reduction”. It should be noted that risk treatment in itself can create new risks or modify existing risks.

Target risk: The desired level of risk consistent with established risk tolerance and appetite.

5. Enterprise risk management framework

The enterprise risk management framework is the overall structure within which IUCN oversees and manages risk to help ensure the fulfilment of its strategic and business objectives. ERM is, in essence, the capability to effectively answer the questions in figure 2.

Figure 2
Enterprise Risk Management Framework⁷



⁶ Adapted from ISO Guide 73:2009, Risk management -- Vocabulary

⁷ Adapted from Risk Management Association. Components, which are reviewed in the following subsections, are meant to be dynamic, i.e. carried out back and forth in any sequence. See <https://www.rmahq.org/erm-framework/>

5.1 Risk Appetite⁸

HOW MUCH RISK
ARE WE WILLING TO
TAKE?

Risk management operates in the context of the organisation's goals and objective (business strategy). Asking the basic question "what is our strategy and associated risks?" allows the organisation to assess the risk implied in that strategy and determines the level of risk it is willing to assume in executing that strategy.

A risk appetite statement formalises the level of risk an organisation is willing to take related to its business objectives. This "risk philosophy" should be based on the organisation's vision, mission, strategic plan.

At any one time, an organisation needs to know how much risk is being taken on, what value the organisation is deriving from taking on that risk and whether or not the controls and processes in place are sufficient to reduce that risk to a level (current risk) that the organisation is comfortable retaining.

An initial framing of IUCN's exposure to risk includes the following categories: strategic, financial, operational, compliance, reputational, and external (see annex 1).

Council approves the overall risk appetite and risk tolerances that align with stakeholder expectations⁹. Management develops and executes strategies and plans that are consistent with Council's mandate on risk taking. The Risk Appetite Statement is typically reviewed annually or whenever there is a significant change to the Union's operating environment.

5.2 Governance & policies

HOW GOOD ARE
WE AT OVERSEEING
RISK TAKING?

Culture is a core aspect, arguably the most important aspect, of an ERM framework. Culture is developed and shaped by staff at all levels by what they say and do. It is people who establish IUCN's strategy, and business objectives and put enterprise risk management practices in place. Similarly, enterprise risk management helps staff understand risk in the context of IUCN's strategies and business objectives.

Culture, governance and policies (describing to stakeholders what the organisation is willing to do and not to do) collectively help an organisation manage its risk-taking activities.

Clear responsibilities in addressing risk and control and how efforts are coordinated is presented in figure 3. This illustrates IUCN's delineation of roles and responsibilities for risk and control management, as adapted from the Three Lines of Defense Model¹⁰. This is further detailed in table 4.

⁸ Adapted from Gert Cloete and David Goldsworthy, Institute of Risk Management, South Africa (no date). Risk Appetite. Available at <https://www.theirm.org/media/1122561/IRM-Risk-Appetite-Presentation-Feb-2014.pdf>; Nadine Boghdadi, 2015. Risk Appetite Statement: Make or break? Available at

https://www.willis.com/subsites/australia/Documents/Publications/services/BusinessRisk/W0477AU_Thought_Leadership_Article_Risk_Appetite_Statement_web.pdf; and Jim Toole and Matt Stahl, 2016. Developing a Robust Risk Appetite Statement.

⁹ IUCN Council approved a risk appetite statement at its 94th meeting (May 2018). See annex 3 to Decision C/94/4.

¹⁰ The Three Lines of Defense in Effective Risk Management and Control, The Institute of Internal Auditors, January 2013. Available at <https://na.theiia.org/standards-guidance/Public%20Documents/PP%20The%20Three%20Lines%20of%20Defense%20in%20Effective%20Risk%20Management%20and%20Control.pdf>

Figure 3
Addressing risk and control in IUCN

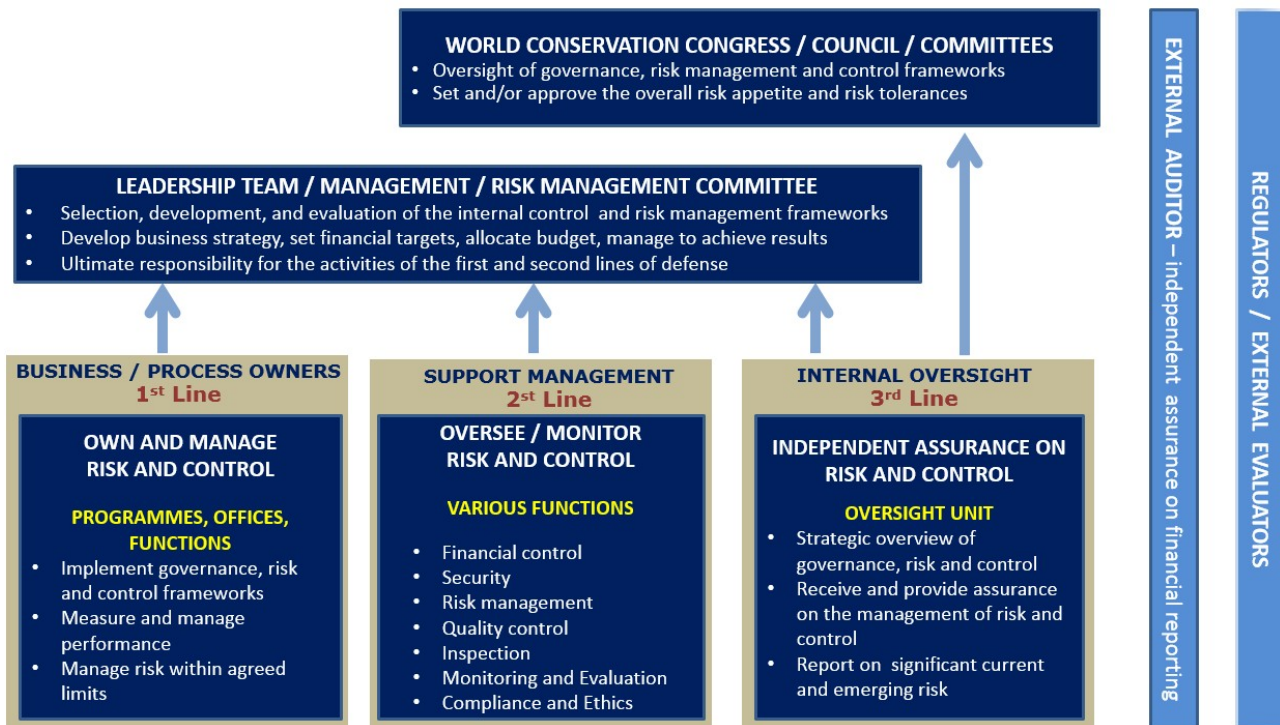


Table 4
Understanding the Three Lines of Defense model

First line of defense	The first level concerns functions that <i>own and manage</i> risks and controls (business and process owners). At IUCN, these functions are carried out by all staff by applying existing policies and procedures in their daily work to ensure that objectives are met and resources entrusted to IUCN are properly managed.
Second line of defense	The second level concerns functions that <i>oversee</i> risks and controls. Controls at the second level are designed to monitor the operational effectiveness of the first level and mitigate related risks. They are exercised by those functions responsible for monitoring the effectiveness of internal control and risk management, such as regional offices and headquarter functions. In fact, some functions, as well as individual roles, may carry out responsibilities that are part of both the first and second line of defense. The second line of defense includes functions such as financial control, risk management, compliance and ethics, planning and budgeting processes, quality management, monitoring and evaluation, performance management, etc.
Third line of defense	The third level concerns functions that provide <i>independent assurance</i> of the efficiency and effectiveness of processes and controls in place. The internal Oversight Unit is the primary third line of defense.
External line of defense	The external auditors, regulatory authorities, and other evaluators supplemented the internal lines of defense by providing independent assurance and/or assessments on financial reporting as well as strategic, operational, and compliance objectives.

For each risk, there are three levels of responsibility (noting that the same person can have multiple responsibilities):

Accountability. The top layer of accountability follows the line hierarchy. To give an example, the director of a regional office is ultimately responsible for assuring that his/her regional office and its country offices identify, analyse and manage risks on a regular basis.

Ownership. The second layer of ownership does not follow a line hierarchy by default; an owner can be anyone who has been assigned such responsibility. Usually, ownership is assigned based on the principle of who is “best suited”. A risk owner must be assigned to each individual risk event, and as such, responsibility is typically based on who is familiar with the risk and has the skills, authority, and accountability to manage the risk.

Execution. The third layer of execution refers to the person that is responsible for a specific task.

The roles and responsibilities of the risk management framework may be divided into business owners and support functions, where business owners are accountable for the content, such as risk assessments and updated risk profiles; and support functions uphold and maintain the risk management system as such and carry out strategic assessments and analysis of the overall risk profile.

The roles and responsibilities pertaining to the input and output of the risk management process ultimately lie with business owners at each level of the organisation. While the actual treatment of risks may be executed by other internal or external offices/functions, the responsibility for managing risks remains with the business owner:

- **Members of the Leadership Team.** Are accountable for ensuring that the risk registers of relevant regional and country offices, units and programmes are regularly updated, that identified risks are treated and that any risk that cannot be addressed be escalated/brought to the attention of the Leadership Team through the Risk Management Committee.
- **Heads of Unit/Office.** Are responsible for risk management at the unit/office/programme level, accountable to the relevant Director for ensuring that the risk register is regularly updated, that risks are treated and that any risk that cannot be addressed at that level is escalated to the Director.

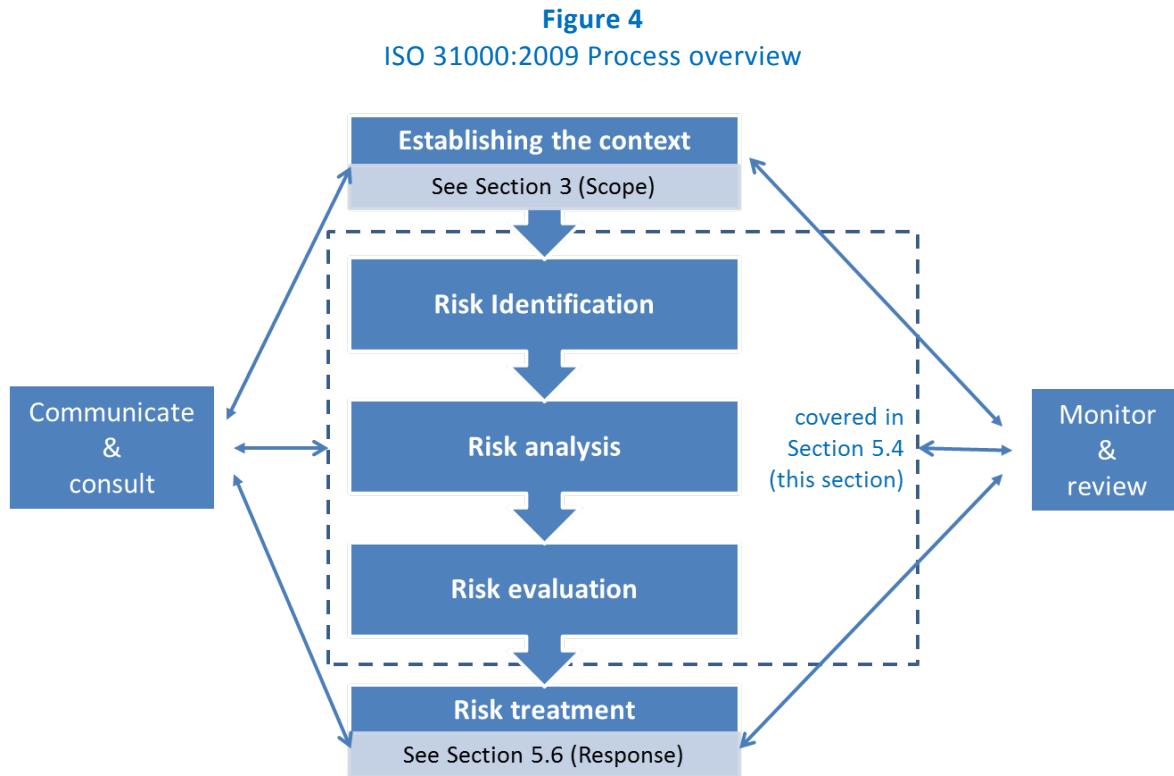
5.3 Risk data & infrastructure

For Council and management to accomplish their risk management responsibilities, there is a need for a detailed and accurate understanding of IUCN’s risk profile. This means that a significant effort needs to go into reviewing how information is collected, integrated and analysed.

To ensure effective, systematic and coordinated implementation of the Enterprise Risk Management framework, the Director General and the Leadership Team will convene a least one session annually to review the effectiveness of the framework, in particular with respect to data and infrastructure.

5.4 Measurement, evaluation and communication

Risk management is the practice of proactively identifying, assessing, mitigating and reporting on risk. IUCN's risk management process is largely based on ISO's Risk management standard (see figure 4)¹¹.



Risk identification. Identify risks relevant to the established context and objectives, where each risk consists of three components: a risk event, cause(s), and impact(s).

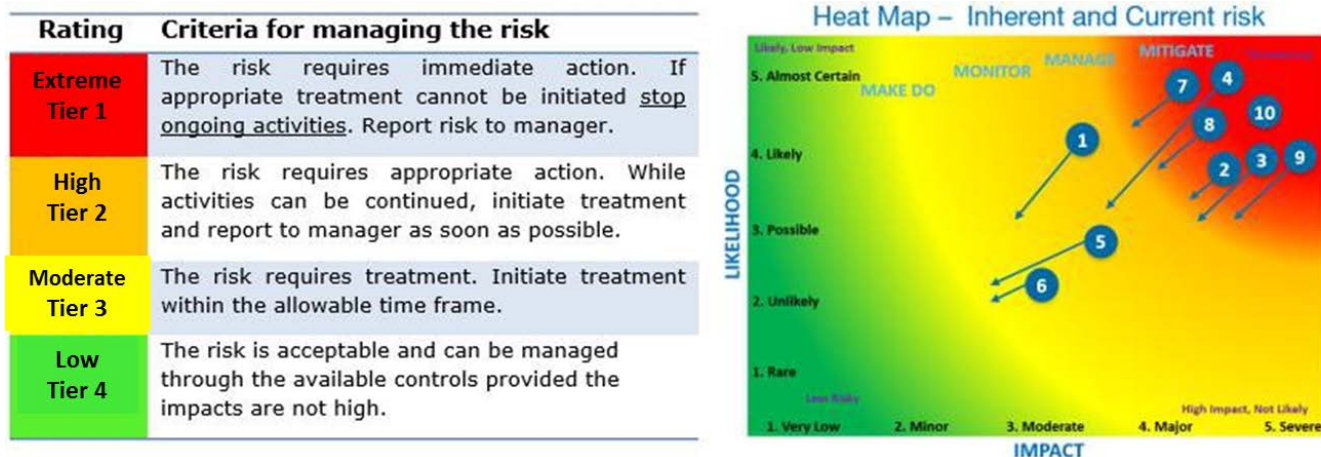
Risk analysis. Assign likelihood and impact of the risk by applying the criteria model shown in Annex 2 to established the inherent risk. By considering causes and existing controls, the likelihood and impact of a risk are further estimated to establish the current risk. Where applicable, in place of the likelihood impact criteria model, the use of more detailed analytical tools is also encouraged (e.g. business impact analysis, environmental and social impact assessment, fraud risk assessment, security risk analysis, etc.).

Risk evaluation. The evaluation of risks is a decision-making process. The risk levels of all analysed risks are evaluated to determine which risks need treatment and their priority (see Figure 5). The focus of attention is primarily on high and extreme risks. Although low and moderate risks may not be subject to further risk management processes, it is important that they are documented and added to the risk register to demonstrate the completeness of the risk analysis. When an assessed risk exceeds the acceptable risk level, management of the risk must be initiated.

¹¹ ISO 31000:2018, Risk management – Guidelines. Section 3 (Scope) deals with “establishing the context”; section 5.6 (Response) deals with “treating risk”. Monitor & review as well as communicate & consult take place throughout.

IUCN will have different risk appetites for different categories of risk, in that regard, the risk acceptance guidance would be provided by the respective office for decision making.

Figure 5
General risk acceptance guidance for evaluating risk



Communication and consultation with relevant stakeholders should take place at all stages of the risk assessment process and at regular/planned intervals. Communicating through regular reports on risks and risk profiles helps IUCN to create risk awareness at all levels of the organisation, and ultimately builds a transparent and improved decision making process (see table 4).

Table 4
ERM reporting requirements

Report ¹²	Audience	What it covers	Who is responsible	Periodicity
Summary risk report <i>(requires update of Risk Register database)</i>	Risk Management Committee	<ul style="list-style-type: none"> includes summary of current risk landscape (risk matrix/heat map) includes description of overall impact of risks on objectives and list of top key risks and treatment status includes updated risk register 	All LT members	2 / year
ERM Plan <i>(requires update of Risk register database)</i>	FAC	Summary of strategic risks, expanding on Tier 1 risks	Head, PMER	2 / year

¹² The exact typology, hierarchy and naming conventions of reports may be reviewed and updated as needed by the Risk Management Committee.

Director General's Report to Council¹³	Council	Summary of strategic risks, aligned with ERM Plan	CoS	1 / year
Ad-hoc reports	Risk Management Committee	<ul style="list-style-type: none"> • Can be email/phone • Risk register should be updated as soon as possible. 	Head, PMER	as needed

5.5 Control environment

HOW WELL DO WE MANAGE THE RISKS?

The internal control environment is one of the most important tools for the management of risk. The set of standards, processes and structures that provide the basis for carrying out internal control across IUCN. It includes establishing the tone at the top regarding the importance of internal control and expected standards of conduct.

Internal controls help reduce the level of inherent risk to a level acceptable to management. The system of internal controls includes culture, governance, policies, preventive and detective controls, and scenario planning. IUCN's Policy on Internal Control¹⁴ provides an overview of roles and responsibilities covering the three lines of defense model.

Management relies on internal controls to manage residual risk (level of inherent risks reduced by internal controls) to an acceptable level. Building an effective internal control environment allows management to control what can be controlled.

5.6 Response

WHAT ARE WE DOING ABOUT THE RISKS?

For each unacceptable risk, the business owner identifies response options, including tangible resources (people, funds, infrastructure, materials or time) or intangible (goodwill, knowledge, intellectual property, and authority). The owner of the risks may respond as describe in [table 5](#).

Table 5
Response options to risk

Tolerate	Accept the risk if the opportunities outweigh the risk. The risk owner should, however, continue to monitor the risk
Treat/Mitigate¹⁵	Reduce the impact, likelihood or both and/or improve the existing controls or develop new controls to reduce the risk to acceptable levels
Transfer	Move the risk so that a third party takes on the responsibility for an aspect of the threat
Terminate	Avoid the risk by not undertaking the programme activity(ies) associated with the risk or changing the scope, procurement process, supplier or sequence of activities, among others depending on the type of risk

¹³ In line with Strategic planning and reporting framework which requires that a "strategic risk matrix" be included (Annex 4 to Council decision C/88/7).

¹⁴ Under development.

¹⁵ See definition of "risk treatment" in section 4 (Terms and definitions).

The primary goal of risk treatment is to prepare and document specific management responses (mitigation actions), timelines, and indicators to monitor the risks and assign owners to the risks. The risk owner is responsible for the management of all activities associated with the efforts to reduce the risks to acceptable levels.

As a general principle, risks are identified, analysed, evaluated and treated as close to the risk owner as possible. In some cases, however, circumstances pertaining to the treatment itself may exceed the authority/mandate of the risk owner, for example:

- treatment of the risk requires decisions/actions, e.g. expenditures, that are beyond what the risk owner is authorised to decide;
- the risk cuts across, or may impact, multiple offices (e.g. it affects a number of regional or country offices or the entire organisation), and/or addressing the risk requires action by multiple offices;
- addressing the risk requires IUCN-wide changes (e.g. changes to corporate policies); and/or
- grievances from stakeholders have been received to which the risk owner cannot impartially and/or effectively respond.

If one or more of the above conditions are met, the risk should be escalated by the risk owner. When a risk is escalated, the risk owner must provide the receiving owner with complete information about the risk in order to enable the receiving owner to act appropriately. If and when escalation is urgent, it is acceptable to communicate escalation using phone or e-mail and update the risk register afterwards.

When a risk is escalated and accepted the ownership of the risk is also transferred to the receiving owner, meaning that it is now his/her responsibility to take action. However, it is important to note that the change of ownership will not take place until the receiving owner has confirmed that he/she accepts the ownership. A response to the request for risk transfer should be provided latest within 5 working days. The escalation of the risk and the change of ownership should be noted in the risk register.

If the receiving owner decides that the risk does not warrant escalation, it may be de-escalated (to the original risk owner or other suitable person). Any de-escalation of risks should be noted in the risk register along with the accompanying change of risk ownership.

As a general principle, escalation should follow the applicable organisational structure i.e. from project to country office to regional office and ultimately to the headquarters level.

Regular checking and/or surveillance will be carried out to make sure that treatments had the intended effect. It can be periodic or ad hoc and is done to see if: further action is needed; appropriate controls are in place; new uncertainties are emerging; and strategic changes to IUCN's risk landscape require senior management action. The results of monitoring and review should be recorded and reported as appropriate, and should also be used as an input to auditing, and reviews of the risk management framework.

6. Risk Management Committee

The Risk Management Committee is established at the corporate level to monitor IUCN risks and challenge, enquire, and support risk owners, primarily for Tier 1 risks. It is a sub-committee of the Leadership Team. It reports to the Leadership Team on a semi-annual basis and when so requested.

The Committee is chaired by the Director General with membership from Leadership Team. Other representatives, invited experts and other relevant roles may be invited to the Committee as needed. The main responsibilities of the Risk Management Committee are:







- Ensuring that the overall Enterprise Risk Management framework is effective, relevant and applied organisation-wide;
- Reviewing and analysing the aggregated risk register (and escalated risks) on a regular basis with the purpose of identifying strategic risks and issues which require the attention of Leadership Team, developing proposals for managing escalated issues/risks (including business continuity and disaster recovery).
- Twice a year, review and update the ERM Plan¹⁶.

The Risk Management Committee should convene at least semi-annually, but may also meet when requested by the Leadership Team. A full description of the roles and responsibilities of the Risk Management Committee can be found in [Annex 3](#).

In performing its duties, the Risk Management Committee is supported by the Planning, Monitoring, Evaluation and Risk Management Unit, which is responsible for implementing the enterprise risk management initiative. It is responsible for the corporate risk register and for aggregating and analysing risk registers and producing corporate-wide risk reports that are presented to the Risk Management Committee.

¹⁶ Format and content of such a plan is to be further refined by the Risk Management Committee. A possible example might be <https://static.tti.tamu.edu/tti.tamu.edu/documents/srr/srr-erm-plan.pdf>

Annex 1 IUCN Initial Risk Categories and Risk Universe

 STRATEGIC <i>goals of IUCN</i>	 FINANCIAL <i>safeguarding assets</i>	 OPERATIONAL <i>processes to achieve goals</i>	 COMPLIANCE <i>laws and regulations</i>	 REPUTATIONAL <i>public image</i>
<ul style="list-style-type: none"> • Vision, mandate • Member relations and stewardship • Donor relations and stewardship • Market dynamics • Brand value, innovation • Strategic planning & resource allocation • Performance management • Organizational structure • Communication & public relations • Corporate culture • Business continuity, disaster recovery plan • Corporate governance • Reform oversight • Antifraud/corruption • Ethical behaviour • ESMS • Risk control framework • Internal oversight 	<ul style="list-style-type: none"> • Financial planning, management and reporting • Financial information for decision-making • Proper accounting records meeting statutory obligations - Swiss • Financial contributions • Grant making • Budgeting • Extra budgetary funding • Donor fund management and reporting • Banking/cash management • Expenditures, credit card • Accounts receivable • Tax management • Capital investments • Investments • Insurance • Accounting systems – NAV • Policies & procedures 	<ul style="list-style-type: none"> • Programme planning, portfolio, alignment and reporting • Policies and procedures • Synergies Regions and HQ • Advocacy, outreach • Knowledge management • Programme delivery, quality • Monitoring & evaluation • Project management • Corporate services • HR/People management • Safety and security • Data and info. technology • Business intelligence • Business continuity, disaster recover action • Third-party management • Procurement, contracting • PPE, inventory control • Travel 	<ul style="list-style-type: none"> • Legal services • Contracts • Host country regulations • Intellectual property • Privacy • New regulations • Compliance – internal policies & procedures • Labour relations • Conflict of interest • Ethics programmes • Anti-fraud and anti-corruption programme • Conflict of interest programme 	<ul style="list-style-type: none"> • Public perception, support and reputation • Social media, TV, radio • Crisis & contingency management response
				<div data-bbox="1238 651 1455 752" style="border: 1px solid black; padding: 5px; margin-bottom: 5px;">  EXTERNAL <i>PESTLE risks</i> </div> <ul style="list-style-type: none"> • Geopolitical • Economic trends • Social changes • Technology changes • Legal changes • Environmental • Corruption • Unique events e.g. pandemic, election

Annex 2 Likelihood and Impact Criteria Model

Likelihood Criteria

Likelihood	Rare 1	Unlikely 2	Possible 3	Likely 4	Almost Certain 5
Description ("the risk is expected to materialise....")	Every 5 years or less or very low chance (>20%) of materialising	Every 3-5 years or low chance (20% - 40%) of materialising	Every 1-3 years or chance of materialising between 40% -60%	Once or twice a year or high chance of materialising (60% - 80%)	Several times a year or chance of materialising above 80%

Impact Criteria

Rating	Financial	Performance	Security and Safety	IUCN employees	Operations	Compliance	Reputation
Severe 5	>50% of applicable budget	More than 50% of the applicable and planned results/outcome affected and/or in jeopardy	Deaths (single or multiple)	<ul style="list-style-type: none"> Affects >75% of employees >25% employee turnover Low morale IUCN-wide 	Risk of permanent disruption in applicable operations	Major deviation from applicable rules and regulations	Negative reports/articles in several national, regional and/or international media for a period of a month or more, and/or strong criticism from key stakeholders
Major 4	21-50% of applicable budget	30-50% of the applicable and planned results/outcome affected and/or in jeopardy	Multiple people with serious long-term injury Intensive care	<ul style="list-style-type: none"> Affects >50% of employees >20% employee turnover Low morale within a single Region or at HQ 	Disruption in applicable operations for one month or longer	Significant deviation from applicable rules and regulations	Negative reports/articles in several national, regional and/or international media for a period of a week or more, and/or criticism from key stakeholders
Moderate 3	11-20% of applicable budget	20-30% of the applicable and planned results/outcome affected and/or in jeopardy	One person with serious long-term injury	<ul style="list-style-type: none"> Affects >30% of employees >15% of employee turnover Low morale within a single business unit 	Disruption in applicable operations 1-4 weeks	Moderate deviation from applicable rules and regulations	Negative reports/articles in national, regional and/or international media
Minor 2	5-10 % of applicable budget	5-20 % of the applicable and planned results/outcome affected and/or in jeopardy	Single or multiple minor injuries requiring hospital treatment	<ul style="list-style-type: none"> Affects >10 % employees <15% of employee turnover 	Disruption to applicable operations 2-7 days	Moderate deviation from applicable rules and regulations	Several negative comments from external stakeholders
Very Low 1	<5 % of applicable budget	Negligible/no impact on results/outcome	Single or multiple minor injury requiring first aid	<ul style="list-style-type: none"> Affects <5% of employees No impact on recruitment or retention 	Disruption to applicable operations for 1-2 days	Negligible deviation from applicable rules and regulations	Not applicable or limited impact

Annex 3 Terms of Reference - Risk Management Committee

Background

Enterprise risk management (ERM), including the strategic aspect of business continuity and disaster recovery (BCDR), are all integral parts of risk, and disciplines of effective managing for results. As IUCN moves towards programmes involving higher level of policy advice and system-wide transformational change, the achievement of programmatic results will increasingly depend on factors fully or partially beyond our control. These include risks which we must navigate and manage in cooperation with partners and other stakeholders. Capitalising on promising opportunities often requires the organization to take calculated risks. Being agile, responsive, and proactive is critical to our achievement of results.

IUCN's Enterprise Risk Management framework guides the conduct and application of ERM and defines roles and responsibilities. At the corporate level, a Risk Management Committee is chaired by the Director General to oversee the overall implementation, and use, of the framework in IUCN. The Risk Management Committee is a subcommittee of the Leadership Team (LT) and reports back to the LT on the framework on a semi-annual basis.

Duties and Responsibilities

In line with the relevant policy(ies), the Risk Management Committee is responsible for:

1. Reviewing and analysing corporate risks

Under this responsibility, the Committee will review, and deliberate risk management strategies and where necessary, proposed amendments or revised strategies. The Committee focuses on strategic corporate risks, Tier 1 risks, that are escalated to the Committee, while leaving the operational risks discussion in other respective forums.

a. Corporately identified risks

The Chair and the members of the Committee can bring to the table risks that are identified and need to be escalated to the Committee through the different corporate mechanisms, e.g.:

- Committees or working groups driving significant institutional risks related to organisational change and performance, including the top audit risks priorities;
- The Leadership Team, for risks related to context and environments where specific regional or country office(s) are operating;
- Groups dealing with crisis response, business continuity and disaster recovery (BCDR);
- The Safety and Security Focal Points for risks related to staff safety and security; and
- Other corporate mechanisms as relevant.

b. Analysis from aggregated risk registers

On a semi-annual basis, risks analysis from all risks entries in the aggregated risk registers should be presented to the Committee to scan for possible emerging risks and/or risks with increasing criticality that might require corporate level treatments. This analysis, when applicable might include the comparison between risks logged in the respective risk register and risks that materialized within the reporting period.

c. Escalated risks from regional and country offices

In line with the procedures for risk escalation, all risks that are escalated to the corporate level will be deliberated in the Committee meeting for decisions and action points.

2. Monitoring, reviewing and maintaining the overall risk framework

Under this responsibility, the Committee performs Monitoring & Review functions as well as, more generally, ensures the maintenance of the ERM framework itself in line with industry standards. In so doing, the Committee will continuously ensure the appropriateness of the risk criteria, analysis, treatment, and the framework itself.

In performing this responsibility, the Committee will:

- ensure that relevant guidance and other supporting material is updated;
- recommend changes in the ERM Policy and other relevant policies, in line with the level of maturity of the organisations' systems and processes;
- ensure risk registers at all levels of the Secretariat are fully operational, standardised and integrated;
- ensure consistency in reporting, including by providing templates and other relevant guidance for reports such as the "Summary risk reports" (to be completed by LT members) and the "ERM Plan¹⁷" (to be prepared by the Head, PMER);
- develop, facilitates and grows a network of in-house experts in risk management;
- build and disseminate knowledge, including by promoting ways for capturing, reviewing lessons learned and best practices;
- ensure training of staff.

3. Management arrangement

The Committee is a sub-committee to the Leadership Team. It serves as the main platform to identify, assess, develop treatment and monitor risks at the corporate level. It reports back to the Director General and LT on a semi-annual basis.

On an ad-hoc basis, the Committee might invite other staff to sit in the risk committee meeting to deliberate on specific issues. This might include:

- a. Risk owner of specific corporate risk entries;
- b. Line manager of specific unit;
- c. Expert or resource persons on a particular issue;
- d. Other staff as necessary.

4. Committee meetings

The Committee meets on semi-annual basis. On an ad-hoc basis, the Chair of the Risk Management Committee can also call for a committee meeting for immediate deliberation of an urgent risk issues. The standing agenda for the Committee meeting is as follow:

¹⁷ An example of an ERM Plan is provided by Texas A&M Transportation Institute (TTI), 2016 at <https://static.tti.tamu.edu/tti.tamu.edu/documents/srr/srr-erm-plan.pdf>. This might serve as a possible template.

- a. Review the effectiveness of the Enterprise Risk Management framework implementation (including the policies, procedures, learning and other tools);
- b. Review of the Leadership Team decisions and mechanisms;
- c. Review of the aggregated risk registers;
- d. Review of the corporate risk register (including monitoring of the risk treatments);
- e. Any other business.

5. Risk committee secretariat

The Risk Management Committee is serviced by the Planning, Monitoring, Evaluation and Risk Management Unit to assist the Chair and Committee members in effective and efficient management of committee meetings. This includes:

- a. Preparing agenda and background materials for Committee meetings;
- b. Record and present escalated risks for Committee deliberations;
- c. Ensure proper documentation of Committee decisions; and
- d. Any other tasks as assigned by the Chair of the Committee.

*
* *

IUCN RISK APPETITE STATEMENT

Approved by the IUCN Council at its 94th meeting (April 2018), Decision C/94/4

Overall Risk Appetite Statement (Preamble)

Risk appetite is an expression of the type and amount of risk that IUCN is prepared to take. It promotes consistent, 'risk-informed' decision-making aligned with strategic aims and also supports robust corporate governance by setting clear risk-taking boundaries. IUCN works on the principle of subsidiarity¹ which is demonstrated through adherence to centrally issued and institution-wide policies, reinforced through a carefully crafted Delegation of Authority and operationalized through effective leadership at all levels of the organization. IUCN recognizes that risk appetite is a statement of aspiration (where we want to be) while risk tolerance is a statement of fact (where we currently are). Hence, it is also important to have good understanding of IUCN's risk tolerance within our specified categories of risks. IUCN's risk appetite represents a conscious assessment of potential and actual environmental obstacles as we collectively pursue and accomplish our strategic objectives.

Strategic Risks

In keeping with our Mission Statement, IUCN's strategic planning process aims to ensure that finances and operations are sustainable and adequately support and develop our programmatic objectives. The risk management process is supported by the principle that the Leadership Team must focus upon those risks capable of undermining the long-term viability of the Union or doing harm to our reputation. As part of the IUCN risk appetite framework, the Council reviews target risk appetite levels and reflects on whether decision-making behavior over the past year have aligned with these targets. The Leadership Team will annually review and confirm that behavior over the past year remain relevant and aligned with a **moderate** risk appetite.

Financial Risks

IUCN must remain financially sustainable to continue to serve its purpose and achieve its vision and mission. Acceptance of some risk is often necessary to capture and capitalize upon opportunities when they emerge however, we must also meticulously mitigate the potential of financial risk by ensuring that our collective efforts and activities are efficient, properly aligned, adhere to IUCN's values and consistent with internationally accepted standards. IUCN has a **low to moderate** risk appetite for incurring financial deficits across its operations worldwide. IUCN has a **moderate** risk appetite for exploring new avenues to diversify revenue streams through partnerships with non-traditional partners and donors.

Operational Risks

IUCN must have comprehensive operational systems and practices that support the achievement of its strategic objectives. IUCN implements its strategic objectives through a diverse and large global and regional programme and project portfolio. The Union applies programme and project management standards

¹ Subsidiarity is an organizing principle that matters ought to be handled by the smallest, lowest or least centralized competent authority. (Oxford English Dictionary).

rigorously and has a **moderate to high** risk appetite for accepting difficult projects if aligned with our strengths and strategic priorities. IUCN places importance on a culture of equality, diversity, dignity and respect, as well as the health, safety and development of staff. IUCN has a **low** risk appetite for deviation from its standards.

Compliance Risks

IUCN will comply with relevant statutory and policy requirements in all locations where we operate. We will achieve this through strong institutional governance and management which will shape the Union's culture for compliance, ethical conduct and living our values. We have **zero appetite** for misconduct, fraud, harassment or discrimination and non-compliance behavior that undermines the integrity of IUCN.

Reputational Risks

IUCN will avoid actions that could negatively impact our brand image, as we have a **low risk** appetite for reputational risk. As such, IUCN's business practices and policies are designed to ensure the Union's reputation is safeguarded at all times. IUCN will strive to communicate clearly, timely and with the highest degree of transparency to ensure our key stakeholders are appropriately and expeditiously informed.

External Risks

IUCN works in a dynamically evolving external environment context with rapidly changing geopolitical, socio-economic and technological setting. IUCN must maintain the capacity to effectively adapt its programs and work structures to efficiently and timely respond to changes in the external environment where we operate. The Union has a **low to moderate** appetite for external risk. IUCN will proactively manage external risks through sound policy decisions, purposeful actions and demand-oriented programmes which are culturally, geographically and socio-economically relevant to the operational environment. IUCN will be flexible and exercise discretion including using the precautionary principle in responding to political, legislative, social, economic and technological changes. IUCN will periodically conduct horizon scanning to identify any latent and emergent risks.

Proposed amendment to Regulation 45bis

	<u>IUCN Council Global Focal Person(s)</u>
<p>Current Regulation 45bis:</p> <p>Council shall appoint a member of Council as the IUCN Council Global Oceans Focal Person.</p>	<p>Proposed amendment to Regulation 45bis:</p> <p>Regulation 45bis</p> <p>Council shall<u>may</u> appoint a<u>members</u> of Council as theIUCN Council Oceans Global Focal Persons, <u>for a period up to the end of the term for which s/he has been elected, with the purpose of:</u></p> <ul style="list-style-type: none"> (a) <u>increasing the understanding in Council on a specific matter and the inclusiveness of its deliberations;</u> (b) <u>contributing to raise the profile of IUCN's work with key stakeholders;</u> (c) <u>promoting a strong focus and coherent body of work across IUCN on the issue concerned by liaising with the Secretariat, the Commissions and Members; and</u> (d) <u>bringing her/his perspective and advice to the Council trough the relevant committee of the Council, including policy, governance, and resourcing implications.</u>

Policy and Procedure on Forward Contracts for Hedging

(Amendments approved by Council at its 94th meeting are highlighted)

Title	Forward Contracts for Hedging
Responsible Unit	Global Finance, Gland
Developed by	Global Finance, Gland
Applicable to	All IUCN Offices
Version 1.1	Revised April 2018

1. Purpose

The purpose of this policy is to define IUCN's use of Forward Foreign Currency Contracts, implementing and maintaining appropriate systems of internal controls for Forward Foreign Currency Contracts.

2. Applicability

The Forward Contracts and Hedging policy applies to all IUCN offices and staff.

3. Background and Guiding Principles

- 1 IUCN will only use Forward Foreign Currency Contracts to hedge currency risk. It will not use Forward Contracts for a speculative trading purpose.
- 2 IUCN receives some funds in Foreign Currencies, other than the main spending currencies Swiss Francs, Euros and USD, for example in Swedish or Norwegian Kronor. For significant contract values IUCN purchase a forward contract to hedge the currency into a "spending" currency. In doing so, IUCN can reduce the risk of currency fluctuation, between the time of signing the contract and receiving the funds.

4. Policy

IUCN Finance can only use Forward Foreign Currency Contracts to hedge currency risk. It will not use Forward Contracts for a speculative trading purpose. There are certain Foreign Currency Contracts which allow for the downside currency risk to be protected, whilst still allowing IUCN to benefit from an upside in the currency movement, these contracts can be considered, as long as the downside risk to IUCN is protected.

IUCN Finance will only engage in Forward Foreign Currency Contracts with a Financial Institution (the counterparty) which is regulated under "Financial Market Infrastructures Act" (FMIA) and the related "Financial Market Infrastructure Ordinances" (FMIO) and will report the IUCN derivative trades to the relevant trade repository recognised or authorised by the FMIO on IUCN's behalf.

As per the Delegation of Authority Policy, the Chief Finance Officer (CFO) derives the authority to engage IUCN in Forward Foreign Currency Contracts from the Director General, and any hedging or derivative contracts have to be approved by the CFO. The CFO will task a member of the Global finance team to evaluate the contract options and the CFO will decide which contract to take. Once the decision has been taken the designated staff member can inform the bank and complete the contract details.

Management will ensure that contracts will only be completed at levels which ensure that UICN stays defined as a “Non-Financial Counterparty (NFC–)” and will not contract deals which take IUCN above the thresholds as defined in the FMIA legislation, as indicated overleaf.

5. Classification as a non-financial counterparty (NFC–)

A Non-Financial Counterparty (NFC-) is deemed to be small if all of the rolling averages for its gross positions in relevant outstanding “Over The Counter” derivatives transactions calculated over 30 working days are below the thresholds set in the FMIA.

The thresholds set in article 100 of the FMIA.

The thresholds that shall apply to the average gross positions in outstanding OTC derivatives transactions are as follows:

- Credit derivatives: CHF 1.1. billion
- Equity derivatives: CHF 1.1. billion
- Interest rate derivatives: CHF 3.3 billion
- Currency derivatives: CHF 3.3. billion
- Commodity derivatives and other derivatives: Not applicable

IUCN Statutory region	#	Organisation name	Acronym	Country / Territory (IUCN Statutory State)	Website	Member Category
Africa	1	Benin Ecotourism Concern	ECOBENIN	Benin	http://www.ecobenin.org	NG
	2	Reseau Association Khnifiss (<i>Khnifiss Network Association</i>)	RAK	Morocco	http://www.association-khnifiss.com	NG
	3	Association Jeunes Science Kerkennah (<i>Kerkennah Youth Science Association</i>)	AJSK	Tunisia	http://www.jskerkennah.org	NG
Meso & South America	4	Instituto de Derecho Ambiental de la República Dominicana (<i>The Dominican Republic Institute of Environmental Law</i>)	IDARD	Dominican Republic	http://www.idard@idard.org	NG
North America & the Caribbean	5	American Society of Mammalogists	ASM	United States of America	http://www.mammalsociety.org	NG
South and East Asia	6	Gujarat Ecology Commission	GEC	India	http://www.gec.gujarat.gov.in	GA
	7	Azat Foundation	AF	Pakistan	http://www.azatfoundation.org	NG
East Europe, North & Central Asia	8	Stichting Connecting Natural Values and People Foundation	CNVP	The former Yugoslav Republic of Macedonia	http://www.cnvp-eu.org	NG
West Europe	9	Un bosque para el Planeta Tierra (<i>A forest for planet earth</i>)	ONG	Spain	http://www.unbosqueparaelplanetatierra.co	NG
	10	Doğa Koruma Merkezi Vakfi (<i>Nature Conservation Centre Foundation</i>)	DKM	Turkey	http://www.dkm.org.tr/	NG
	11	Synchronicity Earth	SE	United Kingdom	https://www.synchronicityearth.org	NG

NG National Non Governmental Organisations
GA Government agencies



Revised membership application/review and due diligence process

- 1. Application is received** by the Membership Focal Point (MFP) who does a first review.
- 2. Membership Focal Point forwards request for information to Regional Councillors and National (or Regional) Committee** and asks them to reply to the proposed questions for each new application. The feedback received from Councillors/Committees, and Regional office should not be added to the assessment form but sent to HQ as an e-mail or word document as soon as possible and before the preparation of documents for GCC/Council/Bureau. This feedback will be shared with GCC/Council for final decision.
- 3. Applications including feedback from Councillors/National Committees/Regional/National offices sent to Membership Unit (MU) at IUCN HQ.** If some Councillors or Committees have not responded, the applications should be sent to MU anyway within the specified time. Their feedback should be forwarded to MU once received by MFPs. In the meantime, they should be reminded to reply as soon as possible.

- 4. Review undertaken by MU.** Final checks made and concerns raised through a separate document listing the concerns, with regards to certain membership applications which don't meet the criteria set out in Art. 7 of the Statutes. This document would only be shared with GCC/Council at the time of considering the membership applications (before a Bureau/Council meeting).

- 5. Secretariat to circulate applications to Members,** including assessment forms. The assessment form duly completed should clearly indicate whether or not the applicant meets a requirement or not (by yes/no/? (in case of uncertainty)).

6. Objections/no objections (or concerns) received from Members.

- 7. Applicants which received objections are contacted and have three weeks to reply to the objections.**
- 8. Additional people are contacted (for due diligence process) as necessary and as determined by the GCC Chair and/or Secretariat.**



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Dear Applicant,

We are delighted that your organisation has decided to join IUCN.

Your application will receive personal attention from the Membership Focal Point in the IUCN Regional Office responsible for your region, with the support of the Union Development Group at IUCN Headquarters in Gland.

Please read the “Help and Instructions” section that will guide you through the steps involved to complete your application.

As indicated in Article 4 of the IUCN Statutes, there are four categories of Members:

- Category A: States, political and/or economic integration organisations and government agencies;
- Category B: Non-governmental organisations;
- Category C: Indigenous peoples’ organisations
- Category D: Affiliates

The deadlines to receive applications are: 31 March, 30 June, 30 September and 31 December of each year. States and Political and/or Economic Integration Organisations can join IUCN at any time.

Please also consult the membership section of the IUCN website, where you will find the documents you need to consult while completing your application, as well as the application form:

<https://www.iucn.org/about/union/members/how-become-member-iucn>

Your first point of contact for all questions related to the membership application process is the Membership Focal Point in your region. For contact details, please consult our website:

<https://www.iucn.org/about/union/members/membership-focal-points>

We look forward to receiving your application file.

The Network of Regional Membership Focal Points
Union Development Group



Help and instructions: What do you need to do?

Before completing your application, please refer to the following documents:

- **[Benefits for Members](#)**: by joining IUCN, you will benefit from IUCN's scientific credibility, its unsurpassed knowledge base and convening power, extensive networking opportunities and access to high-level political, economic and social decision making. Being a Member of IUCN enables you to both advance your own cause and to strengthen common action in overcoming barriers to a sustainable future.
- **IUCN's Statutes and Regulations** adopted by IUCN Members: You need to confirm that your organisation shares and supports the objectives of IUCN as set out in the [Statutes and Regulations](#).
- **Membership Dues Guide**: A deposit equivalent to the entire current year of membership is payable at the time of submitting the application or the letter of adhesion (for States and Political and/or Economic Integration Organisations). However, once the new Member has been admitted, the membership dues for that year are calculated on a pro-rata basis of the total annual membership dues starting the month following admission. If the balance is then positive, it will be credited to the following year. The deposit will be reimbursed in full by IUCN if the application is rejected (not valid for States and Political and/or Economic Integration Organisations). The [Membership Dues Guide](#) provides all of the necessary information you will need to estimate the amount of your first year's membership dues deposit.
- **[The IUCN Programme 2017-2020](#)** adopted by IUCN Members.

Please note that IUCN membership does not expire unless the IUCN Member is withdrawn or expelled from IUCN as detailed in Article 13 of the [IUCN Statutes](#) or unless the IUCN Member withdraws voluntarily by providing IUCN with written notification of its intention to withdraw its membership. Members withdrawing from the Union must ensure that all outstanding membership dues have been paid up to and including the year of the notification of withdrawal.

If you wish to join as a State¹ or as a Political and/or Economic Integration Organisation² (Category A):

- States and political and/or economic integration organisations become Members of IUCN by notifying the Director General of their adhesion to the IUCN Statutes, effective upon payment of the first year's membership dues. [IUCN Statutes, Article 6]
- The notification of adhesion to the Statutes by a State is to be made by or on behalf of the Head of State, the Head of Government or the Minister for Foreign Affairs. [IUCN Regulations, Paragraph 3 (a)]
Draft text:
“Notification is hereby given by the Government of <COUNTRY NAME> of its adhesion to the Statutes of IUCN and willingness to become a Member of IUCN.
The Government of <COUNTRY NAME> designates <NAME OF THE GOVERNMENT AGENCY> as its liaison with the IUCN Secretariat.”
- The notification of adhesion to the Statutes by a political and/or economic integration organisation shall be made by its duly authorized representative and shall be accompanied by a statement declaring the extent of its competence with respect to the matters provided in the Statutes. [IUCN Statutes, Article 6 and IUCN Regulations, Paragraph 3 (b)].
- For States or political and/or economic integration organisations joining the Union, a payment equivalent to the first year of membership is due at the time of submitting the letter of adhesion. The membership dues for that year are then calculated on a pro-rata basis of the total annual membership dues, starting from the month following receipt of the letter of adhesion. If the balance is positive, it will be credited to the following year.

¹ “States shall be those which are members of the United Nations or any of its Specialised Agencies, or of the International Atomic Energy Agency, or parties to the Statutes of the International Court of Justice” [IUCN Statutes, Article 5 (a)].

² Political and/or economic integration organisations shall be organisations constituted solely by States to which those States have conferred legal competence in respect of matters within the objectives of IUCN” [IUCN Statutes, Article 5 (c)].

If you are a Government agency³ (Category A), a National⁴ or International⁵ Non-Governmental Organisation (Category B), an Indigenous peoples' organisation⁶ (Category C) or if you wish to apply as an Affiliate⁷ (Category D):

- Contact the IUCN Membership Focal Point in your region who will assist you throughout the process: <https://www.iucn.org/about/union/members/membership-focal-points>;
- Complete the application form and have it signed by the Head of your organisation/institution;
- Include all the additional material necessary to complete your application file. Please refer to the requirements detailed on the subsequent pages;
- Pay your membership dues deposit; and
- Send your application to the [IUCN Membership Focal Point in your region](#).
- **Ensure that all the above is completed by [the application deadline](#).**

What are the main requirements for Government agencies, National and International Non-Governmental Organisations and Affiliates to become Members of IUCN?

The IUCN Council must determine that [IUCN Statutes, Article 7]:

- the applicant shares and supports the objectives of IUCN;
- the applicant has as one of its central purposes the achievement of IUCN's objectives and a substantial record of activity in the conservation of nature and natural resources; and
- the objectives and track record of the applicant embody to a substantial extent :
 - (i) the conservation of the integrity and diversity of nature; and, either or both:
 - (ii) the aim to ensure that any use of natural resources is equitable and ecologically sustainable;
 - (iii) dedication to influencing, encouraging and assisting societies to meet the objectives of IUCN;
- the applicant does not pursue objectives or carry out activities that conflict with the objectives or activities of IUCN;

Government agencies (GAs)

Government agencies seeking membership of IUCN shall submit an application for admission to the Director General via the relevant [Membership Focal Point](#) supported by a statement from the Head of the agency, setting forth its competence to adhere to the Statutes [IUCN Regulations, Paragraph 4] and to confirm that this application conforms with the laws of the State where the agency/institution is located. A statement is available for signature on page 16 of this application form.

Non-Governmental Organisations (NGOs)

NGOs must comply with the following four main requirements [IUCN Regulations, Paragraph 5 (a)]:

- be a not-for-profit entity which conforms with the law of the State where its seat is located;
- have been in existence for at least three years;
- have a board that is autonomous and independent⁸; and
- have a governance structure which is transparent, accountable and representative⁹.

³ Government agencies shall be organisations, institutions and, when applicable, government departments, which form part of the machinery of government in a State, including those agencies of the components of federal States or of States having an analogous structure [IUCN Statutes, Article 5 (b)].

⁴ National non-governmental organisations shall be institutions and associations incorporated within a State [IUCN Statutes, Article 5 (d)].

⁵ International non-governmental organisations shall be institutions and associations organized in two or more States [IUCN Statutes, Article 5 (e)].

⁶ Indigenous peoples' organisations shall be institutions and associations established by indigenous peoples for the advancement of indigenous communities [IUCN Statutes, Article 5 (f)]

⁷ Affiliate Members shall be government agencies, national and international non-governmental organisations, which are not in Categories A or B [IUCN Statutes, Article 5 (f)]. Only Members in Categories A and B shall have the right to vote. [IUCN Statutes, Article 30].

⁸ Is deemed to mean a board whose decision-making processes adhere to the provisions contained in the statutes/articles, regulations/bylaws and other constitutive institutional instruments, and are not controlled or unduly influenced through financial or other pressures exerted by government agencies or public or private entities.

Other requirements:

- NGOs must submit a minimum of two letters of endorsement from IUCN Members in good standing¹⁰ or from IUCN National/Regional Committees, IUCN Councillors or IUCN Honorary Members¹¹. All related links are available on page 8 of this form. Letters of endorsement shall indicate that the seconder knows well the applicant organisation and its activities and therefore can confirm to IUCN that the applicant meets all the requirements prescribed in the IUCN Statutes and Regulations to be accepted as an IUCN Member.
- NGOs must submit a copy of their Statutes/Bylaws/Constitution documents and their **latest annual audited financial statements together with a reconciliation (highlight) to the declaration of operating expenditure**, which is used to calculate the annual IUCN membership dues. If the organisation is not required to have a statutory audit the **latest annual financial statements** approved by the Board or governing body can be provided. Operating expenditure is defined as the expenditure arising in the course of ordinary activities of the organisation and which is considered to be **recurrent and annual. It does not include one-time investments**.

Here is a list of items that would normally be included in operating expenditure:

audit fees - bank interest and charges - building rental – cleaning - communication costs (internet, phone, fax, etc) – consultants – depreciation – equipment – insurance - information technology costs - legal and professional fees - meetings and workshops - monitoring and evaluation - printing and publication costs - provisions and write offs - repairs and maintenance – security - staff salaries and benefits - sundry administrative costs (office supplies, etc) – training - translation and interpretation - vehicles and fuel water, electricity, gas, etc.

In addition to the above requirements, any duly accredited university, similar institution of higher learning, specialized centre(s) and research institute(s), organized within a State, seeking admission in Category B [IUCN Regulations, Paragraph 5 (b)] shall be:

- an academic or professional entity of high standing; and
- autonomous in administration and governance¹².

International Non-Governmental Organisations (INGOs)

INGOs must comply with the following requirements [IUCN Regulations, Paragraph 6]:

- be a not-for-profit entity which conforms with the laws of the State where its seat is located¹³;
- have been in existence for at least three years;
- have a substantial record of activity in two or more States and out posted or country offices reporting back to Headquarters¹⁴;
- have a governing body open to nationals from at least two States;
- have a governance structure which is transparent, accountable and representative⁹; and
- have a board that is autonomous and independent¹⁵.

⁹ Is deemed to mean that the statutes/articles, regulations/bylaws or other constitutive institutional instruments provide for a governance structure that affords the members of the organisation and/or its Board, fair and adequate participation in the business and governance of the organisation, that require the organisation to be transparent and accountable in its activities, finances and policies, and that such provisions are adhered to in the day-to-day business of the organisation.

¹⁰ In good standing means that the Member is up-to-date in the payment of its IUCN membership dues up to and including the year preceding the membership application request.

¹¹ When letters of endorsement are submitted by IUCN Councillors or Honorary Members, any formal or informal relationships with the applicant must be detailed and disclosed at the time of endorsement.

¹² Is deemed to mean an organisation whose decision-making processes adhere to the provision contained in the statutes/articles, regulations/bylaws and other constitutive institutional instruments, and is not controlled or duly influenced through financial or other pressures exerted by government agencies or public or private entities.

¹³ Membership applications for International NGOs must be received from the organisations' Headquarters" and "if admitted as an IUCN Member, the organisation will be registered in the country in which its HQ is based.

¹⁴ Means that the organisation must operate and have activities (i.e. concrete projects) in two or more States. The organisation must have a Headquarter and two or more outposted countries offices reporting back to it. Outposted staff based or hosted in partner organisations in other countries cannot be considered as outposted offices.

¹⁵ Is deemed to mean a board whose decision-making processes adhere to the provisions contained in the statutes/articles, regulations/bylaws and other constitutive institutional instruments, and are not controlled or unduly influenced through financial or other pressures exerted by government agencies or public or private entities.

Other requirements:

- INGOs must submit a minimum of two letters of endorsement from IUCN Members in good standing¹⁶ or from IUCN National/Regional Committees, IUCN Councillors or IUCN Honorary Members¹⁷. All related links are available on page 8 of this form. Letters of endorsement shall indicate that the seconder knows well the applicant organisation and its activities and therefore can confirm to IUCN that the applicant meets all the requirements prescribed in the IUCN Statutes and Regulations to be accepted as an IUCN Member.
- INGOs must submit a copy of their Statutes/Bylaws/Constitution documents and their **latest annual audited financial statements together with a reconciliation (highlight) to the declaration of operating expenditure**, which is used to calculate the annual IUCN membership dues. **The report must reflect the organisations' total operating expenditure (i.e. in all countries in which it operates)**. If the organisation is not required to have a statutory audit the **latest annual financial statements** approved by the Board or governing body can be provided. Operating expenditure is defined as the expenditure arising in the course of ordinary activities of the organisation and which is considered to be **recurrent and annual**. It does **not include one-time investments**.

Here is a list of items that would normally be included in operating expenditure:

audit fees - bank interest and charges - building rental – cleaning - communication costs (internet, phone, fax, etc) – consultants – depreciation – equipment – insurance - information technology costs - legal and professional fees - meetings and workshops - monitoring and evaluation - printing and publication costs - provisions and write offs - repairs and maintenance – security - staff salaries and benefits - sundry administrative costs (office supplies, etc) – training - translation and interpretation - vehicles and fuel water, electricity, gas, etc.

- INGOs must submit a report showing the record of their activities in two or more States and a proof of their out posted legally registered offices in States/countries (two or more), which are different from where the main office or Headquarters is located. Out posted staff based or hosted in partner organisations cannot be considered as “out posted or country offices”.

Indigenous peoples' organisations (IPOs)

IPOs must comply with the following requirements [IUCN Regulations, Paragraph 5 bis]:

- Be a not-for-profit entity which conforms with the law of the State where its seat is located;
- Have been in existence for at least three years;
- Be autonomous in administration and governance¹⁸; and
- Have, as its primary constituency, indigenous peoples.

Other requirements:

- IPOs must submit a minimum of two letters of endorsement from IUCN Members in good standing¹⁵ or from IUCN National/Regional Committees, IUCN Councillors or IUCN Honorary Members¹⁶. All related links are available on page 8 of this form. Letters of endorsement shall indicate that the seconder knows the applicant organisation and its activities well and therefore can confirm to IUCN that the applicant meets all the requirements prescribed in the IUCN Statutes and Regulations to be accepted as an IUCN Member.
- IPOs must submit a copy of their Statutes/Bylaws/Constitution documents and their **latest annual audited financial statements together with a reconciliation (highlight) to the declaration of operating expenditure**, which is used to calculate the annual IUCN membership dues. If the organisation is not required to have a statutory audit the **latest annual financial statements** approved by the Board or governing body can be provided. Operating expenditure is defined as the expenditure arising in the course of ordinary activities of the organisation and which is considered to be **recurrent and annual**. It does **not include one-time investments**.

¹⁶ In good standing means that the Member is up-to-date in the payment of its IUCN membership dues up to and including the year preceding the membership application request.

¹⁷ When letters of endorsement are submitted by IUCN Councillors or Honorary Members, any formal or informal relationships with the applicant must be detailed and disclosed at the time of endorsement.

¹⁸ Is deemed to mean an organisation whose decision-making processes adhere to the provision contained in the statutes/articles, regulations/bylaws and other constitutive institutional instruments, and is not controlled or duly influenced through financial or other pressures exerted by government agencies or public or private entities.

Here is a list of items that would normally be included in operating expenditure:

audit fees - bank interest and charges - building rental – cleaning - communication costs (internet, phone, fax, etc) – consultants – depreciation – equipment – insurance - information technology costs - legal and professional fees - meetings and workshops - monitoring and evaluation - printing and publication costs - provisions and write offs - repairs and maintenance – security - staff salaries and benefits - sundry administrative costs (office supplies, etc) – training - translation and interpretation - vehicles and fuel water, electricity, gas, etc.

Affiliates (AF)

Government agencies and National/International Non-Governmental Organisations wishing to apply as Affiliates, are still required to fulfil the requirements of the relative aforementioned membership categories (refer to the above requirements depending on the status of your organisation/institution).

All Affiliate Members pay the same rate, as indicated in the [Membership Dues Guide](#), and therefore it is not necessary to provide a copy of your latest annual audited financial report with your application.

Affiliate Members do not have the right to vote, nominate candidates or submit Motions to the World Conservation Congress (Article 12 (b) of IUCN Statutes).

What are the main steps of the IUCN Membership application/admission process?

(IUCN Regulations, Articles 12-18, describe the application process.)

- Deadlines for membership applications to be received by the Director General are 31 March, 30 June, 30 September and 31 December every year. During the admission process, all communications will be undertaken via electronic means (email).
- [The Membership Focal Point in your region](#) will ensure that your application is complete and make a first evaluation of your application based on the requirements of the IUCN Statutes and Regulations. It will then be sent to the Union Development Group at IUCN Headquarters for final review, consolidation and processing. At the same time, a set of questions related to your application will be sent to the relevant Regional Councillor(s) and National or Regional Committee, as part of the due diligence process.
- The Director General will email notice of the applications, together with the appropriate information on the applicants, to existing IUCN Members.
- Members eligible to vote have the right to object to an application. Any such objection must reach the Director General within four weeks from the Director General's notification referred to in Regulation 14. Such an objection can only be made on the grounds that the applicant does not meet the requirements of Membership provided in the Statutes or prescribed in the Regulations. Any objections need to detail the specific grounds and particulars on which the objection is based.
- The applicant will then be given an opportunity to respond to the objection within three weeks from the Director General's notification of the objection to the applicant. The application and other related documents (except financial information), the objection and the reply from the applicant, may be shared with the relevant IUCN National/Regional Committee and other IUCN constituents as part of the due diligence process. The Membership Unit will submit the file to the Governance and Constituency Committee of the IUCN Council, which, prior to each Council/Bureau meeting, considers the applications and makes recommendations to the Council/Bureau regarding the admission of applicant Members.
- The Council, and if not in session, the Bureau, shall take a decision on membership applications within a reasonable time following quarterly application deadlines. The Bureau shall seek Council's advice in a case where there is controversy associated with an application.
- Your [Membership Focal Point](#) will inform you of the Council/Bureau's decision via email. Please note that if your organisation is admitted as an IUCN Member, all subsequent communications will also be undertaken via electronic means.

Guidance on filling in the application form

- This application form has been designed for use with Microsoft Word versions 2003, 2007 and 2010.
- The application form is structured with 'form fields' which you should fill in to complete the form. These fields are highlighted by their light grey background. To enter your response, please click on the highlighted fields. Some fields restrict the values you can enter (dates, numbers, etc.) depending on the question.
- You can move from one field to another using the tabulation key.
- To select an option, simply click on the corresponding box. A cross will appear in the box to identify your selection. If you make a mistake, click the box again to clear it and then click the appropriate box.
- The text entry sections of the application form have a fixed font and length. Your answers must fit in the spaces provided on the application form.
- The signature boxes are unprotected and allow you to insert your electronic signature. Alternatively, you can print the form, sign it and return it to us by mail, or electronically as a scanned document (PDF format preferred).

Problems or questions?

Please contact the [IUCN Membership Focal Point](#) in your region who will be happy to answer all your questions.

To learn more about IUCN, visit our public website: www.iucn.org



Membership Application Form

Supporting documentation (for Government agencies, National and International Non-Governmental Organisations, Indigenous peoples' organisations and Affiliates):

The application form and the accompanying documentation must be sent in one of the official IUCN languages: English, Spanish or French.

When submitting your application, please ensure that you have provided all the necessary information:

Checklist:

(please tick the boxes relevant to your organisation/institution)

- Statutes/Bylaws/Articles of Association/ other statutory document of your organisation**
➤ *This is only required for National/International Non-Governmental Organisations, Indigenous peoples' organisations and NGOs/IPOs applying as Affiliates.*

In order to verify that your organisation complies with IUCN Regulations.

- Latest annual audited financial statements together with a reconciliation (highlight) to the declaration of operating expenditure¹⁹. If the organisation is not required to have a statutory audit the latest annual financial statements approved by the Board or governing body can be provided.**

➤ *This is only required for National, International Non-Governmental Organisations and Indigenous peoples' organisations.*

The dues scale for National, International Non-Governmental Organisations and Indigenous peoples' organisations comprises nine different dues groups. Membership dues for National, International NGOs and IPOs are calculated based on the organisation's operating expenditure¹⁶. Applicant organisations are requested to provide appropriate financial information so that the IUCN Secretariat may determine their dues group.

Please consult the [Membership Dues Guide](https://www.iucn.org/sites/dev/files/membership_dues_guide_2017-2020_en_final.pdf) (https://www.iucn.org/sites/dev/files/membership_dues_guide_2017-2020_en_final.pdf)

NB: Please note that existing Members must inform the IUCN Secretariat of any important changes in their organisation which may affect their organisation's membership of IUCN, such as the category of membership or the dues group. If their Statutes and/or expenses have significantly changed since their organisation joined IUCN, they are requested to provide their [Membership Focal Point](#) with their organisation's most recent Statutes and/or financial report, including the details of their organisation's operating expenses.

- Two letters of endorsement from IUCN Members in good standing²⁰ or from IUCN National/Regional Committees, IUCN Councillors or IUCN Honorary Members²¹.**

➤ *This is only required for National/International Non-Governmental Organisations and Indigenous peoples' organisations, and for NGOs/IPOs applying as Affiliates.*

Please consult: The Members' database: <https://www.iucn.org/secretariat/membership/about/union/members/who-are-our-members> - Our list of National and Regional Committees: <https://www.iucn.org/secretariat/about/union/members/national-and-regional-committees>
IUCN Councillors: <https://www.iucn.org/about/council/members> - Honorary Members : <https://www.iucn.org/about/union/members/iucn-awards/honorary-membership-iucn>

- Deposit corresponding to the entire current year of membership**

The membership dues deposit may be paid by bank transfer, by credit card; by cheque. Payment details are given on the last page of this application form. Please consult the [Membership Dues Guide](#).

- Report of activities in two or more States and proof of out posted legally registered offices**
➤ *This is only required for International Non-Governmental Organisations.*

- Statement by the head of the agency setting forth its competence to adhere to the Statutes**
➤ *This is only required for Government agencies.*

The statement is available for signature on page 16 of this application form.

We can only process your application if all of the above has been received by the relevant application deadline.

¹⁹ Operating expenditure is defined as the expenditure arising in the course of ordinary activities of the organisation and which is considered to be recurrent and annual. Operating expenditure does not include one-time investments.

²⁰ In good standing means that the Member is up-to-date in the payment of its IUCN membership dues.

²¹ When letters of endorsement are submitted by IUCN Councillors or Honorary Members, any formal or informal relationships with the applicant must be detailed and disclosed at the time of endorsement.

Category of IUCN membership applied for:

(please tick one of the boxes)

- Government agency
- National non-governmental organisation
- International non-governmental organisation
- Indigenous peoples' organisation
- Affiliate (non-voting Member)

General Information

(please enter the text in the frames or tick as appropriate)

Name of organisation *(in your own language if you use the Roman alphabet)*:

Official translation of your organisation's name into English:

Acronym: _____ Date of foundation of your organisation: _____ *(dd/mm/yyyy)*

For NGOs, INGOs and IPOs: Please indicate the amount of your organisation's annual operating expenditure in US dollars, corresponding to your latest annual audited report: USD _____

Preferred IUCN official language of your organisation: English Spanish French

Address

Street Address:

Street & Street Nr: _____

City: _____ Postal code: _____

Province/State: _____ Country: _____

Telephone:	Country code +	Area code	Number

Fax:	Country code +	Area code	Number

Email: _____

Website: _____

Mailing address *(if different from the street address):*

Street & Street Nr or
P.O. Box: _____

City: _____ Postal code: _____

Province/State: _____ Country: _____

Contacts for relations with IUCN

Please indicate in the sections below the contact details for the staff from your organisation who will be the main contact persons for relations with IUCN. It is important that you inform IUCN on a regular basis of any changes linked to these contacts (eg. staff leaving the organisation, change of e-mail address, etc), so that we can keep our database up-to-date.

Primary contact

This person will receive all correspondence from IUCN and is responsible for dissemination within your organisation. If you wish to nominate additional primary contacts, please contact the [Membership Focal Point](#) in your region.

Title: (Mr/ Mrs/Ms/Dr/ Prof /Other) _____ Male Female

First name: _____

Family name: _____

Position: _____

Department: _____

Telephone:

Country code	Area code	Number
+		

Email _____

Preferred language for receiving correspondence English Spanish French

Financial contact

This person will receive the invoice for the payment of membership dues and will be contacted for any membership dues issues. If you wish to nominate additional financial contacts, please contact the [Membership Focal Point](#) in your region. (To be filled in case it is a different person than main contact mentioned above)

Title: (Mr/ Mrs/Ms/Dr/ Prof /Other) _____ Male Female

First name: _____

Family name: _____

Position: _____

Department: _____

Telephone:

Country code	Area code	Number
+		

Email _____

Preferred language for receiving correspondence English Spanish French
N.B. The annual invoice will be sent in the preferred language of your organisation as indicated above.

Head of organisation

Please indicate the name of your Head of organisation (CEO/Director General, etc). This person will only be contacted for matters of the highest importance, e.g. to designate the Head of Delegation for Congress, for any electronic ballots, etc. (Please complete this section even if the person is the same as the contacts entered above.)

Title: (Mr/ Mrs/Ms/Dr/ Prof /Other) _____ Male Female

First name: _____

Family name: _____

Position: _____

Department: _____

Telephone:

Country code	Area code	Number
+		

Email _____

Preferred language for receiving correspondence English Spanish French

Authorized vote holder

The "Authorized vote holder" is the person who is authorized by the Member to receive the link to the electronic system and to cast the Member's vote(s) when electronic votes take place. This role will be allocated by default to the person holding the role of "Head of Organisation" for NGOs, and to the person holding the role of "Primary Contact" for States and Government agencies. If this role should be allocated to someone else, please indicate their contact details below:

Title: (Mr/ Mrs/Ms/Dr/ Prof /Other) _____ Male Female

First name: _____

Family name: _____

Position: _____

Department: _____

Telephone:

Country code	Area code	Number
+		

Email _____

Preferred language for receiving correspondence English Spanish French

Information about your organisation:

➤ This is only required for national and international NGOs and NGOs applying as Affiliates

- Is your organisation a not-for-profit entity which conforms with the law of the State where its seat is located? Yes No
- Does your organisation have a transparent, accountable and representative governance structure?²² Yes No
- Does your organisation have a board that is autonomous and independent?²³ Yes No
- Does your organisation have a substantial record of activity in the conservation of nature? Provide concrete examples in the "Achievements" section of this form. Yes No

➤ This is only required for universities or similar institutions:

- Is your organisation autonomous in administration and governance?²⁴ Yes No

➤ This is only required for International NGOs [IUCN Regulations, Paragraph 6] and for International NGOs applying as Affiliates:

List the countries in which your organisation has activities:

List the countries in which your organisation has out posted or country offices reporting back to headquarters²⁵:

- Is the governing body of your organisation open to nationals from at least two States? Yes No
If yes, please specify their nationalities when more than one:

- Does your organisation have a substantial record of activity in the conservation of nature? Provide concrete examples in the "Achievements" section of this form. Yes No

➤ This is only required for Indigenous peoples' organisations applying for IPO membership

- Is your organisation a not-for-profit entity which conforms with the law of the State where its seat is located? Yes No
- Is your organisation autonomous in administration and governance?²⁴ Yes No
- Does your organisation have, as its primary constituency, indigenous peoples and is it established by indigenous peoples for the advancement of indigenous communities? Yes No
- Does your organisation have a substantial record of activity in the conservation of nature? Provide concrete examples in the "Achievements" section of this form. Yes No

²² Is deemed to mean that the statutes/articles, regulations/bylaws or other constitutive institutional instruments provide for a governance structure that affords the members of the organisation and/or its Board, fair and adequate participation in the business and governance of the organisation, that require the organisation to be transparent and accountable in its activities, finances and policies, and that such provisions are adhered to in the day-to-day business of the organisation.

²³ Is deemed to mean a board whose decision-making processes adhere to the provisions contained in the statutes/articles, regulations/bylaws and other constitutive institutional instruments, and are not controlled or unduly influenced through financial or other pressures exerted by government agencies or public or private entities.

²⁴ Is deemed to mean an organisation whose decision-making processes adhere to the provision contained in the statutes/articles, regulations/bylaws and other constitutive institutional instruments, and is not controlled or duly influenced through financial or other pressures exerted by government agencies or public or private entities.

²⁵ Means that the organisation must operate and have activities (i.e. concrete projects) in two or more States. The organisation must have a Headquarter and two or more outposted countries offices reporting back to it. Outposted staff based or hosted in partner organisations in other countries cannot be considered as outposted offices.



Applicant's Mission, Objectives and Activities

(for all categories)

As per the Statutes, “the applicant has as one of its central purposes the achievement of IUCN’s objectives and a substantial record of activity in the conservation of nature and natural resources.

The objectives and track record of the applicant²⁶ embody to a substantial extent :

- (i) the conservation of the integrity and diversity of nature; and, either or both:
- (ii) the aim to ensure that any use of natural resources is equitable and ecologically sustainable;
- (iii) dedication to influencing, encouraging and assisting societies to meet the objectives of IUCN”

[Statutes, Article 7 (b) and (c)]

IMPORTANT: This section will be used to notify IUCN Members of your application and in the documentation submitted to IUCN Council without editing. Please stick to the maximum number of words indicated for each field otherwise part of your text will be cut.

Name of organisation

Country:

Description of your organisation/institution:

Maximum 100 words

Mission/Vision of your organisation/institution:

Maximum 100 words

²⁶ These can take many forms, including field action, community involvement, research in the natural and social sciences, policy development, advocacy, legal activities, education and public awareness, and fundraising where these are for purposes in line with the mission of IUCN. While determining the relative importance of an activity is necessarily to some extent subjective, it is here considered that “substantial” can be assessed in terms of the applicant’s programme and projects, resource allocations, organisational structures and outputs.

Summary of your organisation's/institution's objectives as they appear in your Statutes / Bylaws / Articles of Association / other statutory document:

Maximum 300 words

Achievements: Describe your organisation's/institution's main achievements over the last three years and indicate any IUCN projects, involving IUCN Members or not, in which your organisation has been involved (i.e. projects which have already been implemented, etc).

Maximum 500 words

Additional questions:

Provide concrete examples of how your organisation contributes to conserving the integrity and diversity of nature:

[IUCN's Sustainable Use Policy](#) is central to the achievement of its objectives. This policy requires that all use of natural resources be sustainable, but does not suggest that every species or ecosystems should be used. Does your organisation have a position about sustainable use? If so, please give details. If available in your organization, please provide concrete examples of how your organisation advances the sustainable and equitable use of resources.

Does your organisation carry out any activities that could be seen as conflicting with the conservation of the integrity and the diversity of nature and the sustainable use of resources? If so, please specify.

Is your organisation committed to engage in a respectful and collegial way with other Members of IUCN?

Map the activities of your organisation against the *IUCN Programme 2017-2020*²⁷, results that IUCN Programme Areas aim to have a positive impact on:

- 1: Valuing and conserving nature**
The activities of your organisation ensure that the conservation status of biodiversity is enhanced.

- 2: Promoting and supporting effective and equitable governance of natural resources**
The activities of your organisation ensure that IUCN's work on people-nature relations, rights and responsibilities and the political economy of nature is consolidated.

- 3: Deploying nature-based solutions to address societal challenges**
The activities of your organisation address the global challenges (climate change, food, development) through the use of nature-based solutions

²⁷ The *IUCN Programme 2017-2020* identifies three Programme Areas (Valuing and Conserving Nature, Promoting and supporting effective and equitable governance of nature's use, Deploying nature-based solutions to address societal challenges in climate, food, development) and a related set of thematic results. These Areas target critical issues that need to be addressed to tackle the conservation challenges of today and tomorrow, and to reflect the lessons we have learned in the implementation of previous programmes of work. To read more about the IUCN Programme, please consult our website: <https://www.iucn.org/secretariat/about/programme-work-and-reporting/programme>

Reason for joining IUCN

- To share knowledge**
- To network/establish partnerships**
- To influence the environmental policy**
- Other:**

Maximum 50 words



AUTHORIZATION

➤ This page must be completed by the duly authorized Head of agency/organisation/institution.

As Head of the agency/organisation/institution I hereby confirm that the information contained in this application is correct and that (name of organisation) shares and supports the objectives of IUCN, as required by Regulation 9 of the IUCN Statutes.

The below area is not protected to allow the inclusion of your electronic signature. (To insert the electronic signature: On the Insert tab, in the Illustrations group, click Picture. Locate the signature that you want to insert. Double-click the picture that you want to insert.) PLEASE USE THE ARROW KEY TO MOVE TO THE NEXT FIELD.

Title: (Mr/ Mrs/Ms/Dr/ Prof /Other) _____

First name: _____

Family name: _____

Position: _____

Date: (dd/mm/yyyy)

Signature: _____

Additional signature (if required by your organisation):

Title: (Mr/ Mrs/Ms/Dr/ Prof /Other) _____

First name: _____

Family name: _____

Position: _____

Date: (dd/mm/yyyy)

Signature: _____

➤ This is only required for Government agencies and Government agencies applying as Affiliates.

As Head of the agency/institution, I hereby confirm that (name of agency) is competent to adhere to IUCN Statutes, as required by Regulation 4 of IUCN Statutes and that this application conforms with the laws of the State in which the agency/institution is located.

Title: (Mr/ Mrs/Ms/Dr/ Prof /Other) _____

First name: _____

Family name: _____

Position: _____

Date: (dd/mm/yyyy)

Signature: _____

Methods of payment:

through the corresponding Regional Office (*please contact your Membership Focal Point for further information: <https://www.iucn.org/about/union/members/membership-focal-points>*)

by **bank transfer** to: **UBS Switzerland AG.**; Place St-François 16, CH-1002 Lausanne, Switzerland

Payable to:

IUCN, Union internationale pour la conservation de la nature et de ses ressources * or
IUCN, International Union for Conservation of Nature and Natural Resources *

Swiss francs Account No. IBAN: CH23 0024 3243 3350 3501 W

US Dollar Account No. IBAN: CH40 0024 3243 3350 3560 Y

Euro Account No. IBAN: CH95 0024 3243 3350 3561 B

Sort code: 0243 Swift code: UBSWCHZH80A

IMPORTANT FOR ALL BANK TRANSFERS. Please use the following reference:
Application Deposit for (add organisation name and country)

by **bank cheque** made payable to:
IUCN, Union internationale pour la conservation de la nature et de ses ressources * or
IUCN, International Union for Conservation of Nature and Natural Resources *

by **credit card:** (Visa / MasterCard) **If paying by credit card please complete the following:**

I authorize IUCN, to charge the credit card listed below:

Amount in Swiss Francs: _____ Visa MasterCard

Card number:

--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--

C.V.V. number:

--	--	--

Expiry date:

--	--

 month year

Important: Credit card payments must show the card verification validity number (cvv). This number is the last three (3) numbers found on the signature line on the back of the card. If paying your invoice by credit card, please add this number when completing the form.

Card holder name

(as it appears on the credit card): _____

Billing address:

Street & Street Nr: _____

City: _____ Postal code: _____

Province/State: _____ Country: _____

Date: (dd/mm/yyyy)

Signature: _____

The above area is not protected to allow the inclusion of your electronic signature. (To insert the electronic signature in Word 2007: On the Insert tab, in the Illustrations group, click Picture. Locate the signature that you want to insert. Double-click the picture that you want to insert.) PLEASE USE THE ARROW KEY TO MOVE TO THE NEXT FIELD.

*** It is important that you use the exact name in English or in French under which IUCN is legally registered in Switzerland or the bank transfer will fail.**

(IUCN, International Union for Conservation of Nature and Natural Resources is registered as an international association of governmental agencies and non-government organisations under article 60 of the Swiss Civil Code. Our Swiss registration number is CHE-106.516.604 and with VAT number CHE-106.516.604VAT)

Assessment form for membership applications

GA: Government agency

IN: International non-governmental organisation

NG: National non-governmental organisation

IP: Indigenous peoples' organisations

AF: Affiliates

NC: National/Regional Committee

CL: Councillor

RO: Regional office

Applicant category and ID number:	
Organisation name (original):	
Organisation name (in English¹):	
Country/territory/State and Statutory Region:	
To be presented for admission on/in: (by MU)	

Ref	Requirement / admission criteria	What needs to be checked by category						Due diligence checks ²				Does it meet IUCN requirements?	Clarification on why it does not meet IUCN requirements?	
		GA	IN	NG	Univ. ³	IP	AF ⁴	NC	CL	RO	Web	Yes –no - n/a		
Art. 5b	Forms part of the State Machinery	X					X (for GA only)							
Art. 5d/e	Incorporated within a State <i>[document of incorporation (not compulsory to send) OR applicant's statutes]</i>		X	X	X		X (for IN/NG/Univ. only)							
Art. 5f	Shall be institutions and associations established by indigenous peoples for the advancement of indigenous communities <i>[applicant's statutes/incorporation doc.]</i>					X	X (for IP only)							
Art. 7a	Shares and supports IUCN objectives <i>[applicant's statutes]</i>	X	X	X	X	X	X							
Art. 7b	Has one of its central purposes to achieve IUCN's objectives around nature conservation (described in Art. 2) <i>[applicant's statutes]</i>	X	X	X	X	X	X							
Art. 7b	Has substantial record in conservation of nature <i>[Application Form > Achievements]</i>	X	X	X	X	X	X							
Art. 7c	Objectives and track record embody: i) <i>conservation of the integrity and diversity of nature; and, either or both⁵:</i> ii) <i>aim to ensure that any use of natural resources is equitable and ecologically sustainable</i> iii) <i>dedication to influencing, encouraging and assisting societies to meet the objectives of IUCN</i>	X	X	X	X	X	X							

¹ This should be the official existing translation or an agreed translation as provided by a reliable translator. MFPs should check that the translation is accurate. UDG can assist with the translation of the name if necessary.

² Relevant National Committees or Regional Committees, if any, Regional Offices and regional Councillors will be requested to answer a set of questions to confirm that the applicant meets with IUCN requirements.

³ Universities are part of the NG category, but have to fulfil slightly different criteria.

⁴ GA/IN/NG/IP wishing to apply as AF are still required to fulfil the basic requirements of GA/IN/NG/IP respectively. Indications are provided in the AF column accordingly. For example for a GA applying as AF, it is essential that this GA complies with Article 5(b) of the Statutes, being one of the criteria for admission of a GA. Whereas, an NG/IN would have to comply with Article 5 (d/e) of the Statutes but not 5 (b).

⁵ Has to meet criterion (i) and at least one of the criteria (ii) or (iii).

Ref	Requirement / admission criteria	What needs to be checked by category						Due diligence checks ²				Does it meet IUCN requirements?	Clarification on why it does not meet IUCN requirements?
		GA	IN	NG	Univ. ³	IP	AF ⁴	NC	CL	RO	Web		
Art. 7d	Does not pursue activities that conflict with IUCN's objectives/activities <i>[applicant's statutes]</i>	x	x	yes	x	x	x	x	x	x	x		
Additional questions set by GCC	1) Contributes to conserving the integrity and diversity of nature.		x	x	x	x	x	x	x	x	x		
	2) Confirms that the IUCN's Sustainable Use Policy is central to the achievement of its objectives. This policy requires that all use of natural resources be sustainable, but does not suggest that every species or ecosystems should be used. The applicant confirms its position on sustainable use and concrete examples are provided.		x	x	x	x	x	x	x	x	x		
	3) Has a substantial record of activity in the conservation of nature <i>[Achievements section of application form]</i>		x	x	x	x	x	x	x	x	x		
	4) Does not carry out any activities that could be seen as conflicting with the conservation of the integrity and the diversity of nature and the sustainable use of resources.		x	x	x	x	x	x	x	x	x		
	5) Confirms that it is committed to engage in a respectful and collegial way with other Members of IUCN?		x	x	x	x	x	x	x	x	x		
Reg. 5a(i) Reg. 5b(i) Reg. 5bis(i) Reg. 6a	Is Not-for-profit <i>[applicant's statutes]</i>		x	x	x	x	x (for IN/ NG/Univ. only)			x	x		
Reg. 5a(ii) Reg. 5b(ii) Reg. 5bis(ii) Reg. 6b	Has been in existence for at least 3 years <i>[document of incorporation (not compulsory to send) OR applicant's statutes]</i>		x	x	x	x	x (for IN/ NG/Univ. only)			x	x		
Reg. 5a(iii) Reg. 6f	Has a board that is autonomous and independent ⁶ <i>[applicant's statutes]</i>		x	x			x (for IN/NG only)			x	x		

⁶ Is deemed to mean a board whose decision-making processes adhere to the provisions contained in the statutes/articles, regulations/bylaws and other constitutive institutional instruments, and are not controlled or unduly influenced through financial or other pressures exerted by government agencies or public or private entities.

What needs to be checked by category								Due diligence checks ²				Does it meet IUCN requirements?	Clarification on why it does not meet IUCN requirements?
Ref	Requirement / admission criteria	GA	IN	NG	Univ. ³	IP	AF ⁴	NC	CL	RO	Web		
Reg. 5b (iv) Reg. 5bis(iii)	Is autonomous in administration and governance <i>[applicant's statutes]</i>				X	X	X (for Univ. only)			Y	Y		
Reg. 5a (iv) Reg. 6e	Has a transparent, accountable and representative governance structure ⁷ <i>[applicant's statutes]</i>		X	X			X (for IN/NG only)			Y	Y		
Reg. 5b (iii)	Is an academic or professional entity of high standing				X		X (for Univ. only)						
Reg. 5bis(iv)	Has, as its primary constituency, indigenous peoples <i>[applicant's statutes]</i> .					X	X (for IP only)						
Reg. 6c	Has a substantial record of activity in two or more States and out posted or country offices ⁸ <i>[Application Form > Mission, Objectives and Activities]</i>		X				X (for IN only)						
Reg. 6d	Board is open to nationals from at least two States ⁹ <i>[applicant's statutes]</i>		X				X (for IN only)						

What documents need to be provided by category and what needs to be done by IUCN							Does it meet IUCN requirements?	Clarification on why it does not meet IUCN requirements?
Ref	Requirement / admission criteria	GA	IN	NG (incl. Univ)	IP	AF	Yes –no - n/a	
Reg. 4	Authorization to adhere to IUCN Statutes, is signed by Head of the Organisation <i>[Application Form, page 14-15, signature page]</i>	X				X (for GA only)		
Reg. 7, 9	Application form and authorization, endorsing IUCN's objectives, is signed by Head of the Organisation <i>[Application Form, page 14-15, signature page]</i>	X	X	yes	X	X		

⁷ Is deemed to mean that the statutes/articles, regulations/bylaws and other constitutive institutional instruments provide for a governance structure that affords the members of the organisation, and/or its Board, fair and adequate participation in the business and governance of the organisation, that require the organisation to be transparent and accountable in its activities, finances and policies, and that such provisions are adhered to in the day-to-day business of the organisation.

⁸ Means that the organisation must operate and have activities (i.e. concrete projects) in two or more States. The organisation must have a Headquarter and two or more outposted countries offices reporting back to it. Outposted staff based or hosted in partner organisations in other countries cannot be considered as outposted offices.

⁹ The Organisation's Statutes should state that their Board is open to nationals from other countries (if not, written confirmation is required). NB: If the current Board is composed of nationals from only one country, it does not necessarily imply that it is closed to other nationalities: check!!

What documents need to be provided by category and what needs to be done by IUCN							Does it meet IUCN requirements?	Clarification on why it does not meet IUCN requirements?
Ref	Requirement / admission criteria	GA	IN	NG (incl. Univ)	IP	AF	Yes –no - n/a	
Reg. 8	Letters of endorsement (min. 2) from IUCN Members in good standing ¹⁰ or from IUCN National/Regional Committees or from IUCN Councillors or Honorary Members (<i>providing that there are no conflict of interest for the last two groups¹¹</i>): (if letters come from IUCN Members, indicate Member ID, name of org, country)		x	Yes	x	x (for NG/IN/IP only)		
	Statutes/Bylaws/Constitution document(s) received		x	Yes	x	X (for NG/IN/IP only)		
	Financial report validating operational expenditures of USD ¹² received		x	Yes	x			
Reg. 10	Deposit of CHF ¹³ : processed on _____ by _____ credit card / bank transfer / cheque / through Regional office (by MFP) Received at HQ on: _____ (by MU)	x	x	yes	x	x		
MU process	Assessment form completed (by MFP) and checked by MU	x	x	Yes	x	x		
MU process	Relevant IUCN Programme/country office staff do not have any particular issues with the applicant (by MFP)	x	x	Yes	x	x		
MU process	Organisation, application form and documents entered in CRM (by MFP) !!! CHECK: original and English name, website, text length for description, mission, objectives and achievements]	x	x	yes	x	x		

MFP/UDG comments

Completed on: _____

by: _____

¹⁰ "In good standing" means that the Member has paid all of its outstanding membership dues up to and including the year preceding the date when Council considers the application. It is the responsibility of the applicant to find endorsers.

¹¹ When letters of endorsement are submitted by IUCN Councillors or Honorary Members, any formal or informal relationships with the applicant must be detailed and disclosed at the time of endorsement. Letters of endorsement shall indicate that the seconder knows well the applicant organisation and its activities and therefore can confirm to IUCN that the applicant meets all the requirements prescribed in the IUCN Statutes and Regulations to be accepted as an IUCN Member. Letters of endorsement should address the set of questions approved by GCC.

¹² Operational expenditure is considered as annual and recurring expenses (staff salaries, building rental, administration costs, etc).

¹³ Deposit equals the first year of Membership dues. Once the applicant is admitted, the deposit will be re-calculated pro-rata based on the Member admission date, and the difference carried forward. If not admitted, the deposit will be refunded.

ENGLISH

Questions for applicants

(in blue: questions to be asked to controversial applicants until new application form is published)

1. Provide concrete examples of how your organisation contributes to conserving the integrity and diversity of nature?
2. [IUCN's Sustainable Use Policy](#) is central to the achievement of its objectives. This policy requires that all use of natural resources be sustainable, but does not suggest that every species or ecosystems should be used. Does your organisation have a position about sustainable use? If so, please give details. If available in your organization, please provide concrete examples of how your organisation advances the sustainable and equitable use of resources.
3. Does your organisation have a substantial record of activity in the conservation of nature? Provide concrete examples in the "Achievements" section of this form.
4. Does your organisation carry out any activities that could be seen as conflicting with the conservation of the integrity and the diversity of nature and the sustainable use of resources? If so, please specify.
5. [Is your organisation committed to engage in a respectful and collegial way with other Members of IUCN?](#)

Questions for endorsers & Councillors, National/Regional Committees

1. Are you aware of the existence of this organisation?
2. What is your relation/interaction with applicant, including how long have you known the applicant and how familiar are you with the applicant's activities/objectives/policies?
3. Are you satisfied that the organisation complies with criteria listed in Article 7 of the IUCN Statutes?
 - the organisation's activities to date embody the conservation of the integrity and diversity of nature,
 - the organisation aims to ensure the equitable and ecologically sustainable use of natural resources;
 - the organisation aims to influence and encourage the meeting of IUCN objectives?
 - Is the organisation involved in any activities that conflict with the objectives of IUCN, i.e. that could be seen as conflicting with the conservation of the integrity and the diversity of nature and the sustainable use of resources?
4. Can you provide details of a/some project(s) this organisation was involved in (and to what extent) to support any of the above? (conservation track record)
5. How can the applicant contribute to advancing IUCN's Mission?

FRENCH

Questions for applicants

(in blue: questions to be asked to controversial applicants until new application form is published)

1. Veuillez fournir des exemples concrets de la façon dont votre organisation contribue à conserver l'intégrité et la diversité de la nature?
2. [La politique d'utilisation durable de l'UICN](#) est essentielle à la réalisation de ses objectifs. Cette politique exige que toute utilisation des ressources naturelles soit durable, mais ne suggère pas que chaque espèce ou chaque écosystème devrait être utilisé. Est-ce que votre organisation a une position sur l'utilisation durable? Si oui, veuillez fournir des précisions. Si disponible dans votre organisation, veuillez fournir des exemples concrets de la façon dont votre organisation fait progresser l'utilisation durable et équitable des ressources.
3. Est-ce que votre organisation a un nombre conséquent d'activités dans le domaine de la conservation de la nature ? Veuillez fournir des exemples concrets dans la section « Réalisations » de ce formulaire.
4. Est-ce que votre organisation pratique des activités qui pourraient être considérées comme étant en conflit avec la conservation de l'intégrité et de la diversité de la nature et de l'utilisation durable des ressources? Si oui, veuillez spécifier.
5. [Votre organisation est-elle dévouée à s'engager d'une manière respectueuse et collégiale avec les autres Membres de l'UICN?](#)

Questions for endorsers & Councillors, National/Regional Committees

1. Êtes-vous au courant de l'existence de cette organisation?
2. Quelle est votre relation/interaction avec cette organisation et depuis quand la connaissez-vous? Est-ce que les activités / objectifs / politiques de cette organisation vous sont familiers ?
3. Estimez-vous que l'organisation est conforme aux critères énoncés par l'article 7 des Statuts de l'UICN ?
 - les activités de l'organisation à ce jour incarnent la conservation de l'intégrité et la diversité de la nature;
 - L'organisation a pour but de s'assurer de l'utilisation équitable et écologiquement durable des ressources naturelles;
 - L'organisation a-t-elle pour but d'influencer et d'encourager l'atteinte des objectifs de l'UICN?
 - L'organisation est-elle impliquée dans des activités qui entrent en conflit avec les objectifs de l'UICN? C'est-à-dire qui pourraient être vues comme étant en conflit avec la conservation de l'intégrité et de la diversité de la nature et de l'utilisation durable des ressources?
4. Pouvez-vous donner les détails d'un ou plusieurs projet(s) dans lequel/lequels cette organisation a contribué (et dans quelle mesure) afin d'appuyer les points susmentionnés? (historique dans le domaine de la conservation)
5. Comment l'organisation peut-elle contribuer à l'avancement de la Mission de l'UICN?

SPANISH

Questions for applicants

(in blue: questions to be asked to controversial applicants until new application form is published)

1. Provea ejemplos concretos sobre cómo su organización contribuye a la conservación de la integridad y diversidad de la naturaleza.
5. La [Política de Uso Sostenible de la UICN](#) es primordial para el logro de sus objetivos. Esta política requiere que todo uso de los recursos naturales sea sostenible, pero no sugiere que cada especie o cada ecosistema deba ser usado. ¿Su organización tiene una posición con respecto del axioma uso sostenible? Si es así, por favor proporcione detalles. Si está disponible en su organización, por favor proporcione ejemplos concretos sobre cómo su organización avanza hacia la consecución de sus objetivos mediante el uso sostenible y equitativo de los recursos.
6. ¿Su organización tiene un registro substancial de actividades relacionadas con la conservación de la naturaleza? Proporcione ejemplos concretos en la sección “Logros” de este formulario.
7. ¿Considera que su organización ha llevado a cabo actividades que pudiesen ser vistas como conflictivas con la conservación de la integridad y la diversidad de la naturaleza y el uso sostenible de los recursos? Si es así, por favor especifique.
5. ¿Su organización se compromete a relacionarse de una manera respetuosa y a trabajar de manera colegiada con otros Miembros de la UICN?

Questions for endorsers & Councillors, National/Regional Committees

1. Conoce la existencia de esta organización?
- 2.Cuál es su relación / interacción con esta organización y desde cuando la conoce ? Le son familiares sus actividades / objetivos / políticas ?
3. Cree que esta organización cumple con los criterios estipulados en el artículo 7 de los Estatutos de la UICN ?
 - las actividades de la organización, a día de hoy, incorporan la conservación de la integridad y la diversidad de la naturaleza;
 - La organización tiene como objetivo garantizar el uso equitativo y ecológicamente sostenible de los recursos naturales;
 - La organización tiene como finalidad influenciar y promover la consecución de los objetivos de la UICN?
 - La organización está implicada en actividades que entran en conflicto con los objetivos de la UICN? Es decir, actividades que podrían ser percibidas como incompatibles con la conservación de la integridad y diversidad de la naturaleza y el uso sostenible de los recursos naturales?
4. Puede darnos detalles de uno o varios proyectos en los que esta organización ha contribuido (y en qué medida) a apoyar los puntos mencionados? (cronología en el ámbito de la conservación)
5. Como puede contribuir esta organización en el avance de la Misión de la UICN?



IUCN Council

Work Group on

[WCC-2016-Res-003 - Including regional governments in the structure of the Union](#)

Terms of Reference 2017-2020

(Approved by the IUCN Council at its 94th Meeting)

Background

1. The issue of local government membership was considered at the 18th Session of the General Assembly in Perth, Australia 1990; and at the First Session of the World Conservation Congress in Montreal, Canada 1996. On both occasions, proposals for amendments of the Statutes to allow local and regional governments to become Members were soundly rejected by the IUCN membership.
2. In 2002, Council Decision C/57/26 requested the Governance Task Force to further review the possibility of including local or subnational government organizations as Members of IUCN. In 2004, Council on the recommendation of the Membership Committee and based on legal advice noted that environmental agencies of local government bodies were eligible for admission under membership Category A (a) - Government Agencies, and decided not to propose a statutory change concerning local government membership at this time (decision C/60/47).
3. In 2008, the World Conservation Congress Resolution 4.008 requested Council to seek legal and technical advice on how local and regional authorities might be included in the structure of the Union and to make recommendations to the 5th Session of the World Conservation Congress for reform of the IUCN Statutes, as appropriate. After a period of consultations (2009-2010) and given the diversity of views represented, Council undertook an additional round of consultation with the IUCN membership during the Regional Conservation Fora (May to October 2011) where all IUCN Members were invited to discuss three options for including local government membership. After this consultation and further deliberation, Council decided to submit two options for the consideration of the 2012 World Conservation Congress in Jeju. Both options failed to obtain the required 2/3 majority¹. The World Conservation Congress rejected both the clarification of the status quo (option 2) and the proposed change (option 1). The IUCN Council 2012-16 subsequently considered it justified to continue to study this issue including whether to make recommendations to the next Congress.
4. In 2015, Council, upon recommendation of the Governance and Constituency Committee (GCC) and Council document C/85/5.3.1.2.1.3, agreed to consult the IUCN membership online and during all the Regional Conservation Fora held in 2015 on the two options for including LRGA in the structure of IUCN which failed to achieve the required 2/3 majority during the 2012 Congress. In 2016, a motion submitted to the 2016 WCC by five Government Agency Members, to amend the Statutes to include local and regional government authorities in the structure of the Union led to the cessation of any further consideration of this topic by Council. The motion in its original version, which proposed to amend the Statutes creating a new sub-Category in Category A called "local or regional governmental authorities" exercising collectively one vote, was amended by the contact group to apply only to regional governments which together with Government Agency Members of the State concerned would constitute a sub-Category in Category A and would together exercise one vote. This motion was voted

¹ Voting result for option 1: 65.81% for versus 34.19% against in Cat. A and 68.29% for versus 31.71% against in Cat. B. Option 2: 65.66% for versus 34.34% in Cat. A and 74.16% versus 25.84% in Cat. B.

down by both Categories A and B and by a greater number of Members than at the previous Congress². Instead, Congress approved WCC-2016-Res-003³:

WCC-2016-Res-003: Including regional governments in the structure of the Union

The World Conservation Congress, at its session in Hawai'i, United States of America, 1-10 September 2016: REQUESTS the IUCN Council to establish a Working Group composed of Councillors and Members on the role and membership of local and regional governments in IUCN, including the wider engagement among IUCN members and other Parties in order to analyze the need and effects, develop a clear definition of regional government, and formulate a comprehensive and well considered new recommendation for the next Congress.

5. At its meeting in February 2017, the IUCN Council adopted a series of measures to implement the resolutions adopted by WCC-2016 and requested its Governance and Constituency Committee to take the lead on resolution WCC-2016-Res-003. In this way, the pre-Working Group on including regional governments in the structure of the Union was created during the meeting, whose members⁴ developed the present ToR and guidance for the work of the Working Group required by WCC-2016-Res-003.

Objective

6. The objective of the Working Group is to through an inclusive engagement process formulate a comprehensive and well considered recommendation for the next Congress on the definition and possible inclusion of local and regional governments in the structure of the Union. The recommendation should be based on a thorough analysis of the needs and effects of inclusion while taking into consideration all previous work that has been done in this regard in IUCN and in accordance with the request provided by the Members' Assembly in WCC-2016-Res-003.

Functions

7. Establish and implement a Work Plan for:
- a. Developing a clear definition of regional and local governments in the context of Resolution 003, considering the diversity of governance structures globally.
 - b. Analyze the needs and effects of the inclusion of local and regional governments for IUCN, at a broad level including for the effectiveness of IUCN mandate, finance, governance and programme delivery.
 - c. Identify and elaborate the best option(s) for possible inclusion of local and regional governments into the structure of the Union while taking into consideration the previous debates/ discussions and good approaches from within the Union.
 - d. Analyze the effects of the different options of the possible inclusion of local and regional governments on IUCN.
 - e. Formulate a comprehensive and well considered new recommendation for Council approval.

Modus Operandi

8. Following the sequence of steps detailed in the "Functions" section, Working Group members will primarily implement their work through e-mail and conference calls.

² Voting result: 34.56% for versus 65.44% against in Cat. A and 38.73% for versus 61.27% against in Cat. B.

³ Voting result: 83.47% for versus 16.53% against in Cat. A and 84.53% for versus 15.47% against in Cat. B.

⁴ Norbert Baerlocher, Jesca Osuna Eriyo, Mangal Man Shakya, Shaikha Salem Al Dhaheri, Hilde Eggermont, Tamar Pataridze, Jan Olov Westerberg and Jenny Gruenberger, with support from the IUCN Secretariat.

9. The Working Group will be assisted by the Global Director of the Union Development Group, as requested, who will provide administrative and technical support within the available budget.
10. Once the Working Group has agreed on the options and these are approved by Council, the Working Group will decide on the process to be used in order to reach consensus, building on previous good practices (e.g. consultation with the membership at Regional Conservation Fora).
11. Feedback received from the Members will be consolidated by the Working Group and reported back to Council for endorsement.
12. The Working Group will report on its progress to the GCC every six months (including at each meeting of the Council) and deliver a final recommendation to Council in time for its presentation and consideration at the 2020 Congress taking into account statutory deadlines for Congress documents and/or proposals to amend the Statutes, as the case may be.

Composition

13. The Working Group should not exceed 20 members, and be composed of:
 - a. Up to five Council members (incl. the Working Group Chair), with proper understanding of the variety of States;
 - b. One legal expert from WCEL; and one expert from another Commission;
 - c. Up to five State members across the different Statutory Regions;
 - d. Up to three representatives of existing local and regional government agency Members of IUCN;
 - e. Up to three other interested parties associated with IUCN with relevant knowledge and experience in the role of local and regional governments in conservation of nature.
 - f. Two support persons from the IUCN Secretariat who will be ex-officio members of the WG ;
14. The Working Group should include a wide spectrum of opinions and include individuals with technical knowledge on this issue.

Duration

15. The Working Group will be in force until it delivers a final recommendation to Council in time for its presentation and consideration at the 2020 Congress.

Terms of reference for an external review of aspects of IUCN's governance (2018)

Approved by the IUCN Council at its 94th meeting (May 2018)

Rationale

IUCN's governing body, the Council, seeks an independent consultant for a participatory review of IUCN's governance.

For the purpose of this review, IUCN governance is defined as the combination of processes and structures as overseen by the IUCN Council and implemented by the IUCN Council and its Bureau, Members, Secretariat and Commissions to inform, direct, manage, and monitor the organization's activities toward the achievement of its objectives. Good governance in IUCN entails the application of the following principles:

- Leadership, organizational performance management and accountability
- Delegation
- Stewardship, controlling and risk management
- Integrity
- Transparency, access to information and public participation
- Inclusiveness, diversity and renewal

Particular focus should be given to measuring alignment with industry best practice on corporate governance, including but not limited to appropriate information/ disclosure flows, transparency and communications including between these different components and the effectiveness with which Council is able to carry out its statutory role, while recognising IUCN's unique role as a conservation organisation and global leader composed of an active membership base.

In response to a review carried out in 2015 Council adopted a package of reforms including carrying out independent reviews of IUCN's governance at least once every four years. Council presented an extensive report on these reforms to the 2016 IUCN World Conservation Congress upon which the Congress adopted the amendments to the Statutes proposed by Council as part of the reforms. For additional background see Annex 1 to Terms of Reference: Further context and background on governance in IUCN.

This review is commissioned as a result of these reforms and based on the meeting of the Governance and Constituency Committee of the IUCN Council (7 February 2018) to improve overall governance taking into account the roles and relationships between different parts of IUCN.

Purpose and scope

The overall purpose of this review is to contribute to the continued improvements in the effectiveness of IUCN's governance structures and functions including, in particular, the statutory role Council has to ensure the accountability of IUCN's six [Commissions](#) (networks of experts) and the Secretariat. The review will provide recommendations for reforms and/or enhanced practices to further ensure alignment with international best practice in principles of good governance.

The **specific objectives** for the review in 2018 are:

- 1) To review the effectiveness of the governance roles and relationships between constituent parts of the Union (Council, Bureau, Secretariat, Commissions, Members and National and Regional Committees) and the principles needed to improve governance.
- 2) To assess progress and review the effectiveness of the implementation of the Council's Management Response to the External Review of Aspects of IUCN's Governance (2015), in particular items of the "Enhanced practices and reforms of IUCN's governance".

- 3) To review governance aspects of the Commissions in light of the measures included in the aforementioned “Enhanced Practices and Reforms”, as specified below:

Council is to commission a quadrennial external review of the Commissions including their mandates, as part of the quadrennial “External Review of IUCN’s governance” (see hereafter C4.). The purpose will be to ensure necessary renewal of existing Commissions and broader renewal of Commissions or other network mechanisms to meet the knowledge generation, expert and Programme delivery needs of the Union. These will have to be done well before the date fixed for filing nominations for Commission Chairs, and possibly mid-way into the 4 year inter-sessional period. (A4.7, Enhanced practices and reforms of IUCN’s governance)

Ensure that Council commissions an external review of IUCN’s governance at least every four years, to be delivered in time to inform a Council ‘strategy session’ at mid-term. The Terms of Reference and scope of the external review shall be established by Council. They shall include the review of the IUCN Commissions as described in A4.7 [below]. The Management Response to the external reviews of IUCN’s governance shall be made by the Council with the understanding that with regard to the Commissions, the responsibility for the Management Response shall be shared between Council and the Director General. Provision for review should be included in the IUCN budget. (C4, Enhanced practices and reforms of IUCN’s governance)

It should be noted that a substantive review of the programmatic contributions of the Commissions or their mandates is outside the scope of this review. The evaluator is invited to make use of findings of recent External Reviews concerning the Commissions.

Audience and intended use

The main target group for this review is the Council who will prepare a formal Management Response to the recommendations of the review and specify, as appropriate, intended results, activities, and timelines. The Council will share the responsibility for responding to recommendations on Commissions with the Director General.

The Director General will also give her response to the specific aspects relating to them where appropriate in the final report.

Approach and methodology

The review should be carried out in a participatory manner, including through consultation of the Governance and Constituency Committee (GCC) of Council in the finalisation of review questions as well as the participation of other relevant stakeholders.

The specific **methodology** should be outlined by the evaluator in an inception note, but is expected to include at least:

- 1) The consultant will define a governance maturity model specific to IUCN, where maturity is assessed at the organizational level and for each of the six commissions. Recommendations should be provided for each level of analysis and for each of the commissions (max 3 per commission).
- 2) Define what constitutes adequate comparisons or benchmarks in terms of good corporate governance. For instance, this might follow The Institute of Internal Auditors’ *Assessing organizational governance in the public sector* (October 2014)¹ and other relevant literature

1

https://www.iaa.nl/SiteFiles/IIA_leden/PG%20Assessing%20Organizational%20Governance%20in%20the%20Public%20Sector.pdf

such as ICGN Global Governance Principles (2017)², King Report on Governance for South Africa (2009)³, King IV Report for Corporate Governance for South Africa (2016)⁴, OECD G20/OECD Principles of Corporate Governance (2015)⁵ and the UK Corporate Governance Code (2016)⁶ bearing in mind the relevance of such reports for an organisation as IUCN.

- 3) A review of activities and results of the work undertaken by the Council, Secretariat and Commissions to date in implementing the “Enhanced Practices and Reforms” adopted in response to the External Evaluation of Aspects of IUCN’s Governance (2015).
- 4) Interviews with current Councillors, including in particular representatives of the GCC, the Programme and Policy Committee (PPC) and the Finance and Audit Committee (FAC) and the Chairs of Commissions.
- 5) Interviews with senior staff in the IUCN Secretariat, a sample of IUCN Members and other stakeholders.

The methods may also include:

- 6) Focus groups or other facilitated group sessions for making sense of the collected input;
- 7) Cases studies, featuring deep dives on significant decisions and events; and/or
- 8) Direct observation of debates at key events to assess dynamics and relationships between stakeholders.

The consultant may also be invited to participate as an observer to one or both the forthcoming Council meetings scheduled April 29-2 May (Gland, Switzerland) and October 6-8 2018 (Jeju, Republic of Korea).

The Governance and Constituency Committee (GCC) of the Council, which is tasked “to assist and provide advice to the Council with a view to maintaining an effective governance [...]” (Terms of Reference approved by Council in February 2017), will manage the review with assistance from IUCN’s Planning, Monitoring, Evaluation and Risk (PMER) Unit.

At the start of the assignment, the consultant will be provided with:

- Document list with explanatory context in addition to those noted in Annex 2 to Terms of Reference: Documents to consult
- Calendar of upcoming events in the IUCN four-year cycle to provide context for recommendations
- More detail on processes already underway that address governance, such as work on the IUCN Enterprise Risk Policy

This review is expected to meet the principles in the [IUCN Monitoring and Evaluation Policy](#), see in particular section 6.3 Monitoring and evaluation principles and note that section 6.2 Evaluation criteria does not necessarily apply to this review.

The budget for this Review using the above methods is set at 40 000 CHF.

² <http://icgn.flpbks.com/icgn-global-governance-principles-2017/#p=2>

³ http://c.ymcdn.com/sites/www.iodsa.co.za/resource/resmgr/king_iii/King_Report_on_Governance_fo.pdf

⁴

https://c.ymcdn.com/sites/www.iodsa.co.za/resource/resmgr/king_iv/King_IV_Report/IoDSA_King_IV_Report_-_WebVe.pdf

⁵ http://www.oecd-ilibrary.org/governance/g20-oecd-principles-of-corporate-governance-2015_9789264236882-en;jsessionid=991fg2omsf1p6.x-oecd-live-02

⁶ <https://www.frc.org.uk/getattachment/ca7e94c4-b9a9-49e2-a824-ad76a322873c/UK-Corporate-Governance-Code-April-2016.pdf>

Qualifications of the evaluator

- Proven track record in participatory and evidence-based review and in reviewing organizational governance, in particular;
- demonstrated track record in delivering “high stakes” reviews/evaluations on time, with a high degree of professionalism and ethical standards;
- deep understanding of governance and management issues of international organizations;
- good command of at least two of IUCN official languages (English, French, Spanish).

Timetable and deliverables

The consultant will be responsible for providing the following **deliverables**:

- 1) An inception report, including a governance maturity model adapted to IUCN, the review methods, the final research questions, detailed activity planning and stakeholders to be interviewed, survey instruments, the table of contents of the final report and templates for tables, graphs and charts.
- 2) A benchmarking report, briefly assessing IUCN against the governance maturity model and, to the extent possible, benchmarking IUCN against similar organizations. This report should provide recommendations for areas of governance for future review.
- 3) A presentation of initial findings related to the enhanced Council practices to be delivered at the GCC meeting to be held during the Council meeting of 6-8 October 2018, Jeju, Republic of Korea.
- 4) A draft report of maximum 20 pages (excluding annexes), including:
 - a) An update on progress and analysis of the implementation of the “Enhanced Practices and Reforms” adopted in response to the External Evaluation of Aspects of IUCN’s Governance (2015).
 - b) Any additional recommendations for reform / enhanced practices on corporate governance.
 - c) Recommendations should be short term (reforms that can be implemented before 2020 period), medium term (that require adoption by the next Members’ Assembly in 2020) and long-term (additional considerations of further work to move towards best practice).
- 5) A final report incorporating relevant feedback from the Chair of GCC and the Director General through the Chair of GCC.
- 6) A PowerPoint presentation of the key conclusions of the report to be delivered to the GCC at a meeting to be convened in January 2019 (by telephone).

Milestone / deliverable	Indicative completion date
Approval of ToR	94 th Council meeting
Recruitment of review consultant and start of mandate	End May 2018
Inception note including final review/research questions	End June 2018
Data collection and analysis	June-September 2018
Initial findings on Council practices shared	End September 2018
Presentation of initial findings to GCC in Jeju	6-8 October 2018
Draft report	15 November 2018
Final Report	10 January 2019
Presentation of final report at Council/GCC	January 2019
Council preparation of a management response	April 2019

Annex 1 to Terms of Reference: Further context and background on governance in IUCN

The World Conservation Congress, in particular the Members' Assembly, brings together its membership every four years to, among others, define the general policy, approve the Programme for the period until the next Congress, elect the Council, and amend the Statutes. Between sessions of the Congress, the Council - and acting on its behalf and under its authority, the Bureau - set strategic direction for the Union, provide oversight and guidance for the components of the Union, fulfil fiduciary responsibilities to the membership, and render account to them.

Other components (statutory bodies) of the Union such as the Secretariat, the Commissions, and the Regional and National Committees and Regional Fora, exercise the mandates and the authority assigned to them under the Statutes.

Governance fell within the scope of each External Review of IUCN from 1991 until 2011. In 2015 a separate External Evaluation of Aspects of IUCN's Governance was commissioned and overseen by the GCC.

The In 2015 two external reviews of IUCN – one focused on governance (in particular the Council) and the other focused on IUCN (in particular programme implementation) – led to several actions/responses:

- “Enhanced practices and reforms of IUCN's governance” found in the management response to the review, and adopted by Council in April 2016, notably:
 - o A4.7 – a commitment to regular external review of the Commissions
 - o C4 – a commitment to regular external review of governance
 - o C4.1 – an agreed practice for Council to comment on any governance aspects from future IUCN External Reviews (those focused on programme implementation)

Furthermore, in the Commissions' response to the External Review of IUCN 2015 they re-affirmed the governance relationship between Council and Commissions: “The oversight by Council should be on the annual workplan and budget of each Commission.”

Other recent major improvements to governance spearheaded by the Council in the four-year period 2013-2016 are:

- A strengthened Bureau. To improve its ability to act in a timely and effective manner, the Council enhanced the role of the Bureau and Council Committees. This improvement now enables Council to address issues more strategically while still exercising high-level oversight.
- Enhanced accountability of Commissions. The improvements also clarified and strengthened the accountability of Commissions to the Council, and further continued the reporting line of the Commission Chairs to the President. A number of steps were also taken to reduce potential conflicts of interest of the Commission Chairs as members of the Council including the Council's approval of Commission Financial Rules in 2017.
- Pre-Congress approvals of motions. A significant number of motions were approved electronically in advance of Congress. This move follows recommendations from the Members' Advisory Group on Motions and Resolutions Implementation established by the IUCN membership at the 2012 Congress.
- Council sets four year strategic priorities. Keen to find new and more effective ways of operating, Council decided to set 4-year strategic priorities at the start of each term Council approved a strategic planning and reporting framework to oversee the Union's overall performance. It also clarified its role in developing and approving for submission to Congress the draft quadrennial Global Programme as the key instrument for setting the Union's strategic direction.
- A revised & strengthened transparency policy. Council revised its Transparency Policy, making all official Council documents available to donors and the public immediately following each meeting. All Council (and Bureau) decisions continue to be published and input sought from the membership prior to every Council meeting on the basis of key Council documents.

Annex 2 to Terms of Reference: Indicative list of documents to consult

Additional documents, and specific references within these documents, will be made available during the inception phase of the assignment.

Document	Given name
Governance review 2015	External evaluation of aspects of IUCN's governance 2015
- Council response	<p>Management response to "External Evaluation of Aspects of IUCN's Governance", Final Report, Universalia, November 2015 (Approved by the IUCN Council during its 88th meeting, April 2016, decision C788/7)</p> <ul style="list-style-type: none"> - Narrative - Annex 2: Enhanced practices and reforms of IUCN's Governance (including Annex 1 Strategic Planning and Reporting Framework for the Union, and Annex 2: Proposed scheme of distribution of responsibilities between the Council, the Bureau, the Council's Standing Committees (FAC, GCC, PPC) and the Congress Preparatory Committee (CPC). - Annex 3: Approved amendments to the IUCN Regulations - Annex 4: Strategic Planning and Reporting Framework incl. Annex 1: Annotated Strategic Planning and Reporting Framework - Annex 5: The IUCN Council's Policy on Transparency Approved by the IUCN Council at its 73rd meeting (decision C/73/151 , November 2009), modified at its 83rd meeting (C/83/9, May 2014) and at its 88th meeting (C/88/7, April 2016) - Annex 7: Approved amendments to the IUCN Statutes: Enhanced practice and reforms of IUCN's governance - Congress document WCC-2016-8.2/5 1 June 2016
Progress update on Council response (traffic light assessment of progress on enhanced practices)	Status of the implementation of "Enhanced practices and reforms of IUCN's governance" (last update 19 October 2017) (Council document from 93rd Council Meeting)
External Review of IUCN 2015	External review of IUCN 2015
IUCN response (April + November 2016)	External Review of IUCN 2015 Management Response Narrative (30 January 2017) including update (with table) in November 2016
Update on IUCN response in 2017	Status update on response to 2015 External Review in 2016 Annual Report , presented at 2017 November Council meeting (sections 7.1, 7.2? – and 7.3 and Annex D)
IUCN Statutes	Statutes, including Rules of Procedure of the World Conservation Congress, and Regulations
External Review of IUCN 2011	External Review of IUCN 2011
Re: transparency, communication to Members	88th IUCN Council decisions and Modifications to IUCN Regulations
Transparency and communication to Bureau	Appropriate Bureau Minute
Council and Bureau documents and decisions (public)	<p>https://www.iucn.org/about/union/council/decisions</p> <p>https://www.iucn.org/about/council/council-and-bureau-documents</p>



Council Handbook

May 2018

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

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1. Role and functions of the IUCN Council

In general

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

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

§3 The Council's main roles are to:

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

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

§5 Among the most important functions of Council are:

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

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

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

[Stat 37](#)

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

- a. To enhance its **strategic direction**, the Council will:
 - i. develop and approve strategic objectives and priorities for its work, to be adopted at the latest at the second (ordinary) meeting following the Congress, together with a 4-year work plan and a proper monitoring mechanism to be reviewed and adjusted, as required, on an annual basis;
 - ii. schedule once a year a dedicated strategic session (half a day) to scan the operating environment in which the Council finds itself and discuss strategic issues including the positioning of the Union and its long term viability. It will document actions to be taken as a result of these discussions and keep these actions under review;
 - iii. maintain a strategic risk matrix enabling Council to fully

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

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

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

address the range of strategic risks facing the Union including possible changes in the external and internal operating environments. The “strategic risk matrix” synthesising major risks is presented each year to Council by the Director General;

(April 2016)
The strategic risk matrix is different from the risk register which is described below in section b. viii.

- iv. set strategic priorities for the development of the draft IUCN Programme for the next quadrennium in consultation with the IUCN membership, beginning with a full ‘strategy session’ of the Council midway through the quadrennium. Ensure that Council’s Programme and Policy Committee engages early and plays a lead role in shaping the development of the quadrennial IUCN Programme. The Council ultimately approves the draft IUCN Programme for submission to Congress for adoption.

[Stat 46 \(c\) ; Council Decision C/88/7](#) (April 2016)

b. To enhance its **oversight**, the Council will:

- i. will use the comprehensive and coherent “Planning and Reporting Framework” approved by Council in April 2016 (**Annex 2 hereafter**). The Director General, and where appropriate the Commission Chairs, will develop and present to Council the planning and reporting tools that enable Council to fulfil its planning, monitoring and oversight functions;
- ii. through the Programme and Policy Committee (PPC), oversee implementation of the One Programme Charter policy including the use of a range of Programme delivery models and mechanisms to leverage capacities and resources of IUCN Members and Commissions and increase IUCN’s reach, influence, and impact in achieving the Programme results. In addition to reporting on the Secretariat’s responsibilities under the One Programme Charter, the annual report submitted by the Secretariat to Council will progressively include data on IUCN Members’ implementation of the One Programme Charter as Key Performance Indicators (KPI) and data collection systems are being developed and IUCN Members engaged over time in fulfilling their reporting requirements;
- iii. commission an external review of IUCN’s governance at least every four years, to be delivered in time to inform a Council ‘strategy session’ at mid-term. The Terms of Reference and scope of the external review shall be established by Council and include the review of the IUCN Commissions. The latter will have the purpose of ensuring the necessary renewal of existing Commissions and broader renewal of Commissions or other network mechanisms to meet the knowledge generation, expert and Programme delivery needs of the Union. This review will anyway have to be done well before the date fixed for filing nominations for Commission Chairs.

[Council Decision C/88/7](#) (April 2016) (Cf. in particular the table attached as Annex 4, pages 41-43, which follows hereafter as Annex 2)

[Council Decision C/88/7](#), Annex 2, C3. (April 2016)

[Council Decision C/88/7](#), (April 2016) Annex 2, C4 and A4.7

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

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

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

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

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

[Reg 78bis](#)

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

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

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

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

2. Composition of the Council

§9 The composition, terms of office and the procedure for filling vacancies are described in Articles 38 to 43 of the Statutes and Regulations 45, 45*bis* and 47. The nomination and election of candidates is governed by Regulations 30 to 40*ter* and Rules 74 to 81.

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

These provisions are not repeated here. Instead, the following paragraphs describe additional guidance approved or applied in practice by Council on a number of issues.

Composition

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

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

The additional appointed Councillor

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

Profile of Council members

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

§13 The **Call for nominations** for Regional Councillor candidates issued on 6 November 2015 asked IUCN Members, when making their nominations, to “*bear in mind the need for gender balance within the Council, and also for a reasonable balance between candidates from the governmental and non-governmental sectors*”. It further explained that in light of the Council’s role to set strategic direction and exercise oversight for the Union, “*nominees should be individuals able to contribute to providing strategic direction and to the discussion of specific policies, as well as to guiding the finances, Programme direction and membership development of the Union. While an understanding of conservation science is a valuable attribute in a Councillor, candidates should understand that equally important*”.

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

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

See [Stat 39](#)

Quote from the Council Handbook 2003 (p. 14)

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

[Reg 31](#)

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

[Call for nominations 6 November 2015](#)

attributes are knowledge of conservation and broader social and economic policy, the running of large organizations, and the ability to substantially influence the policies and practice of conservation and ecologically sustainable development in their region. While each Council member is expected to take a global view of the role of the Union in achieving its mission, it is important that Regional Councillors are also able to bring perspectives from the regions to Council and to promote the work of IUCN in the regions.”

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

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

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

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

Ensuring the right qualifications, skills and knowledge in Council

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

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

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

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

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

- retreat;
- mentoring of new Councillors by 2nd term Councillors.

Filling vacancies in Council

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

§19 In May 2015, Council approved a standard procedure for filling a **vacancy of a Regional Councillor** as follows:

1. Council invites IUCN Members of the Region concerned to submit nominations;
2. Council’s Nominating Committee [i.e. the Vice-Presidents acting as Nominating Committee under Regulation 48 (c) (ii)] validates the nominations put forward by IUCN Members;
3. Council invites all eligible IUCN Members to elect one of the candidates by electronic vote.

§20 Council has also filled **vacancies of Commission Chairs** following the resignation of the incumbents which had been elected by the Congress. In 2015, in their procedural advice dated 8 July 2015, the Senior Governance Manager and the IUCN Legal Adviser explained to the Chair of the World Commission on Protected Areas that, in principle, Council needed to follow as much as possible the procedures of Regulations 30 and 30*bis* for the nomination of candidate Commission Chairs.

§21 In the case arising in 2015, however, as the vacancy had occurred close to the Director General’s “Call for nominations” in the context of the 2016 elections, it was considered unnecessarily confusing and cumbersome to run two nomination processes in parallel. Instead, the procedural advice was therefore that the Steering Committee of the Commission concerned was to make a recommendation to Council of one, or maximum two ‘prioritized’ candidates for Commission Chair, in the spirit of Regulation 30*bis* following a consultation with the membership of the Commission concerned. This was, in addition, consistent with the precedent of May 2006 when Council filled a vacancy on the basis of a recommendation from the Steering Committee of the Commission concerned.

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

[Stat 43 and Reg 47](#)

[Reg 47](#)

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

[Council decision C/85/27](#) (May 2015)

C/65/27 (May 2006) appointing a new Chair of CEESP and [B/64/1](#) (October 2015) appointing a new Chair of WCPA

Cf. [Council document C/87/5.4/1](#)

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

3. Individual responsibilities of Council members

Statutory Responsibilities, Liability and Accountability

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

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

§25 Council members should inform and obtain input and feedback from IUCN Members, National and Regional Committees, and Regional Fora on the provisional agendas for upcoming Council meetings and on their reporting the results of Council meetings to IUCN Members. The Councillors’ role is to provide explanations on the agenda, encouraging Members to provide input to global decision making and to promote Council decisions, through submission of comments to the Director General prior to meetings of Council.

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

§27 Article 65 of the Statutes provides for the **suspension and expulsion of a Council member** if s/he “acts in a manner seriously inconsistent with that Council member’s duties”. Such action has to be taken by the Council by a two-thirds majority of the votes cast. If warranted, Council can also authorize legal action against an expelled Council member to recover any IUCN assets taken or damaged by that individual.

§28 A Council member’s position on Council may be declared vacant if that person is **absent from three consecutive meetings of Council** without having been given leave of absence, i.e. provided good

[Stat 59-63](#)

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

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

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

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

justification approved by Council (Article 64 of the Statutes). Since Council's approval of "Enhanced practices and reforms of IUCN's governance" (April 2016), this authority has been "delegated" to the Bureau. Note in this regard the longstanding practice, originating in a decision of the Council, to indicate in brackets in the Call for nominations the number of Council meetings which each Regional Councillor attended since the last session of the World Conservation Congress.

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

Registre du Commerce

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

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

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

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

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

Code of Conduct for IUCN Council members

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

- Reasonable care
- Loyalty
- Respect
- Transparency
- Confidentiality.

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

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

ORC: Ordinance
"Registre du commerce"

CO: Code of Obligations

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

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

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

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

§37 **Disclosure of interests.** Part IV a. requires each Council member to submit an annual disclosure form to the Chairperson of the Ethics Committee.

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

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

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

§41 The Code also requires Council members to sign two original

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

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

On 1 May 2018 the Ethics Committee of Council submitted to Council a **Conflict of Interest Disclosure Form** together with consequential amendments to the Code of Conduct for IUCN Councillors, which will be considered by Council at its 95th meeting (October 2018)

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

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

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

The Ethics Committee of the IUCN Council

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

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

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

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

4. The President

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

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

[Stat 79 \(e\)](#); see above §39

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

[Reg 31](#)

[Reg 47](#)

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

[Stat 51; Reg 50](#)

§46 The President may convene a meeting of the Council whenever

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

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

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

§49 The President’s prime duty is to be an effective Chair of Council and show leadership in the Council’s discharge of its Statutory functions. Just as the Director General is responsible for the effective management of IUCN operations and programmes, the President is responsible for the productivity and conduct of Council. The President establishes a model for Council’s relationship with the Director General and Secretariat staff, and encourages productive and respectful relationships among Council members. The President helps to focus the Council’s attention on the policy and governance needs of the Union by shaping appropriate agendas for Council meetings, ensuring that Council members have the information they need to fulfil their oversight responsibilities, and conducting Council meetings and discussions in a way that leads to constructive decision-making and planning.

§50 Given the international nature of IUCN’s work and the logistical challenges of bringing together Council members from distant locations for meetings, the President should review carefully the leadership and effectiveness of Standing Committees, and how information is communicated between meetings of Council. It is particularly difficult to

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

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

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

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

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

balance the demands of efficient decision-making with the desire to involve the full Council in this function. The President should ensure that appointments to committees and task forces within Council are made as democratically and transparently as possible, taking also into account the expertise required for the specific tasks. The President should take the lead in defining the process for the review of the Director General's performance and making clear the parameters of the evaluation. In 2016, the Council amended the Regulations to specify that the President and Vice-Presidents comprise the evaluation committee of the Director General.

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

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

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

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

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

5. The Vice-Presidents

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

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

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

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

- Chair the Council and the sittings of the Members' Assembly at the request of the IUCN President or in her/his absence;
- Support the President with advice and assistance on matters related to Council (transparency and accountability of Council, the management of Council including facilitation of resolution of conflicts between Councillors and of questions of ethics, any other duties as may be assigned to them);
- Assume membership of the Bureau of the Council (two Vice Presidents for the first two years of the term, followed by the other two Vice Presidents for the remaining two years of the term);
- Be member of the Congress Steering Committee;
- Act as Ethics Committee of Council;
- Act as the Nominating Committee for the election of the Bureau, the

See also the [Profile of Vice-President](#) attached as Annex 4 to the President's letter to Council of 11 December 2012

committees of Council and the appointment of the additional Councillor;

- Together with the President, constitute the evaluation committee of the Director General.

6. The Director General

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

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

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

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

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

[Stat 78](#)

[Stat 80](#)

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

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

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

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

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

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

Council decision C/76/5
(May 2011) had modified

biannually, and for the results to be reported to Council annually in a closed meeting.

§62 The procedure henceforth reads as follows:

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

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

- the Council or its Bureau decide to establish a Search Committee for the selection of the IUCN Director General
- the Council or the Bureau appoint the members of the Search Committee for the IUCN Director General
- Council approves the Terms of Reference of the Search Committee for the IUCN Director General, the Terms of Reference of the IUCN Director General (or the vacancy announcement), the process and timeline, and the cost estimate or budget of the recruitment process
- the Council appoints the Director General.

the procedure described in the Council Handbook (2003)

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

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

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

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

Cf. decisions approved by email ballot of the Council on 4 November 2013:

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

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

7. The Commission Chairs

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

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

[Reg 78 and 78bis](#)

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

See section b. v. on p. 4

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

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

§68 **Potential conflict of interest.** Commission Chairs are members of the Council. To avoid possible conflicts of interest, Regulation 78 (b) was amended in April 2016 in order to require each Commission Chair to recuse her/himself from the Council discussion and decision/vote concerning their respective Commission's Operation Fund. In other words, once each Chair has presented her/his proposals for her/his Commission's draft Commission Operation Fund, they refrain from intervening in the discussion. When the discussion is concluded, the President will invite them to respond to the comments made, following which the President will invite the Council to take a decision. The Chairs of the Commissions will recuse themselves from voting.

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

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

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

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

mandates of the Commissions.

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

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

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

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

8. The Secretary to Council

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

[Reg 56bis](#)

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

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

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

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

9. The IUCN Legal Adviser

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

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

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

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

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

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

10. Meetings of the Council

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

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

§82 **Venue.** In 2011, the Bureau decided at its 55th meeting "to explore opportunities to hold one Council meeting outside the IUCN Conservation Centre where dedicated funds to cover incremental costs have been secured, and there is a demonstrated opportunity to increase IUCN profile and influence and/or make a major contribution to

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

advancing the conservation agenda". Following financial commitments received from the hosts concerned, the Council met in New Delhi (India) in November 2011 and in Hainan (China) in October 2015. The Council also decided to convene in Sydney in November 2014 at the occasion of the World Parks Congress following Council approval of additional unbudgeted expenditure. It has also been the practice to hold short (half a day) meetings on the eve of the opening of the Congress and immediately following the closing of the Congress.

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

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

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

§84 As part of the "Enhanced practices and reforms of IUCN's governance", the Council advised that the mode of Council and subsidiary body meetings/work should go beyond the face-to-face meetings and involve more and improved means for online communication and meetings of smaller groups (with the cost-effectiveness properly analysed). Council should also apply a diverse range of meeting methods leading to strategic decision-making and adequately support the Chair (President, Vice-Presidents)

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

§85 **Agenda preparation** for each Council meeting starts with strategic guidance and priority setting by Council at the end of the previous meeting and subsequently involves the Chairs of the subsidiary bodies of the Council. The President and Director General finalize the draft agenda for Council approval. The agenda indicates (with a colour code) which items constitute strategic direction, oversight or fiduciary responsibility of Council.

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

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

[Stat 54](#)

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

[Stat 57; Reg 56](#)

§88 **Decision making.** Although the Statutes provide that decisions

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

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

[Reg 53](#)

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

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

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

[IUCN website](#)

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

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

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

[Stat 58](#)

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

[Stat 100; Reg 53](#)

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

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

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

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

§98 **Virtual meetings of the Council.** Although unusual, the Council has met twice by telephone or Skype for Business during the term 2012-16, in both cases to adopt amendments to the Regulations in 2nd reading. The rules of procedure apply *mutatis mutandis* to virtual meetings of the Council in the same way as the Bureau's rules of procedure do for the Bureau's virtual meetings. Virtual meetings of the

[Reg 52](#)

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

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

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

Cf. decisions of the [86th](#)

Council are considered as periodic meetings of the Council [in the sense of Article 101 (c)] and numbered accordingly.

§99 Decisions adopted via electronic communication. Article 95 of the Statutes allows the Council to approve decisions by email. This has happened occasionally when e.g. the question is urgent (the decision can be adopted after 7 days; no validation as for Bureau decisions is required) and relatively straightforward in the sense that no discussion is necessary and the draft decision is not likely to be amended. The rules of procedure apply *mutatis mutandis* to the approval of decisions via electronic communication in the same way as the Bureau's rules of procedure do for the Bureau's decisions approved via electronic communication.

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

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

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

§103 Key elements of the Policy are as follows:

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

and [89th](#) meetings of the Council

Decisions approved by Council and Bureau 2016-20 via electronic communication are published on the [IUCN website](#) incl. for the period [2012-16](#).

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

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

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

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

after the meeting for purposes other than IUCN business are at the charge of the Council member;

- **health and accident insurance and insurance of personal belongings** are the personal responsibility of each Councillor.

11. The Bureau of Council

Authority of the Bureau

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

[Stat 49](#)

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

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

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

[Council Decision C/88/7](#)
Cf. Annex 1 hereafter
(Rules of Procedure of the Bureau)

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

The Rules of Procedure of the Bureau

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

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

12. Committees, working groups and task forces

§109 **Nomenclature of Council subsidiaries.** As part of the “Enhanced practice and reforms of IUCN’s governance”, the Council

[Reg 59](#)

amended Regulation 59 to clarify the nomenclature of the subsidiary bodies which Council may establish according to Article 50 of the Statutes:

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

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

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

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

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

§114 The **Programme and Policy Committee (PPC)** assists the Council in providing strategic oversight of the implementation of, and advice on the development of the IUCN Programme and IUCN policy. The **Finance and Audit Committee (FAC)** assists the Council in providing strategic oversight on all matters relating to the organizational management of the Union, in particular the financial management, auditing of and fundraising for the Union and internal oversight and legal issues. The **Governance and Constituency Committee (GCC)** assists and provides advice to the Council with a view to maintaining an effective governance and an engaged membership of the Union.

§115 In order to make the most effective use of Council members’

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

[Stat 50](#)

See above §15 on p. 7

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

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

time, the practice has been that each Councillor would be part of only one committee of Council throughout the term. The committee chairs are designated for the first half of the term and will be re-eligible at mid-term.

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

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

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

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

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

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

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

§121 Council is to **review each working group and task force** with a view to reducing their number and incorporating as many of them within existing standing committees, also ensuring that those that are not incorporated into such a committee have a clearly limited duration related to the tasks that they need to fulfil. The terms of reference of working groups and task forces shall include a “sunset clause” specifying the duration of their mandate and requiring a specific decision of the Council or the relevant Council Committee to renew or extend their mandate.

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

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

has been assigned by the Director General or his/her delegated Director to work with them.

13. The Union Portal's section for Council

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

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

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

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

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

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

Annex 1

Rules of Procedure of the Bureau of the IUCN Council

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

Mandate of the Bureau

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

Composition of the Bureau

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

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

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

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

Convocation and preparation of meetings

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

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

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

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

Meetings of the Bureau

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

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

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

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

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

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

Decisions taken by electronic communication

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

Following the Bureau meeting or decisions taken by electronic communication

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

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

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

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

Appendix to the Rules of Procedure of the Bureau

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

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

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

Annex 2

Strategic Planning and Reporting Framework

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

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

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

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

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

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

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

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

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

Annotated Strategic Planning and Reporting Framework

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

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

Other organizational planning and reporting

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

A Code of Conduct for IUCN Councillors

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

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PART I

Definitions

In this Code, unless the context reasonably indicates otherwise:

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

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

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

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

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

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

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

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

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

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

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

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

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

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

PART II

Preamble

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

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

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

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

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

PART III

Duties of Members of the Council

a. Reasonable Care

The duty of reasonable care describes the level of attention and competence expected of a Council

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

b. Loyalty

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

c. Respect

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

d. Transparency

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

e. Confidentiality

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

PART IV

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Conduct

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

a. Disclosure of Interests

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

b. Conflicts of Interest

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

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

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

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

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

c. Consensus

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

d. Reliability

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

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

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

e. Utilization of Resources

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

f. Conduct within the Union

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

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

g. Public Statements

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

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

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

- (v) have reasonable grounds to consider themselves expert on the matter at hand.

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

b. Gifts

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

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

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

If Council members are offered a gift or benefit for which the value exceeds the two hundred (200) Swiss Franc threshold, they have a duty to decline, explaining the IUCN Council policy on gifts. Nonetheless, in cases where Council members reasonably must accept the gift due to special circumstances, for example, when the donor will most likely be offended based on his or her cultural norm, Council members must inform the Chairperson of the Ethics Committee for proper disposition of the gift.

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

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

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

i. Compensation

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

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

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

j. Communication practice

Members of Council should:

1. largely focus on their global role as Councillors of a global Union,
 - providing policy-level guidance to the Director General and the Commissions, particularly on issues of substance or governance;
 - encouraging coherence among the different parts of the Union, needed to facilitate the design and implementation of the “One Programme”;
 - exercising fiduciary and supervisory responsibility over the affairs of the Union, including overall approvals for the Union’s budget and plan;
 - monitoring and evaluating the performance of the Director General and holding her/him accountable for the performance of the Secretariat and implementation of the Programme;
2. comment only on those issues that are of direct interest to them or relevant to their respective roles on Council and avoid overloading colleagues and communication channels with inputs that do not add value to the discussion;
3. copy messages to other recipients only on a ‘need or desire to know’ basis and not overload the mailboxes of fellow Councillors who are not or do not wish to be in that information loop;
4. copy to relevant members of the Secretariat those exchanges among Councillors that they need to see to ensure that they can provide informed, appropriate and consistent support to the Council;
5. use more effective channels than broadcast email for sensitive issues, e.g. to IUCN’s National and Regional Committees, to address national or regional matters with the Director General;
6. refrain from public discussion (i.e., outside the Council meeting) on personnel or other decisions that are the prerogative of the Director General. Where necessary, these should be taken up

directly, one-on-one with the Director General. If email copies on these subjects cannot be avoided, they should be sent ONLY to the parties directly concerned with the particular issue;

7. use good practices as the governing body of IUCN to set the right tone in our communication with each other and with the Director General and Secretariat, and to set an appropriate level for Council involvement; and
8. inform and obtain input and feedback from IUCN Members, National and Regional Committees, and Regional Fora on the provisional agendas for upcoming Council meetings and in reporting the results of Council meetings to IUCN Members. The Councillors' role is to provide explanations on the agenda, encouraging Members to provide input to global decision making and to promote Council decisions, through submission of comments to the Director General prior to meetings of Council.

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

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

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

PART V

Implementation of the Code of Conduct

a. The Ethics Committee of the Council

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

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

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

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

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

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

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

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

Upon receiving the recommendations of the Ethics Committee excluding possible suspension and/or expulsion, the Council shall give them due consideration. If Council cannot agree by consensus on what action to take, a secret vote shall be taken and the decision will be carried by a simple majority.

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

b Application

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

c. Adhere to Code and Signature

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

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

In order to ensure that all Council members fully understand the importance, responsibility and implications of their compliance with the Code, they will be required to sign two original counterparts of the Code during the first full meeting of Council at Headquarters after the World Conservation Congress. For those members who might be absent at that meeting, two originals shall be sent to them by courier

for signature: the Council member will keep one signed original and shall return the other to the Ethics Committee within sixty (60) days after the date of the referenced Council meeting.

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

d. Revision of the Code

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

e. Enforcement

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

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

f. Information and its sources

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

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

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

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

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

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

Steps in addressing and deciding an ethical issue:

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

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

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

Annex 4

Examples of the implementation or interpretation of the Code of Conduct

(See §35 on p. 12)

Performance Commitment for IUCN Councillors

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

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

Background

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

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

Performance Commitment

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

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

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

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

3. **Abide by accepted codes of conduct** and duties, specifically the Code of Conduct for IUCN Councillors which forms an integral part of this Agreement. I will review and avoid any potential conflict of interest and each year submit the conflict of interest disclosure form to the Ethics Committee of Council.
4. **Comply with all applicable laws and regulations of IUCN** relating to Council members.
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

IUCN Councillor Activity Report

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

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

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

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

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

Name of Councillor:

Reporting period:

1. Global level activities

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

2. Regional level activities

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

3. National level activities

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

4. Other activities

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

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

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

1. Introduction

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

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

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

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

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

2. Performance of Council at this Meeting

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

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

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

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

3. Leadership and Management of Council at this Council Meeting

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

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

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

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

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

4. Performance of the standing committees of the IUCN Council

Please check the committee of which you are a member:

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

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

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

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

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

5. Task Forces and Working Groups

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

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

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

The Task Force/Working Group focused on important strategic issues facing the Union and its results will make a significant contribution to the advancement of IUCN's Mission	<table border="1" style="margin: auto;"> <tr> <td style="background-color: #e2efda;">5</td> <td style="background-color: #e2efda;">4</td> <td style="background-color: #e2efda;">3</td> <td style="background-color: #e2efda;">2</td> <td style="background-color: #e2efda;">1</td> </tr> </table>	5	4	3	2	1	
5	4	3	2	1			
The Task Force/Working Group was well led / chaired	<table border="1" style="margin: auto;"> <tr> <td style="background-color: #e2efda;">5</td> <td style="background-color: #e2efda;">4</td> <td style="background-color: #e2efda;">3</td> <td style="background-color: #e2efda;">2</td> <td style="background-color: #e2efda;">1</td> </tr> </table>	5	4	3	2	1	
5	4	3	2	1			
The Task Force/Working Group received adequate support from the Secretariat	<table border="1" style="margin: auto;"> <tr> <td style="background-color: #e2efda;">5</td> <td style="background-color: #e2efda;">4</td> <td style="background-color: #e2efda;">3</td> <td style="background-color: #e2efda;">2</td> <td style="background-color: #e2efda;">1</td> </tr> </table>	5	4	3	2	1	
5	4	3	2	1			

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

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

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

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

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

How might your skills be better utilized between Council meetings?

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7. Additional comments

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

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

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Thank you for your feedback!

Report to Council

(Approved by the IUCN Council, 94th Meeting, May 2018;
modifications to the report approved by Council are shown with track changes)

In Attendance: Jennifer Mohamed-Katerere(Chair); Jenny Gruenberger (Deputy Chair); Ali Kaka (Vice President in the GCC), Mamadou Diallo, Hilde Eggermont, Masahiko Horie, Sixto J. Incháustegui, Tamar Pataridze, Líder Sucre, Youngbae Suh.

Apologies: Shaikha Salem Al Dhaheri

GCC/ 2.1.1	<p>Membership applications Consideration of 13 membership applications, including the deferred application from Tajjijn (AITA Foundation)</p> <p>The GCC reviewed:</p> <ol style="list-style-type: none"> 1. 12 new membership applications, which have received no objections from IUCN Members and fulfill the requirements of the IUCN Statutes and Regulations (Annex I). 2. One membership application, which received objections from IUCN Members, which was considered by previous meetings of the Council/Bureau and for which the decision was deferred to the 94th meeting of Council in April 2018. <ul style="list-style-type: none"> - Tajjijn (AITA Foundation), China (discussion page on Portal) <p><u>Azat Foundation (Pakistan)</u> Some concerns were raised with regards to the conservation record of the Azat Foundation (Pakistan) and it was also noted that this was a human rights organization. The applicant has indicated that they work in three areas – water programme, drylands (development) and solar . GCC asked whether this was sufficient to meet the admission requirements.</p> <p>The GCC Chair reminded the group that (1) rights and governance were a key part of the programme and (2) aspiration cannot be used as a criterion for admission. Track record is what counts.</p> <p>After thorough discussion, it was agreed that Azat Foundation fulfilled the requirements of membership.</p> <p>Some issues raised in discussion: It was critical that the GCC consider the membership composition of IUCN, and ask what are the needs and gaps. It was proposed that this should be a key discussion at the next Council in Jeju.</p> <p>It was also highlighted that it would be useful to spend some time discussing issues such as the criteria and what conservation actually means to help us better assess membership applications What does IUCN's work tell us about what conservation means? The programme is key – the three core areas to help us understand what conservation means for IUCN. Using the Programme as a guide along with the work of the different components is what gives us the best understanding of conservation from an IUCN perspective.</p> <p>Some members of the GCC felt that the application was borderline but following discussion, the GCC unanimously agreed to <u>accept</u> the application.</p> <p><u>Association Française des Entreprises pour l'Environnement (France)</u></p> <p>Some concerns were also raised on the application from the Association Française des Entreprises pour l'Environnement (France) – EpE:</p> <p>Is this a backdoor entry? Whilst EpE is an association and in this capacity is eligible for IUCN membership they have members (such as Bayer and Monsanto) who cannot in their own capacity become Members of IUCN themselves. This is huge cause for concern.</p>	<p>DEC</p> <p>C/94/GCC/2.1 Memberships (incl. Annex I-II)</p> <p>AITA-Annex II</p>
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The ethics of the association itself is what is of importance. Changing the behaviour of their members is a good thing and it is important for IUCN to work with the private sector. It is important to know how the EpE assesses its members prior to accepting them.

There is little recent evidence of EPE's work on environment was found through internet, other than their own publications, and it was suggested that more information was needed.

It was agreed to defer the application pending more information.

The Secretariat was requested to proceed with a due diligence process by contacting: The Chair of the French National Committee, Regional Councillors in West Europe, the Regional Office, the Private Sector Task Force and the Business and Biodiversity Programme. Further the Secretariat was asked to establish what if any criteria EpE uses to accept membership

EPE will also be contacted to be requested to provide evidence of record of environmental work and to provide information about the criteria it uses for membership.

Tajjijn (AITA Foundation)

Having had time to consider the application further, members of the GCC were of the view that AITA has an insufficient track record of conservation. Some members observed that track record's objectives conflict with IUCN's work in that they object to sustainable and consumptive use of wildlife.

For these reasons, and being unable to find sufficient activity to support their admission, the GCC recommended rejecting this application. Secretariat will write to them informing them of the decision and inviting them to resubmit their application in three years' time.

Other membership applications

GCC members advised that the remaining 10 applications met the requirements for membership and therefore they were approved for admission.

Membership Update

An update on membership was provided to GCC by the Director of the Union Development Group. To-date, there are 1333 Members. Concerns about the trends in Africa were raised particular as this is a biodiversity-rich region. The GCC expressed its interest to hear in more detail about the efforts the IUCN Regional Offices are making to retain the Members and diversity of membership. In particular the GCC noted that person-to-person meetings might be critical in retaining membership.

The GCC requests:

The Director of the Union Development Group to prepare a letter for the GCC, to be sent to the Director General asking her to inform Councillors, Members, National Committees, and Regional Committees when she or any Global Directors are in the region so that she can arrange to meet with them.

This information should be entered into the progress tracker for the GCC.

DRAFT COUNCIL DECISION

The IUCN Council, on the recommendation of the Governance and Constituency Committee,

Approves the admission of 11 organizations and/or institutions applying for membership.

Defers the admission of the Association Française des Entreprises pour l'Environnement (France) – EpE, to such time when the Secretariat has undertaken a due diligence process and secured additional information.

Requests the Secretariat to undertake a due diligence process and to seek additional clarification from EpE on the record of its environmental work and its membership criteria.

Rejects the admission of Tajjijn (AITA Foundation) on the basis that they have insufficient track record of conservation. The AITA Foundation is invited to reapply in three years when they can provide more evidence of their track record.

GCC/ 2.1.1	<p>2.1.1 Update on e-vote on IFAW</p> <p>At the last Council, the GCC agreed to submit the decision on the admission of IFAW to an electronic vote by Members. The e-vote started on 18 April. 978 Members were accredited and a third has voted so far. The e-vote will close on 2 May and the results will be published by 9 May.</p>	INF
GCC/ 2.1.2	<p>Membership applications review process</p> <p>This item follows a discussion that was initiated in July 2017 when GCC discussed ways to strengthen the review of membership applications not meeting some IUCN Statutory requirements and how to improve the due diligence process. Amongst others, one of the proposals made, following the presentation on Sustainable Use by Rosie Cooney, the Chair of SULi, was to add specific questions on sustainable use on the membership application form. It was also proposed to consult with Regional Councillors and National Committees for each new application, as it is already done in some regions, as South America.</p> <p>During its 13th meeting, GCC made the following decisions:</p> <ol style="list-style-type: none"> 1. <u>Approved</u> the additional questions (with some changes) for the membership application form and the questions to be asked to controversial applicants (questions relate to Article 7. 2. <u>Approved</u> the revised membership application form, including the additional questions. 3. <u>Approved</u> the revised assessment form for reviewing membership applications, including the additional questions and checks to be made for the due diligence process. 4. <u>Approved</u> the questions (with some changes) for endorsers¹, Councillors and National or Regional Committees. 5. <u>Approved</u> the overall “revised membership application/review and due diligence process”. <p>It was decided that for now, the Secretariat would take responsibility for determining eligibility of applicants. The situation would be reassessed in a year’s time to see how it has worked and if necessary to make recommendations for the next Council.</p> <p>The question of a Code of Conduct for Members was raised as there is currently none. GCC expressed interest in exploring the possibility of developing one. Ali Kaka volunteered to prepare a brief paper for consideration of the rest of the GCC by the end of May.</p> <p><i>This is to be noted in the Progress Tracker and Workplan of the GCC.</i></p> <div style="border: 1px solid black; padding: 5px; margin-top: 10px;"> <p>DRAFT COUNCIL DECISION</p> <p>The IUCN Council, on the recommendation of the Governance and Constituency Committee, <u>Endorses</u> the revised membership application/review and due diligence process, as detailed in Annex [].</p> <p>The revised process includes but is not limited to the fact that:</p> <ol style="list-style-type: none"> a) All applications, regardless of the Secretariat’s view of whether or not they comply with the Statutory requirements², shall be circulated to: <ol style="list-style-type: none"> i. Members so they can express their opinion on the applications; ii. Regional Councillors and National or Regional Committees for feedback. </div>	DEC C/93/GCC/2.1.2 Application/review process
GCC/ 2.2	<p>2.2 Members’ name or category changes</p> <p>The Secretariat has received a request from the Helsinki Zoo Foundation to change its membership category. According to Regulation 21, a Council decision is required regarding a request from a Member to be transferred to another Member Category.</p> <p>In addition, four Member organisations have changed their legal name. It is the usual practice to inform GCC/Council of such changes³.</p>	DEC C/94/GCC/2.2 Name/category changes

¹ These questions should serve as a guide to endorsers to write meaningful endorsement letters.

² The exception is for cases in which the applicant does not meet one or more of the requirements listed in regulations 4-6 (eg. 3 years’ existence, not-for-profit, independent board). In such cases, the Secretariat has the discretion not to forward the applications for consideration by Members.

	<p>DRAFT COUNCIL DECISION The IUCN Council, on the recommendation of the Governance and Constituency Committee,</p> <ol style="list-style-type: none"> 1. Approves the request from one current IUCN Member to change its membership category as follows: <ol style="list-style-type: none"> a) The Helsinki Zoo Foundation from Affiliate to NGO 2. Takes notes of the change of name of four current Member organisations, as follows: <table border="1" data-bbox="233 427 1278 801"> <thead> <tr> <th>Country</th> <th>Previous name</th> <th>New name</th> </tr> </thead> <tbody> <tr> <td>Guatemala</td> <td>Centro para la Investigación y Planificación del Desarrollo Maya SOTZ'IL</td> <td>Asociación SOTZ'IL</td> </tr> <tr> <td>Finland</td> <td>Helsinki Zoo</td> <td>Helsinki Zoo Foundation</td> </tr> <tr> <td>USA</td> <td>Consultative Group on Biological Diversity</td> <td>Biodiversity Funders Group</td> </tr> <tr> <td>Pakistan</td> <td>National Rural Development Program</td> <td>Rural Aid Pakistan</td> </tr> </tbody> </table>	Country	Previous name	New name	Guatemala	Centro para la Investigación y Planificación del Desarrollo Maya SOTZ'IL	Asociación SOTZ'IL	Finland	Helsinki Zoo	Helsinki Zoo Foundation	USA	Consultative Group on Biological Diversity	Biodiversity Funders Group	Pakistan	National Rural Development Program	Rural Aid Pakistan	
Country	Previous name	New name															
Guatemala	Centro para la Investigación y Planificación del Desarrollo Maya SOTZ'IL	Asociación SOTZ'IL															
Finland	Helsinki Zoo	Helsinki Zoo Foundation															
USA	Consultative Group on Biological Diversity	Biodiversity Funders Group															
Pakistan	National Rural Development Program	Rural Aid Pakistan															
GCC/ 2.3	<p>Update on the Membership Strategy</p> <p>Secretariat presented a verbal update on the strategy. A paper is being prepared and will be shared with GCC and Council once it has been drafted and undertook to do so with in 4-8 weeks. There are a number of issues (e.g. what the ideal membership constitution is) that will need to be discussed in order to ensure that the strategy is appropriately formulated.</p> <p>In discussion</p> <p>The GCC requested that the paper include information on how GCC and Council will be expected to take part going forward.</p> <p>The Chair noted that she had asked the Secretariat to prepare a paper for the consideration of the GCC ahead of Council to facilitate discussion in the GCC and Council more generally. The Chair noted there was strong interest in this issue among Councillors.</p> <p>A suggestion was made that the Strategy not only refer to the “three pillars” of IUCN but include how Councillors may be engaged in this strategy</p> <p>A further suggestion was made with regards to capacity building. The Chair asked that the secretariat ensure that the needs of the different IUCN constituents be considered when formulating the strategy. These needs can differ greatly between regions and Member category. The Deputy Chair explained that the South American office is working to put together a Governance School and that she would share experiences and information once this was available.</p> <p>It was also noted that subsequent to the meeting of IPO Members held in March this year, some ideas for an IPO-related strategy had been formulated. The Secretariat confirmed that the matters raised in the paper would be considered in the preparation of the strategy.</p> <p>Note that the membership engagement strategy is referred to in the IUCN Programme 2017-20 (pp. 47).</p>	INF															
GCC/ 2.4.1	<p>Recognition of the National Committee of Belize</p> <p>The Belize National Committee has submitted its complete application to Council. GCC recommends its recognition.</p>	DEC C/94/GCC/															

³ In the Council document only two changes of names were listed. The Secretariat received last week two more changes which were presented during the meeting.

	<p>DRAFT COUNCIL DECISION The IUCN Council, on the recommendation of the Governance and Constituency Committee, <u>Approves</u> the recognition of the Belize National Committee of IUCN Members.</p>	<p>2.4.1 Recognitio n of NRC</p>
<p>GCC/ 2.4.2</p>	<p>Revised bylaws of the Paraguay National Committee and the Caribbean Regional Committee</p> <p>The Governance and Constituency Committee took note of the Bylaws of the Paraguay National Committee of IUCN Members.</p> <p>Following comments received by the Legal Advisor regarding the Caribbean Regional Committee bylaws, the secretariat has requested that the Regional Committee update their bylaws accordingly and re-submit to GCC for approval</p> <p>DRAFT COUNCIL DECISION The IUCN Council, on the recommendation of the Governance and Constituency Committee, 1. <u>Takes note</u> of the revised Bylaws of the Paraguay National Committee of IUCN Members.</p>	<p>DEC</p> <p>C/94/GCC/ 2.4.2 Bylaws NRCs</p> <p>C/94/GCC 13/2.4.2 Annex 1 in Word</p>
<p>GCC/ 2.4.3</p>	<p>2.4.3 Update from the Global Group on National/Regional Committee development (WCC-2016-Res-002) .</p> <p><i>It was agreed that the GCC will be updated about progress by email, using the current document as a basis for this.</i></p>	<p>C/94/GCC/ 2.4.3 Update Global Group NRC</p>
<p>GCC/ 2.4.4.</p>	<p>2.4.4 Paper on the establishment of Interregional Committees</p> <p><i>The GCC Chair advised that the Bureau had discussed the issue of Interregional Committtes and the Bureau had proposed that both political and ecological factors are considered in describing the terms for composition. This item was postponed to a Skype call meeting (in early June – date to be confirmed.) Cf. Council document C/94/5.3 Areas for improvement of IUCN’s governance.</i></p>	<p>C/94/GCC/ 2.4.4 IR Committee s</p>
<p>GCC/ 2.4.5</p>	<p>2.4.5 Commissions’ rights within National/Regional Committees</p> <p>At the last meeting of the GCC in November 2017, following the presentation of the revised bylaws of the Ecuador National Committee and of the South America Regional Committee, the GCC discussed the voting rights of Commissions within National/Regional Committees in general. It was agreed that these Committees could continue to operate in the same way for the time being but that GCC would make a ruling on the status and role, including the voting rights, of Commissions within the National and Regional Committees.</p> <p><u>Background:</u> The Membership Focal Point for South America asked in 2017 whether the participation, with voting rights, of Commission Focal Point/ Commission Deputy Chair within National/Regional Committees in South America was in line with the IUCN Statutes. This is the case for the South America Regional Committee and the Ecuador National Committee, who submitted their by-laws to Council’s attention. Some other National Committees in South America also give Commissions the same voting rights, as well as the Regional Committee for Mesoamerica. This has been the case for many years and the by-laws of these Committees were approved by Council when they requested recognition many years ago. The IUCN Legal Adviser was requested for advice. In summary, her opinion is that the Statutes do not allow Commissions to be part of National or Regional Committees with a voting right (observer status only).</p> <p>The question is whether the relevant Committees should be requested to change their bylaws</p>	<p>INF</p>

	<p>or if GCC considers that in the spirit of the One Programme Charter Commissions could have voting rights on programmatic issues in National and Regional Committees, if so an amendment to the Statutes should be proposed. It was also considered whether the Commissions Deputy Chair/Focal Point had in fact legally acquired rights to vote in members meeting on programmatic issues.</p> <p>The Chair asked the GCC, invited Commission Chairs (Jon Paul Rodriguez (SSC), Angela Andrade (CEM) and Kathy Mackinnon (WCPA) and the Legal Adviser to reflect on how to respect the interests of the Members of the countries concerned and the way in which they have been operating for some time whilst taking into account the Statutes. She also wished to explore the possibilities of accommodating this <i>modus operandi</i>.</p> <p>The three invited Commission Chairs were asked for their opinion. They felt that it would be beneficial to have Commission members present at meetings and this encourages and enables collaboration, especially in areas of low Member representation. This view is generally accepted. However, voting by Commission Deputy Chair/Focal Point at these meetings remains an issue.</p> <p>The Deputy Chair explained that not all members of the Commission participating in a member's meeting can vote; only one representative per Commission could do so. In addition, if votes take place, they only relate to programmatic issues, not constituency or governance issues.</p> <p>It was pointed out that since the Union has been striving for a One Programme Approach, this option appears to be a good one.</p> <p>The Legal adviser was asked to look into this further and present the GCC with some workable options for supporting the Members and Commissions in the regions concerned. In the meantime, Committees can continue to operate as they have been.</p> <p><i>The Secretariat is to note this in a progress tracker.</i></p>	
2.5.1.	<p>2.5.1 Update on Members whose rights were rescinded by the 2016 Congress and Members whose rights will be rescinded by e-vote in 2018</p> <p>The Secretariat presented an update on the Members whose rights were rescinded by the 2016 Congress.</p> <p>Out of the 161 Members that were rescinded at the 2016 World Conservation Congress, 120 have been withdrawn and 11 have proposed a payment plan. There are still 15 Members on the rescission list and the Secretariat requested GCC's advice on what to do with them.</p> <p>GCC proposed that for these Members, the Secretariat (Regional Directors) should engage with these State Members. The GCC requests the Director General to ask the Regional Directors to undertake face to face meetings to encourage them to pay and to ask the Union Development Group to report back to GCC within three months. Failing which GCC proposes to withdraw those members who are in arrears for more than 3 years.</p> <p><i>The Secretariat is to note this in a progress tracker.</i></p> <p>Following Council decision C/93/13, Secretariat also updated GCC on the number of Members currently at risk of being rescinded by a Members' e-vote at the end of 2018. There are 135 Members on the list at present.</p>	INF
2.5.2	<p>Dues reassessment process for NGOs (INF)</p> <p>The 2017-2020 Membership Dues Guide that was approved by the 2016 Congress includes a process to review membership dues for NGOs every four years. This process will take place in 2018-2019.</p> <p>Following a letter received by the GCC Chair from the South American Regional Committee, a discussion around the need to look into the reassessment of membership dues in general ensued.</p>	INF

	<p>It was agreed to set-up a joint FAC/GCC working group (WG) to look at this matter in more detail. In addition to the matters raised by the South American Regional Committee, the WG will be asked to take into account other membership categories/sub-categories such as Indigenous Peoples' organisations, Affiliates, International NGOs, Zoos and Aquaria etc.</p> <p>Secretariat will draft the TORs and present them to GCC/FAC. Three members of the GCC, Ali Kaka, Sixto Incháustegui and Jenny Gruenberger have volunteered to take part in the group.</p> <p><i>This is to be noted in the progress tracker of the GCC and in the Workplan.</i></p>	
GCC/ 2.3	<p>Issues regarding the membership admission criteria for International NGOs</p> <p><i>This item will be discussed at the next GCC Skype meeting (to be held at the beginning of June).</i></p>	
GCC/ 2.4	<p>GCC work plan (INF)</p> <p><i>The Global Director, Union Development Group, was requested to update the workplan for email circulation and if necessary discussion at the next GCC Skype meeting (to be held at the beginning of June).</i></p>	C/94/GCC 13/2.7
GCC/ 1.1.	<p>Amendments to the Statutes, Rules and Regulations resulting from the Bureau's working group</p> <p>In May 2017, the Bureau appointed a Working Group to identify areas for improvement of IUCN's governance to be considered during this quadrennium. The Working Group has listed a series of areas for improvement and suggested a process for each of them to be prepared for Council's consideration and approval. .</p> <p>The Co-chairs of the Bureau working group (Antonio Benjamin and Jennifer Mohamed-Katerere) presented the proposals that received the Bureau support on 29 April 2018. The Bureau proposed that the GCC undertake this governance work. The GCC is required to further develop proposals for addressing all these issues and to complete these actions with in the timelines set out in the Table.</p> <p>One of the Co-chair of the Bureau working group, will present these proposals to Council on behalf of the Bureau to the Council plenary on 1 May 2018.</p> <p><i>Items for GCC action are to be added to the GCC Workplan and Progress Tracker.</i></p>	<p>DEC</p> <p>Council document C/94/5.3</p>
GCC/ 1.2	<p>Update on the implementation of Resolution WCC-2016-Res-003 – Including regional governments in the structure of the Union</p> <p>The Pre-working Group chaired by Hilde Eggermont presented the draft TORs and Process for selecting the membership of the Working Group referred to in WCC-2016-Res-003 and asked for Council to endorse these.</p> <p>The chair of the pre-working group has proposed that Amran Hamzah of the PPC, to Chair the group and he has accepted this. The call for other members of the group will go out following approval of the documentation by Council.</p> <p>The Working Group will be requested to provide their draft motion by June 2019 at the latest, or such date as required to meet the deadlines for submission of motions to the 2020 Congress process.</p>	<p>DEC</p> <p>C/94/GCC 1.2 Res.003</p>
	<p>DRAFT COUNCIL DECISION The IUCN Council, on the recommendation of the Governance and Constituency</p>	

	<p>Committee,</p> <p>Approves the Terms of Reference for the Working Group referred to in WCC-2016-Res-003 (annex xx) as well as the process to appoint the members of the Working Group presented in the Council document. (in footnote: Council document C/94/GGC13/1.2 rev).</p>	
GCC/1.3	<p>Review of IUCN's Governance</p> <p>During its meeting on the 7 February 2018, the GCC decided that a review of IUCN's governance (including all components of the Union) should be commissioned and requested the Secretariat to prepare draft Terms of Reference. These TORs should enable a review led by an external reviewer in cooperation with an internal IUCN team, and should address governance issues of the Union in the broad sense. Final report to be made available by the end of 2018 with an interim report with findings regarding Council to be made available for discussion in Council (95th meeting, Jeju, October 2018).</p> <p>Secretariat presented the draft TORs to the GCC who recommend to Council to accept them. Secretariat will recruit the consultant if possible by the end of May 2018. A timetable for the review is included in the TORs.</p> <p>The Final report should be completed by 10 January 2019 and presented to GCC/Council. The Council Management response will be prepared by April 2019.</p> <p><i>To be added to the GCC Workplan and Progress Tracker.</i></p> <div data-bbox="220 943 1299 1155" style="border: 1px solid black; padding: 5px;"> <p>DRAFT COUNCIL DECISION The IUCN Council, on the recommendation of the Governance and Constituency Committee,</p> <p>Approves the Terms of Reference for the external review of IUCN's governance (Annex xx).</p> </div>	<p>DEC</p> <p>C/94/GCC/1.3 External review</p>
GCC/1.4	<p>Council Handbook</p> <p>The Chair of the GCC Task Force on the Council Handbook, Tamar Pataridze, presented the proposals of the Task Force concerning the Performance Tools to be annexed to the Council Handbook.</p> <p>The Task Force Chair explained that it had consulted with the Ethics Committee (EC) of Council following a request from the Bureau to examine whether the Performance Commitment could be merged with the Conflict of Interest Disclosure Form. They being two documents of a fundamentally different nature, the TF had agreed with the EC to advise that they be kept as separate documents.</p> <p>GCC accepted the proposed Performance Tools, with some tiny adjustments in the Activity Report and the Evaluation Questionnaire, as well as a recommendation to Council to approve them as well as the revised Council Handbook as presented to the 93rd Council meeting.</p> <p>The GCC noted that the Activity Report is mainly a tool for exchange of information among Council members, not for distribution outside Council. They will not be archived after the end of the term. The GCC will review the effectiveness of this tool in 2019. The Task Force Chair suggested that Council members will be invited to sign the Performance Commitment before the end of the Council meeting. While maintaining the current format for the Evaluation Questionnaire, the GCC agreed to identify additional ways/means to facilitate the evaluation of Council members and meetings, and to evaluate the effectiveness of the tool in 2019.</p> <p><i>To be added to workplan and progress tracker.</i></p> <div data-bbox="220 2022 1299 2105" style="border: 1px solid black; padding: 5px;"> <p>DRAFT COUNCIL DECISION The IUCN Council,</p> </div>	<p>DEC</p> <p>C/94/GCC/1.4 Council handbook</p>

	<p><i>On the recommendation of its Governance and Constituency Committee,</i></p> <p><i>Adopts the following documents to be annexed to the Council Handbook:</i></p> <ul style="list-style-type: none"> - <i>the Performance Commitment for IUCN Councillors (Annex 1);</i> - <i>the IUCN Councillor Activity Report (Annex 2), and</i> - <i>the Self-Assessment of IUCN Council members and Evaluation of the IUCN Council Meeting (Annex 3);</i> <p><i>Adopts the updated version of the Council Handbook (Document C/93/8 dated 17 November 2017, Annex 1) as required by Regulation 48bis;</i></p>	
GCC/ 3.1	<p>3.1 Date and place of the 2020 IUCN World Conservation Congress (DEC)</p> <p>The Congress Unit made a detailed presentation of all elements involved in the evaluation of the proposal submitted by the Government of France to host the IUCN World Conservation Congress in Marseille. The proposal included a letter of Guarantee from Ministry of Foreign Affairs and a budget pledging CHF 23.7M. The proposal, letters of support and all related documents are available in the Union Portal in the links provided in the adjacent box.</p> <p>Key strengths of France's submission :</p> <ul style="list-style-type: none"> ✓ Adequate financial proposal covering all onsite costs as well as a generous financial support for sponsored delegates and sustainability measures; ✓ An impressive track record and strong commitment to event sustainability; ✓ A convincing proposal for the management of all security aspects; ✓ Strong commitment from all levels of government ✓ Strong support and engagement by the local and national IUCN Members, ✓ Potential to raise the profile of the Congress and IUCN at global level. ✓ Negotiation of the draft Hosting Agreement has been successfully concluded (letter of agreement received); content in line with the proposal and IUCN requirements <p>The Secretariat is comfortable organizing the World Congress in Marseille, France and transmits the strong recommendation by the Government of France to host the Congress in June 2020.</p> <p>The GCC was entrusted by the IUCN Bureau, with the difficult task of evaluating the technical proposal of the government of France. GCC undertook this with passion and enthusiasm and acknowledged the hard work of the evaluation team led by the Director of the Union Development Group, Enrique Lahmann.</p> <p>The Committee considered the Proposal and delved in more detail into the key issues of:</p> <ol style="list-style-type: none"> 1. The ranking of this Proposal against the two previous WCC. Although the exact requirements cannot be compared to the previous Congress as lessons learnt have been incorporated, the overall score of France is comparable to the score that Hawaii and Istanbul had for the 2016 selection process. 2. Respective financial commitments and the challenges of fund raising: The GCC took note of the substantive financial commitment by France with regards to onsite costs and contribution to sponsored delegates and noted that the Secretariat still had a fundraising target of CHF 6m+ which is comparable to the targets for previous Congresses. 3. Ensured that there is no conflict in environmental events (UNFCCC 9-20 November 2020; CBD COP – October 2020; CMS no dates). 4. Venue: the size of the venue was adequate to host all Congress elements and took note that France has committed to make upgrades to the internet infrastructure and to make improvements to the buildings by the Congress 5. Security and the relative levels of risk. The committee was satisfied that France will make appropriate arrangements for the security of the Congress participants irrespective of the date at which Congress is held. 	<p>DEC</p> <p>C/94/GCC 13/3.1 (confidential) Appendices 1 (confidential) Appendices 2 (confidential)</p>

	<p>6. The political interest of France and the desire to take leadership on Biodiversity issues. The GCC members noted the likelihood that through the formal negotiation process for CBD that key decisions are likely to have already being made.</p> <p>7. Accommodation: Sufficient hotel rooms in all categories available (budget to 5*) and have been blocked by Convention bureau. The GCC noted that there are no large hotel available in Marseille which would allow to accommodate all staff/all sponsored delegates in one facility. To date 1600 rooms have been blocked⁴.</p> <p>8. Visa regulations: France has a special visa procedure in place for major events to enable smooth process (invitation letter, participant list, focal point) and has offered a fast track process for sponsored delegates and visa upon arrival for them, if needed, provided IUCN makes available list to the respective consulates. The GCC noted the challenges faced by developing countries, particularly Africa in obtaining visa to the Schengen zone.</p> <p>GCC discussed the two dates proposed by the Host Country and took note of France's preference for June as well as the pros and cons presented by the Secretariat.</p> <p>The Committee acknowledged that in addition to the interest of the Host Country, it is critical to consider the interests of IUCN and the completion of the Agenda of Council on behalf of the IUCN members. This includes a process underway for the further improvement of IUCN's governance, the development of a Membership Strategy, and the revision of the motions process. Many of these activities require engagement of the membership and need to fit in the schedule of bi-annual meetings of Council making the time difference significant.</p> <p>Considering these factors and the technical report. The GCC recommends that we accept the proposal of France to host the World Conservation Congress. Further the GCC, after careful consideration, recommends the offered dates of 1-9 September 2018 to host the World Conservation Congress.</p> <div style="border: 1px solid black; padding: 5px; background-color: #e6f2ff;"> <p>DRAFT COUNCIL DECISION The IUCN Council,</p> <p>On the recommendation of its Governance and Constituency Committee,</p> <p>recognizing that a thorough selection process has been carried out and taking into account the proposal, the evaluation report, the draft Host Country Agreement, the recommendations from the candidate country and all other relevant facts,</p> <p>decides to accept the offer from the Government of France to host the IUCN Congress 2020 in Marseille between 1 to 9 September 11 and 19 June 2020.</p> </div>	
GCC/ 3.1	<p>Update on the implementation of the Guidelines for Sponsored Delegates at the 2016 Congress</p> <p><i>This item will be discussed at the next GCC Skype meeting (to be held at the beginning of June).</i></p>	
GCC/ 3.2	<p>Update of the motions process</p> <p>The Chair of the GCC Task Force (TF) to update the Motions Process, Tamar Pataridze, presented an update of the work undertaken by the TF.</p> <p>The Task Force had analysed the feedback received from IUCN Members and the Congress Resolutions Committee on the 2016 motions process and had begun the discussion of a number of issues to be considered for improving the motions process. The TF expects to finalize a set of proposals for the consideration of the GCC and Council in October 2018.</p> <p>The TF had examined and supported the timeline for the 2019-20 motions process which will start much earlier than in 2016 in order to make optimal use of the Regional Conservation Forums and to allow more time for the different phases of the electronic discussion and vote of motions prior to the 2020 Congress.</p>	INF C/94/GCC/3.3 Motions process

⁴ The Secretariat has subsequently determined that 2700 rooms are available in the private and public block, which the Secretariat considers sufficient.

	The Governance and Constituency Committee noted the progress presented by the GCC's Task Force to update the motions process and thanked them for their work to date.	
GCC/ 1.4	<p>2020 Congress Preparatory Committee <i>The secretariat will circulate the TORS for the Congress Preparatory Committee to the members of GCC and invite comments from the, within a two week period. If required the next GCC Skype meeting (to be held at the beginning of June) will discuss this issue.</i></p>	C/94/GCC/3.4 CPC
GCC 13/1.5.	<p>Appointment of an additional Councillor (Article 38, IUCN Statutes)</p> <p>Following a letter received from all the Members in Category C (IPOs) requesting Council to appoint an IPO member to Council, the IUCN Bureau discussed the issue at its meeting on the 29 April 2018 and requested the GCC to discuss this issue and make a recommendation to Council.</p> <p>The GCC Chair, based on the Statutes, proposed that the GCC takes a two-step process to decision-making and initiated the discussion regarding the appointment of a Councillor in conformity with Article 38 (f) of the IUCN Statutes.</p> <ol style="list-style-type: none"> 1. Taking into account the requirements of Article 38 (f) consider who to appoint as an additional Councillor based on the skills, qualifications and interest needed in Council. 2. Dependent on whether GCC decides to appoint an IPO, then to consider who should be appointed to this position. <p>In discussing 1, the Chair requested members to bear in mind that the Council has not discussed this issue. Following the discussion within GCC, it was decided that there was a need to appoint a Councillor and that this Councillor should represent the IPO group. The Chair of CEESP was offered the opportunity to share her views on why the IUCN Councillor should appoint an IPO member as the additional Councillor</p> <p>In making this decision, the group decided that no precedent was being set and decided that this must be communicated in writing to the IPOs and to Council. It was noted that the IPO category would, going forward given their recognition as a separate category in IUCN, be able to organise themselves to present a candidate for election at the next Congress.</p> <p>In discussing item 2, the GCC considered the candidate proposed by the IPO Members, Ramiro Batzín Chojoj. The Chair highlight some considerations for the Group:</p> <ul style="list-style-type: none"> • The candidate is fully supported by the Members of the IPO category. They have chosen their own representative. • However, it would have been preferable to have a selection of CVs for the GCC to select from, as has been the case in ECOSOC, for example. • In addition, the Chair voiced her concern about the fact that the process took place without any reference to the GCC. No guidance was asked for on what they thought should be some criteria that could have been used (skill, gender, representation). The CEESP Chair acknowledged that this was an unfortunate oversight. <p>Members of the committee raised several concerns including that they would have liked to see in principle regional and gender considerations taken into account.</p> <p>Following discussion, the GCC agreed to recommend the appointment of Ramiro Batzín Chojoj as an additional Councillor</p> <p>Based on the discussion and concerns raised in the committee, the Chair requested it be noted that for the next Council (2020- 2024), this should be an issue that is considered early and for which an analytical process is undertaken to find the gaps in Council.</p> <p>The Chair concluded that in the future, she would like to see more direct engagement with the GCC on constituency matters, from the Secretariat, and proposed the GCC recommend a process for the implementation of Article 38 (f).</p>	DEC/DIS

DRAFT COUNCIL DECISION

The IUCN Council,
On the recommendation of its Governance and Constituency Committee,

Requests the GCC to develop a proposal for Council to exercise its rights under Article 38(f) and make full use of the opportunity created by Article 38(f)

Requests the Director General and the Commissions to engage the GCC in matters related to constituency development.

Appoints Mr Francisco Ramiro Batzin Chojj (Guatemala) as additional Councillor in conformity with Article 38 (f) of the Statutes.



94th Meeting of the IUCN Council, 29 April – 2 May 2018

PROGRAMME AND POLICY COMMITTEE (PPC)

Meeting of Sunday/Monday 29-30 April 2018

Report to Council

(Approved by the IUCN Council, 94th Meeting, May 2018, decision C/94/22; modifications to the report approved by Council are shown with track changes)

PPC members in attendance: Jan Olov Westerberg (Chair), Amran Hamzah, Angela Andrade, Peter Cochrane, Jonathan Hughes, John Robinson, Sean Southey, Ana Tiraa, Kristen Walker

Deputy Commission Chairs in attendance: Denise Antolini (WCEL), Ameyali Ramos (CEESP), Katalin Czippán (CEC)

IUCN Staff in attendance: Cyrie Sendashonga, Jane Smart, Stewart Maginnis, Nick Bertrand, Antonio Troya, Boris Erg, Alejandro Iza, Luther Anukur, Tom Brooks, Juha Siikamaki, Aliou Faye, Frank Hawkins, Alvaro Vallejo, Grethel Aguilar, Mason Smith, Aban Marker Kabraji, Max Mueller, Victoria Romero, Dao Nguyen, Olivier Hasinger, Maria Carreno Lindellen, Sonia Peña, Leonor Ridgway

Opening of the meeting, Sunday 29 April, 2018

The PPC Chair, Jan Olov Westerberg, opened the meeting and welcomed members of PPC and staff. He suggested going through the agenda as there were changes proposed and reminded PPC of its TORs and the focus of its work. The Chair highlighted two items which are significant for this PPC’s session to focus on- the 2017 Annual Report of implementation of the IUCN Programme and the roadmap for the 2021-24 Programme.

PPC/1	<p>IUCN Annual Report 2017 (Incl. implementation of the IUCN Programme by the Secretariat and the Commissions)</p> <p><i><u>Purpose of the agenda item</u></i> The PPC reviewed the 2017 IUCN Annual Progress Report (<i>Incl. implementation of the IUCN Programme by the Secretariat and the Commissions</i>)</p> <p><i><u>Brief summary of the discussion</u></i> Nick Bertrand, Acting Head, Programme Monitoring & Evaluation made a presentation in which he highlighted the continued development of the Programme & Project Portal and key achievements, success stories and progress in implementing the Programme using a system of “traffic lights”, among other improvements and new features. He also announced the appointment of Charles Lor as the new Head of the Programme Monitoring, Evaluation and Risk Management Unit who will come on board as of 1 May 2018.</p> <p>The Chair opened the floor and then welcomed comments section by section.</p>	INF
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	<p>Several PPC members welcomed the progress made as shown in the report and commended the Secretariat for this work, the move from the simple story telling approach to showing impact, including the traffic light visual model, and recommended assessment of the reporting framework as it moves forward by the actual users to get the right balance between reporting and the “burden and bureaucracy” that might come with the exercise.</p> <p>PPC briefly discussed whether it was reason of concern that the level of indirect costs remained constant but increased as a % in 2017 as a result of a decline in overall expenditure. Even though this is an issue for the CFO to address, Secretariat staff present mentioned that this is actually work in progress.</p> <p>A PPC member suggested that more detail and attention should be given to the issue of work with Members and the nature of this interaction which often entails competition for funding and also complementarities beyond project implementation. This is particularly important in the context of the GEF and GCF. She wondered if IUCN has a strategy in this regard and also highlighted the costs to the institution for this move into wholesale and big initiatives (GEF/GCF) could be very high and should be considered given the limited funding environment with declining framework donor income.</p> <p>In the same vein, a suggestion was made to better characterize the different delivery models and the requests that IUCN is getting from donors or State members especially as regards the category of initiatives labelled as ‘non-aligned stand-alone projects’. Another suggestion was made to look at the correlation and interplay between the project portfolio as reported against its Programme targets, the Aichi Targets and the SDGs in order to capture the overall picture.</p> <p>The suggestion was made that if this report is available to Members and others outside IUCN then some commentary on issues that, without commentary, might cause concern – such as the figures on gender balance, and the level of indirect costs - would be prudent, e.g. whether and how the issue is being addressed.</p> <p>In closing, the PPC Chair invited all to reflect on the way we all communicate about IUCN’s work as One Union (One Programme Charter), and address progress reports in the future - as well as the next Programme’s planning - with this vision in mind.</p> <p><u>Conclusion</u></p> <p>The Programme and Policy Committee, takes note of the IUCN Annual Progress Report 2017 and welcomes progress made.</p>	
PPC/2	Specific Programme and Policy issues	
PPC/2.1	<p>Update on the implementation of the 2016 Congress Resolutions and Recommendations</p> <p><u>Purpose of the item</u></p> <p>The PPC is invited to take note of the Report on the progress in the</p>	INF

	<p>implementation of Resolutions and Recommendations and consider putting in place any necessary actions in order to further enhance the implementation of those Resolutions and Recommendations.</p> <p><u>Presentation</u></p> <p>Max Mueller presented the 1st progress report on the implementation of the 2016 WCC Resolutions and Recommendations. He highlighted some of the challenges impeding the implementation of Resolutions and Recommendations, especially the funding challenges. He also outlined possible solutions that could be envisaged, including upfront at the time of submission of motions.</p> <p><u>Discussion</u></p> <p>There was some concern about the funding for implementing Resolutions including those which were Council-sponsored motions, (e.g. Resolution 6.058 on Natural Capital). The discussion centred on:</p> <ul style="list-style-type: none"> i) how to increase members' participation in the implementation and reporting of Resolutions: one commission Chair suggested involving the National and Regional Committees and establishing links between the themes of the Resolutions; ii) opportunities for Council to address the lack of political will: aware that there might be some sensitive issues, it would be appropriate to identify those Resolutions for which there are no efforts being undertaken and have the DG or the President address a letter on behalf of the Council to the political focal point; and, iii) how to secure funding for implementation: it was noted that the IUCN membership needed to be better informed about the purpose of Resolutions and that changes need to be introduced in the motions process that would allow to clearly distinguish motions related to policy from motions related to projects. Changes in the motions process should seek to bring forward the financial implications of effectively implementing the Resolutions. For the time being, a member of the Committee suggested reaching out to Members that are already involved or that are interested in the implementation of some of the Resolutions, to help provide some funding. It was also suggested for future Resolutions that information regarding sponsors, a timeline, and budget be readily available in the Resolutions and Recommendations Platform. <p><u>Conclusion</u></p> <p>The Programme and Policy Committee takes note of the Report on the progress in the implementation of Resolutions and Recommendations adopted at the World Conservation Congress in Hawaii, 2016.</p>	
<p>PPC/2. 2</p>	<p>Update on the post-2020 global biodiversity framework</p> <p>Jane Smart, Global Director, Biodiversity Conservation Group, made</p>	<p>INF</p>

	<p>a presentation with an update on the post-2020 global biodiversity framework and IUCN's engagement.</p> <p><u><i>Brief summary of the discussion</i></u> PPC thanked and welcome the update, stated that IUCN has a tremendous opportunity to help shape the future biodiversity framework. PPC agreed with the idea of establishing science-based targets and encouraged IUCN to pursue this as its position evolves. IUCN needs to work on the details of how those targets might look like. IUCN should also reflect on how the next quadrennial Programme would link to this process and align efforts with the wider 2030 Agenda for Sustainable Development.</p> <p>A member of PPC reminded the Committee that it had postponed discussion on the establishment of a PPC Task Force for post-2020 and that it might be timely to consider that now, bearing in mind that there are other post 2020 related task forces in SSC and WCPA.</p> <p>The PPC continued this discussion on Monday 30 April.</p> <p><u><i>Conclusion</i></u></p> <p>The PPC decided to create a “core group” to look into the establishment of a “Post-2020 Task Force”, to start working on its potential Terms of References and composition. This group will present its proposal to be discussed at the next Council meeting in October 2018.</p> <p>John Robinson, Jonnie Hughes, Ana Tiraa, Kristen Walker and Angela Andrade volunteered to form part of this initial small core group. The TF to be formed later should also include other Council Members who are not in the PPC.</p>	
<p>PPC/2. 3</p>	<p>Update on IPBES-IUCN partnership</p> <p><u><i>Purpose of the item</i></u> PPC was provided with an update by the Secretariat on the IPBES-IUCN partnership</p> <p><u><i>Presentation</i></u> Thomas Brooks, Chief Scientist, gave an overview of the functions of IPBES and IUCN's engagement with this relatively new international body. He highlighted that, given the main functions of IPBES (support knowledge creation, assessments, capacity building and policy support) are very similar to the work that IUCN is doing, it is important to build on synergies and try to avoid duplication of efforts and competition. What makes IUCN different compared to IPBES is that IUCN implements action on the ground and has a unique governance structure made of governmental and non-governmental membership, which empowers a variety of stakeholders, while IPBES's governance is wholly intergovernmental.</p> <p>IUCN has institutionalized its engagement with the IPBES through a MOU and a number of supplemental agreements. In this context IUCN is facilitating the stakeholder engagement process in order to</p>	<p>INF</p>

	<p>bring non-governmental views to the IPBES. One IUCN staff member seconded by the Government of France is shared on a part time basis with the IPBES Secretariat to work especially on furthering stakeholder engagement in IPBES processes.</p> <p>IUCN is also actively involved in contributing to assessments developed by IPBES. In 2018 five such assessments were approved (4 regional and one on land degradation and restoration). A number of IUCN staff members were involved as authors in each regional assessment and 20% of involved experts are IUCN Commission Members. The next assessments to be developed will be a global assessment, and thematic assessments on values and valuation, sustainable use and invasive alien species.</p> <p><u>Discussion</u> In the discussion that followed, PPC Members questioned how the synergies between the work on the assessment on values and valuation and IUCN's Resolution 062 on Natural Capital could be leveraged. In this context it was also highlighted that a thematic group in CEESP on values and valuation might be established, which could contribute to this work.</p>	
PPC/2.4	<p>Update on IUCN's Policy on Gender Equality</p> <p><u>Purpose of the item</u> PPC was provided with an update by the Secretariat on IUCN's Policy on Gender Equality.</p> <p><u>Presentation</u> Stewart Maginnis, Global Director, Nature Based Solutions Group, provided a brief update on the gender policy, which is currently being developed in consultation with IUCN Gender Focal Points. It will be based on the existing revised gender policy approved by Council in 2007 (original version is from 1998). He highlighted that the work was well underway and stressed that the policy is focusing on the programmatic side of gender work and is not an HR policy.</p> <p><u>Discussion</u> During the discussion, the PPC inquired whether the document will be tabled at its next meeting. The Secretariat assured that it should be available then and mentioned that it is not being rushed in order to ensure whatever is finalized is actually implementable.</p>	INF
PPC/3	<p>Follow up on assignments</p> <p>The discussion on this item centred on providing updates on assignments considered by PPC at its last meeting (Council #93) especially in regard of the 2016 WCC Resolutions which make reference to Council.</p> <p>a. <u>Biodiversity & Human Health (DEC C/92/8 annex 7 PPC report p.5)</u></p> <p>Peter Cochrane updated PPC on key developments in this area that</p>	INF

	<p>can be summarized as follows:</p> <ul style="list-style-type: none"> • CBD SBSTTA21 had issued a paper on biodiversity and health and discussion was held on this issue. For CBD COP14 biodiversity and health will be again on the agenda and there are moves to invite Health Ministers to attend • World Health Organisation will hold its World Health Assembly (May 2018) – first ever agenda paper on Biodiversity and Health, includes reference to nature-based solutions; IUCN DG is seeking to have IUCN representation and participation for this item • IUCN Commissions have actively worked or are working on this issue. Examples provided include the SSC Wildlife Health Specialist Group - active with OneHealth and EcoHealth initiatives (a key element in the CDB SBSTTA paper) and the new WCPA Health and Wellbeing Specialist Group <p>Peter also mentioned that both the WCC 2020 and the planning for the IUCN Work Programme 2021-2024 provide good opportunities to connect to this issue.</p> <p>The Chair of CEM informed PPC that CEM has started to develop a Task Force on this topic; The Chair of CEESP has also been discussing incorporating health dimensions in its work; The CEC Chair added that health is also one of the axes of Nature for All initiative; Jane Smart mentioned that SSC has also a Medicinal Plants Specialist Group that is working with WHO.</p> <p>The Chair of CEESP suggested carrying out sampling of IUCN Members' work on biodiversity and human health to have a full picture of the work we're doing on this issue. The Chair cautioned all about flooding Members with too many requests.</p> <p><u>b. WCC-2016-Res-018</u></p> <p>Jane Smart provided an update on Resolution 018 (IUCN Environmental Impact Classification for Alien Taxa) and recalled progress made. She mentioned the consultations that have been carried out in follow-up to the Resolution. Currently, the team is addressing responses received.</p> <p><u>c. WCC-2016-Res- 030 and 075</u></p> <p>Kristen Walker provided an update on Resolutions related to indigenous peoples' issues. Regarding Resolutions 030 and 075 she underscored the important work done and mentioned that as result of consultations carried out with indigenous peoples, a proposition will be brought forward to the full Council for a representative/ formal position to be established in Council. With regards to Resolution 080, she mentioned ongoing collaboration with ORMACC. Finally, regarding Resolution 060 (Primary Forests) she mentioned engagement of CEESP and indigenous peoples' representatives.</p> <p><u>d. WCC-2016-Res-045</u></p> <p>Stewart Maginnis complemented the information provided on Resolution 060 indicating that they are currently building the membership</p>	
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	<p>of a Task Force with the idea of having a face to face meeting at the end of the year. He also mentioned that primary forests are actually one of the 3 business lines of the Forest Programme. The Chair of CEM recommended reaching out to CEM for this work.</p> <p>e. <u>WCC-2016-Res-086</u> Cyrie Sendashonga made an update on progress made in implementing Resolution 6.086 on synthetic biology. She mentioned the establishment of the Secretariat and experts Task Force and Technical Sub-group that will be in charge of carrying out the assessment which will inform the development of the policy. She informed the PPC that the Task Force had its first meeting two weeks ago in Cambridge, UK, and that all of the 3 main objectives for the meeting were fulfilled (getting the TF members to know each other, develop a draft outline for the assessment and the assignment of responsibilities). The next meeting of the technical sub-group will take place in July in Brazil to develop the first draft of the assessment.</p> <p>Cyrie further outlined the process for Council to engage in the implementation of the Resolution and mentioned that the DG is expected to present to PPC/Council a draft policy on synthetic biology based on the recommendations of the assessment referred to in operative paragraphs 1 and 2 of the Resolution. She concluded by saying that it is likely that PPC will receive the draft policy at the beginning of 2019 to take it forward as appropriate.</p> <p>f. <u>WCC-2016-Res-001</u> In addition to above updates, Max Mueller briefly updated PPC on progress in implementing Resolution 001 on retirement of Resolutions. He mentioned that the initial assessment with a preliminary classification will be presented at the 95th meeting of Council for a decision to be taken at the 96th Council.</p> <p>g. <u>DEC C/92/8 annex 7 PPC report p.7 – Council focal persons</u> The Chair of PPC updated the Committee about the discussions held by the Bureau regarding adopting some generic wording to appoint focal points of Council. They looked at TORs of the Oceans Focal Point for guidance. It is expected that a formal decision be taken by this Council.</p>	
PPC/4	Reports from Task Forces established by the PPC	
PPC/4.1	<p>Climate Change task Force</p> <p><u>Presentation:</u></p> <p>Angela Andrade, Chair of the Climate Change Task Force (CCTF) presented a brief update of the work of the Task Force since its establishment. The Task Force has met four times both virtually and personally to discuss a number of items including IUCN's engagement in climate-related arenas and activities under the CCTF. The Chair of the CCTF highlighted the 10th anniversary of the Ecosystem-based Approaches (EbA) and the relevance of IPBES' assessments and other information that could improve IUCN's key messag-</p>	INF

	<p>es on climate change and help in bridging biodiversity and climate change.</p> <p>Further the CCTF welcomed the mapping carried out by the Secretariat of IUCN's work on climate change (covering Secretariat and Commissions) and encouraged its continuation.</p> <p><u>Discussion:</u></p> <p>After the presentation, it was suggested that it would be useful to have a theory of change added to the mapping and the Chair of CCTF signalled that the mapping of IUCN's work on climate change would extend to Members in the future, including the adoption of impact indicators of IUCN's overall work on climate change.</p>	
PPC/4.2	<p>Private Sector task Force</p> <p><u>Presentation:</u> Jonathan Hughes, Chair of the Private Sector Task Force (PSTF), presented a summary of the PSTF meeting held on Sunday 29 April. He announced that Sean Southey has been formally added to the PSTF.</p> <p>One of the main discussion points was how PSTF could work more strategically with the Secretariat to explore opportunities of engagement at sector level, such as, but not only, the finance and insurance sector. Questions were also asked on Lacoste sponsorship and the need to clarify when Secretariat should inform PSTF of upcoming engagements to PSTF in the future.</p> <p><u>Discussion</u> Members of the PPC supported the idea of IUCN taking on a more proactive stance with business and echoed the interest in providing more guidance and assistance to China for their Belt and Road Initiative which is one of the most ambitious infrastructure initiatives at this time.</p> <p>It was also mentioned that the post-2020 process should be used to make some bold statements on biodiversity and come with recommendations of how the private sector should be engaged.</p> <p>A member of PPC asked if IUCN could have a role in looking at the Corporate Social Responsibility (CSR) capabilities of various companies and provide some sort of certification of this.</p>	INF
PPC/4.3	<p>Urban Task Force</p> <p><u>Presentation</u> The Chair of the Urban Task Force (UTF) highlighted that in principle seed funding for the work on the Urban Alliance has been secured for three years still confidential) This would fund the initial development of the IUCN Urban Alliance and contribute to achieving three outcomes:</p> <ul style="list-style-type: none"> - Global platform for discussion of urban - nature issues - Catalyse action on through sharing best practice - Development of a knowledge product (A dashboard of indica- 	INF

	<p>tors. Current working title: cities and nature index)</p> <p>The Chair UTF highlighted that this constitutes a good example of the one Programme approach, with Commissions, Secretariat working together with a Member..</p> <p>He stressed that a number of IUCN Members and IUCN Commissions groups are already actively working on cities related matters and highlighted a number of those initiatives. Therefore it is crucial that the Urban Alliance will play to IUCN's niche, and focus on key thematic areas where added value and focus is critical. The link between human health and healthy urban ecosystems was mentioned in this context.</p> <p>Regarding the potential policy function, the Urban Alliance would be feeding into international processes like the post-2020 process and the SDGs follow-up mechanism given the relevance for SDG 11 (Sustainable Human Settlements and Cities).</p> <p>The Chair UTF concluded by bringing the <u>decisions</u> of the task force to the attention of PPC:</p> <ul style="list-style-type: none"> - The invitees for Urban Alliance strategic board were proposed and agreed (to be kept under 10, so as to be effective) - Agreed to hold the first meeting in autumn 2018 to (possibly) coincide with CBD COP14 - Called to ensure an Urban/Sustainable Cities pavilion at the next WCC <p><u>Discussion</u></p> <p>The discussion focused on the possible connection between this work and the work on IUCN Resolution WCC 2016 Res 003 on <i>Including regional governments in the structure of the Union</i> and the potential sensitivities this might raise with specific IUCN Members that have a similar focus.</p> <p>It was stated that there is a certain discomfort in the respective concerned IUCN Member and that this needs to be handled accordingly. In this regard, the synergies would have to be captured and full participation by this Member should be ensured, possibly by including a representative of this Member in the Urban Alliance Strategic Board.</p> <p>Lastly it was discussed to frame the work of the Urban Alliance around the wording of SDG11.</p>	
PPC/5	<p>Council's Global Oceans Focal Person</p> <p><u>Purpose of the agenda item</u></p> <p>The PPC was invited to consider the draft terms of reference (ToRs) for the IUCN Council Global Oceans Focal Person, to provide feedback and comments on the draft ToRs and subject to any amendments, to adopt them.</p> <p><u>Brief summary of the discussion</u></p>	DEC

	<p>Peter Cochrane, appointed by IUCN Council as the IUCN Council Global Oceans Focal Person following IUCN regulation “45bis”, presented the draft ToRs and briefly introduced why Oceans conservation is so central to IUCN mission and why this focal person with clear ToRs is so needed. The main arguments were that this role is needed to ensure strong focus, coherent body of work on ocean issues within IUCN and to raise the profile and understanding of the oceans issues in Council and to external stakeholders.</p> <p>The draft ToRs have been very well received by PPC members and only few comments were raised by PPC members such as the suggestion to give special attention to global policy frameworks (i.a. Aichi Targets and the SDGs) in the draft ToRs and to recognize in the ToRs that Oceans issues are cross-cutting to the different parts of IUCN (Secretariat, Commissions, Members).</p> <p>PPC then heard a presentation from Carl Gustaf Lundin, Director of the Global Marine and Polar Programme (GMPP) who highlighted the current portfolio of work of the IUCN GMPP and provided an overview of the main current major conservation issues and challenges for Oceans (such as ocean acidification, ocean deoxygenation, marine plastics, trends of carbon sequestration in Oceans, etc.).</p> <p>During the discussion, it was pointed out also that there is a lot of potential for increased ARO-ORO regional collaboration on fisheries/fishing issues and on Marine plastics among other focal areas such as disasters risk reduction and the dependence on oceans. PPC members underscored that there is huge potential to develop more synergies at the Union level.</p> <p>It was also suggested that the Oceans Focal Person should invite collaboration with other Councillors who have an interest in oceans issues. Peter Cochrane indicated that he would propose a ‘friends of the oceans focal point’ network to enable interested Councillors to be more closely involved, but also that he did not want to duplicate existing networks.</p> <p><u>Conclusion</u></p> <p>The PPC decided to adopt the draft terms of reference for the IUCN Council Global Oceans Focal Person.</p> <p>The Programme and Policy Committee, approves the terms of reference for the IUCN Council Global Oceans Focal Person.</p>	
PPC/6	Other issues announced in advance	
PPC/6.1.	<p>Discussion of a roadmap for the development of the IUCN Programme 2021-24</p> <p>The Director General, Inger Andersen, joined PPC and introduced the topic, mentioning some of the brainstorming that has been initiated at the Secretariat level and with Commission Chairs. She highlighted these are very preliminary conversations to animate everyone to think creatively.</p>	INF

	<p>She highlighted also that there are certain realities in our Union that won't shift, e.g. work on core conservation issues, governance and rights or nature based solutions work. But she invited PPC to think about what we want to have achieved by 2024 and have future discussions also on drivers of loss and drivers of solutions, inter alia, issues such as: climate change, urbanization, food production, conflicts, health, oceans degradation, etc. She also highlighted three inroads that can provide additional context in developing the next quadrennial IUCN Programme, namely: the IUCN Resolutions, the Monitoring and Evaluation learning framework and possibly the Congress Forum discussions.</p> <p>The DG sought Councillors' views on Members' engagement, and signalled that it might be more appropriate to have Members early in the process comment on a basic construct than to co-draft and respond to a 50+ pages long document. In any case, as was done in the past, it is anticipated that the early draft of the Programme will be discussed in the Regional Conservation Fora. Furthermore, depending on the recommendation that the GCC Task Force on the Motions Process, the timeline of the development of the draft Programme could also be adjusted to fit the needs of the motions' submission process.</p> <p><u>Presentation</u></p> <p>Cyrie Sendashonga presented an overview of the process taken to develop and consult the 2017-2020 IUCN Programme in 2015/2016 and illustrated a timeline that could be considered for the development of the 2021-2024 Programme based on past experiences and once some of the determining factors will be known (e.g. date of the 2020 WCC and timeline of the motion process relative to how Members may wish to input in the development of the next Programme). She gave examples of some steps that could be adjusted such as: 1) Situation Analysis (necessity, timing, scope); 2) Enhancing engagement of Members in design, implementation and reporting and, 3) Timing of the external review and reflection of its findings in developing the next Programme.</p> <p><u>Discussion:</u></p> <p>From the discussions, the idea of a "basic construct" and consulting Members at an early stage was strongly supported and it was agreed that this could enhance Members' engagement and sense of ownership. Some of the mechanics to execute this idea include sending out a "construct" with top targets and develop the Programme from there, and maybe work through National and Regional Committees where such are established.</p> <p>It was also noted that the Programme needs to play to the IUCN niche and core strengths: (i) convening power (ii) Scientific credibility, knowledge creation and policy influencer and (iii) catalyst for projects and thought leading role. A Councillor indicated that the PPC could also play a part in the development of the Programme and provide strategic inputs both to the process and the substance.</p> <p>Regarding the situation analysis it was mentioned that it might not be necessary to develop a new one but that attention could instead be</p>	
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	<p>given to existing assessments from other international bodies, including IPBES assessments, the UN High Level Political Forum synthesis documents on the progress in implementation of the different SDGs, and various other reports and think pieces such as those produced by the World Economic Forum.</p> <p>The discussion also touched upon potential building blocks of the Programme and their alignment with the SDGs by developing a coherent narrative.</p> <p>In summary, the PPC:</p> <ul style="list-style-type: none"> - Endorses the idea of a 'basic construct' model, noting that at this stage there is no clear understanding what the construct might look like - Considers as important early communication about roadmap and Member engagement in the different phases of the process - Stresses, the need to build early consultation with IUCN Members on the construct/building blocks - Notes that the timeline is doable independent of dates of the next WCC. <p><u>Conclusion:</u></p> <p>In the next steps, the Secretariat and Commission Chairs will work jointly to present a construct for discussion to PPC at the 95th Council meeting. After that, there can be agreement on steps forward on how to consult Members, taking into account also the timeline for the 2020 Motions</p> <p>Before moving into AOB, the Chair read out a message sent by Councillor Carlos Durigan with <i>Recommendations expressed by Members from South America for the process of setting up the IUCN Programme 2021-2024</i>. The communication was circulated to the PPC members. The PPC acknowledged receipt of the message and thanked Carlos for transmitting it.</p>	
<p>PPC/6. 2</p>	<p>Any other business</p> <p>Two issues were added by WCEL.</p> <ol style="list-style-type: none"> 1. Global Institute of Prosecutors for the Environment 2. Brasilia Declaration of Judges on Water Justice <p><u>Brief summary of the discussion</u></p> <p>Antonio Benjamin, Chair of WCEL, presented the two proposals to the PPC members, provided background on both the Global Institute of Prosecutors for the Environment and on the Brasilia Declaration of Judges on Water Justice. Only a few questions were raised by PPC members and the two proposals received support from PPC members.</p> <p><u>Conclusion</u></p> <p>The PPC endorsed the two proposals made by the WCEL.</p>	<p>DEC</p>

	<p>DRAFT COUNCIL DECISIONS</p> <p>a) The IUCN Council, On the recommendation of the Programme and Policy Committee, welcomes and endorses the proposal of the World Commission on Environmental Law (WCEL) for the establishment of a Global Institute of Prosecutors for the Environment and encourages all constituent parts of the Union, including IUCN Members, to contribute to the development of the Institute and to work with the WCEL and its partners as it implements this undertaking.</p> <p>b) The IUCN Council, On the recommendation of the Programme and Policy Committee, welcomes and endorses the recommendation of the World Commission on Environmental Law (WCEL) to support the Brasilia Declaration of Judges on Water Justice [10 Principle Declaration] adopted at the 8th World Water Forum held in Brasilia (Brazil) on 21 March 2018 and encourages all constituent parts of the Union, including IUCN Members, to promote <u>awareness of</u> the Declaration.</p>	
	<p>The Chair closed the meeting at 5:00 p.m.</p>	



94th Meeting of the IUCN Council, 29 April - 2 May 2018

FINANCE and AUDIT COMMITTEE (FAC)

Meeting of Sunday 29 April 2018 and Monday 30 April 2018
Held at IUCN, Holcim Think Tank A

Report to Council

FAC/1	<p>Approval of the agenda</p> <p>The FAC approved the agenda as presented with minor changes on the order of items.</p>	INF
FAC/2	<p>Review of minutes of previous meeting</p> <p>The FAC took note that most items on the action list were included in the current FAC agenda. The items which remain in progress relate to:</p> <ul style="list-style-type: none"> • Investment policy review and update to be presented at the next FAC now that the new Treasurer is in place • The Commission Support Unit which came into operation in January 2018 will work with Commission Chairs and the Global IS Group to progress on development of a new Commission Management Support system • The HR Staff Rules will be presented to FAC for approval at a later meeting 	INF
FAC/3	<p>Report from the Head of Oversight</p> <p><u>Purpose and background</u> The Head of Oversight (HoO) presented her report. She first provided an overview of the Oversight Unit architecture, summarising the services provided and how it fitted into the governance, risk management and internal control framework. She then provided an update on the activities of the Oversight Unit, including information on investigations statistics and cases, IUCN's fraud prevention programme and the status of internal audit recommendations. She drew the attention of the FAC to an investigation which was currently on-going in one of IUCN's regional offices which involved misreporting and non-compliance with the IUCN Time Management Policy.</p> <p><u>Summary of the discussion</u> The FAC discussed the current ongoing investigation and raised the following points: Members noted that the investigation was on-going and that</p>	INF

	<p>it was not possible to draw conclusions at this stage. They, however, emphasised that it is important to understand the root causes of the case and to assess whether similar situations could be occurring in other offices, and hence asked the Head of Oversight to assess the accounting system or software used as well as the internal control system in place and also urged the Secretariat to take proactive action to reduce the risk of similar incidents from occurring across the Union.</p> <p>The DG informed the FAC that the Secretariat was in the process of implementing a time management system (expected to be “live” in all locations by the end of 2018) and that this would reduce the risk of non-compliance with the time management policy.</p> <p>The Chair of the FAC emphasised the importance of disseminating the Anti-Fraud Policy and building awareness to all IUCN Staff.</p> <p>The HoO replied that the Secretariat was building a fraud prevention programme, including an e-learning fraud prevention awareness training course that had been piloted with the Leadership Team in February 2018 and it would be rolled out to all staff members during the course of 2018.</p> <p>The Treasurer noted the wide scope of work of the Oversight Unit and asked how it was resourced and whether donor expectations were being met.</p> <p>The HoO responded that donors have expectations that IUCN meets standards of good risk management and has solid fraud prevention mechanisms in place and that the Oversight Unit is supporting management in its efforts to continue to develop these systems. In terms of resources, she replied that this was challenging given IUCN’s complex operating environment and internal oversight coverage which includes the Ramsar Convention. One approach to begin to address the workload demand is to establish a roster of consultants who could be called upon to carry out investigations on short notice and for other assurance engagements. This would require a consultancy budget. In addition, rolling out management’s control self-assessment approach to the regional level would also provide a broad entity-level of assurance to be relied upon.</p> <p><u>Conclusion</u> The FAC <i>TOOK NOTE</i> of the report and the action that was being taken to improve IUCN’s anti-fraud programme. The FAC asked the HoO to assess the root causes of the case</p>	
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	<p>and to assess whether similar situations could be occurring in other offices, and hence asked the Head of Oversight to focus on the accounting system or software as well as the internal control system in place. FAC also urged the Secretariat to take proactive action to reduce the risk of similar incidents from occurring across the Union. FAC asked to be updated on the investigation currently in progress once it had been completed.</p>	
FAC/4	<p>Risk Management – review and approval of the risk management policy</p> <p><u><i>Purpose and background</i></u></p> <p>The acting Head of Planning, Monitoring and Enterprise Risk Management presented the draft Enterprise Risk Management Policy including the draft Risk Appetite Statement.</p> <p>Through this Policy, IUCN commits to ensuring that Enterprise Risk Management practices are consistently applied to its processes and operations to drive effective and accountable decision making and management practices across the organisation.</p> <p>The Policy constitutes a first attempt at formalising Enterprise Risk Management and follows best practice of other organisations as well as relevant standards. It should be understood as starting point. As the organisation's understanding and management of risk matures, and as best practice evolves, the Policy is likely to require updating.</p> <p>A draft Risk Appetite Statement has also been developed. (Document C/94/FAC64/4/2). This formalises the level of risk the organisation is willing to take related to its business objectives.</p> <p><u><i>Summary of the discussion</i></u></p> <p>FAC discussed this item noting the urgent need for an enterprise-wide risk management framework. Members expressed views that this policy and the accompanying risk appetite statement would help management in implementing risk management measures.</p> <p>FAC stated their role should focus on the strategic risks (e.g. funding model) and reputational risks, while taking a role for compliance risk. The Secretariat must work out how ownership of risk is cascaded down to those responsible. The ERM process is the responsibility of staff at all levels of</p>	DEC

	<p>the organisation.</p> <p>It was noted that several aspects of the policy will need closer attention and that during implementation some items may need further clarity.</p> <p>In respect of the risk the Risk Appetite Statement, the FAC was comfortable with the level of risks that IUCN was prepared to take. In respect of “moderate to high” for accepting difficult projects aligned with strengths and strategic priorities, members questioned whether there should be a limit in terms of numbers of how many high-risk projects the Union would be ready to undertake with a mechanism to be developed to accept high risk projects.</p> <p>The Secretariat assured the FAC that high risk projects would only be undertaken after a rigorous risk assessment process and it was not the intention to develop a portfolio of high risk projects but that it should be possible to take on such projects if they were aligned with IUCN’s strategic priorities and strengths. The Secretariat also confirmed that there will be regular reporting to both the FAC and to the Council and that any material items arising in the course of implementing this policy will be adequately reported.</p> <p>FAC members agreed to recommend approval of the ERM policy and the Risk Appetite statement and that the policy will be subject to review as risks evolve and as circumstance changes.</p> <p><u>Conclusion</u></p> <p>The FAC recommends Council approves the Risk Management Policy, and the Risk Appetite Statement, as presented.</p> <p>DRAFT COUNCIL DECISION</p> <p>Council, <i>on the recommendation of the Finance and Audit Committee</i>, approves:</p> <ol style="list-style-type: none"> 1. the Enterprise Risk Management Policy; and 2. the Risk Appetite Statement; 	
FAC/5	<p>Report of the Legal Adviser</p> <p><u>Purpose and background</u></p> <p>The Legal Advisor presented an overview of the existing</p>	INF

	<p>legal actions against or by IUCN, including statistics and a summary description of major cases.</p> <p><u>Summary of the discussion</u></p> <p>The FAC asked if for the dormant cases they would be time barred after a certain period. The Legal Advisor would raise this again with the lawyers responsible for the cases. For the dormant cases, there is immunity of jurisdiction and courts do not want to make decision in these cases.</p> <p><u>Conclusion</u></p> <p>The Finance and Audit Committee TOOK NOTE of the update on legal issues pertaining to legal actions by and against IUCN relevant to FAC.</p>	
FAC/6	<p>Council Travel</p> <p><u>Purpose and background</u></p> <p>The FAC decided in Nov 2017, and the Council approved, to create a sub-committee to study and analyse a request for an additional budget item for Councillors' travel.</p> <p>The sub-committee, consisting of 3 FAC members, 2 Secretariat members and assisted by the Legal Adviser undertook benchmarking studies with similar organisations. They also considered IUCN statutes, Council Handbook, the Code of Conduct for Councillors and Terms of Reference of Regional councillors.</p> <p>The taskforce produced its findings in a report (FAC.64.6) with 5 options for consideration by FAC.</p> <p><u>Summary of the discussion</u></p> <p>Noting Articles 63 and 72 of the IUCN statutes and given the budgetary constraints faced by IUCN the sub-committee recommended to the FAC the adoption of option 5 in its report and that a budget be established for 2019 to cover a limited number of trips for regional councillors (ordinarily one trip annually for each regional councillor).</p> <p>The Management of this will involve the Regional Councillor and Regional Director agreeing by consensus on the trips to be undertaken, with approval by the Head of the Governance Unit. The budget would be administered by IUCN Regional Directors with oversight from the Governance Unit.</p>	DEC

	<p>Eligible trips would be limited to:</p> <ol style="list-style-type: none"> 1. Attendance at national and regional committee meetings 2. Trips to deliver specific mutually agreed targets agreed between the Regional Councillor and the Regional Director (e.g. membership of new states, state agencies or other revenue generation) <p>The FAC discussed the level of budget that would be required.</p> <p>The Secretariat noted that the Director General would include a budget line in the 2019 budget and that this would be based on an assessment of costs.</p> <p><u>Conclusion</u></p> <p>The FAC recommends to Council to approve the provision of a budget for the travel of IUCN regional councillors.</p> <div style="background-color: yellow; padding: 5px;"> <p>DRAFT COUNCIL DECISION Council, <i>on the recommendation of the Finance and Audit Committee</i>, approves the provision of a budget for Councillors' travel, noting:</p> <ol style="list-style-type: none"> 1. the Management of this will involve the Regional Councillor and Regional Director agreeing by consensus on the trips to be undertaken, with approval by the Head of the Governance Unit. 2. eligibility would be limited to: <ol style="list-style-type: none"> a) Attendance at national and regional committee meetings, and b) Trips to deliver specific mutually agreed targets agreed between the Regional Councillor and the Regional Director; 3. the budget line would be used to supplement other funding opportunities; <p>and requests the Director General to include provision in IUCN Budget starting form 2019.</p> </div>	
FAC/7	<p>Financial results 2017</p> <p><u>Purpose and background</u></p> <p>In accordance with the statutes (46.g), Council (or Bureau acting on behalf of Council) is required to approve the audited financial statements, though final approval rests with Congress (20.d)</p> <p>The overall result for the year is a surplus of CHF 1.1m before transfers to designated reserves. After transfer to designated reserves, the result was a small deficit of CHF</p>	DEC

0.1m vs. an approved budget deficit of CHF 2.0m.

The positive result was driven by 4 main factors: framework income being above budget, other income being above budget (partly a result of new Patrons for Nature), and exceptional costs related to the change process being below budget, particularly redundancy costs as well as saving from commissions operating funds.

The transfer to designated reserves includes the balance on the six Commission Operating Funds. This would allow Commissions to better manage their funds and allow them to carry forward funds for specific events or purposes, subject to compliance with the Commission Financial Rules. The balance on the systems development allocation that was given in 2017 to support the change management process would also be carried forward as several of the systems initiatives were still in progress.

In line with a Council decision on membership rescission timeframe, a change in accounting policy regarding provisions for membership dues in arrears is proposed as shown in the 2017 column in the table below:

	<u>2017</u>	<u>2016</u>
Four years or more	100%	100%
Three years	100%	60%
Two years	67%	40%
One year	33%	20%

This reflects a change in the rescission procedure which is now intended to be a biannual process.

The auditors presented a non-qualified audit report and said that they are ready to sign their audit report following approval by Council. In respect of controls, they noted that improvements continued to be made and highlighted the need for further strengthening internal controls as well as IT General controls and that they will look closely into the root cause that has led to misreporting and noncompliance with time management policy in some instances. They also noted that as required by Swiss Law, IUCN has put measures in place to comply with the Financial Market Infrastructure Act (FMIA) –Regulation of derivatives trading as a small non-financial counterparty (NFC)

Summary of the discussion

	<p>The FAC commended the Secretariat on the overall result and the noticeable improvements. The change on accepting to roll over commission balances at the end of each calendar year to the next year within an inter-sessional period was well received. The FAC noted that the Commission Financial Rules apply and any use outside these rules would require the approval of the FAC/Council.</p> <p>FAC asked about the state of internal control system and what improvements are still needed. Secretariat informed FAC that an improved internal control system is already in place and rolling out since June.</p> <p>FAC noted that the level of project implementation for 2017 was 79% of budget and asked about the reasons for project implementation lags and questioned what plans were in place to strengthen the project implementation rate and reduce the project budget optimism. The Secretariat stated there would be more rigour at the annual budgeting stage as some offices and programs are overly optimistic and also to scrutinise the projects under development in more depth. Additionally, there is greater tracking with the introduction of the management scorecard with one of the targets being delivery rate on project management</p> <p>The auditors, noting the current complexity of accounting for implementing partners' expenditure, proposed working with the Secretariat to find a solution to the issue, while ensuring compliance with the Swiss Law.</p> <p><u>Conclusion</u></p> <p>The FAC recommends to Council to approve the 2017 Financial Statements and the Report of the Auditors as presented.</p> <div style="background-color: yellow; padding: 5px;"> <p>DRAFT COUNCIL DECISION</p> <p>Council, on the proposal of the Director General and the recommendation of the Finance and Audit Committee, approves the Audited Financial Statements for 2017, noting that final approval rests with the 2020 World Conservation Congress as provided under Article 20 (d) of the Statutes.</p> </div>	
FAC/8	<p>Investment Update</p> <p>Part 1: Investment performance update</p>	DEC

	<p><u><i>Purpose and background</i></u></p> <p>The CFO presented the key investment performance statistics from inception in 2103 to 31 March 2018.</p> <p>The return for 2017 was 1.97% but for the first 3 months of 2018 it has been minus ½ percent, due to a weak performance from bonds as interest rates have started to rise and also the weakness of the USD vs CHF, the USD weakened by 2% vs CHF from end December to end March 2018.</p> <p>FAC was asked to review and approve the small change to the Policy on the use of derivatives. At the last meeting the IUCN Council approved IUCN's Policy on the use of derivatives, this was required by the new Swiss Law, FMIA. 2017 was the first year that this policy was audited and the auditors, PWC, recommended some small changes to the policy to ensure the policy's completeness and full compliance with the Swiss Law. The changes suggested were to add a paragraph regarding the threshold and IUCN's actual classification (see highlighted text in the policy attached as an appendix)</p> <p><u><i>Summary of the discussion</i></u></p> <p>The FAC noted that alternative investment strategies should be looked at with the aim of improving the performance of the investment portfolio without significantly exposing IUCN to higher risks.</p> <p>The FAC noted that the investment policy should be reviewed and updated every 3 years and is due for review, especially now that the Treasurer is in place. FAC discussed the way forward in updating the Investment and Cash Management policy. The Chair proposed forming a small group to review and potentially revise the policy.</p> <p><u><i>Conclusion</i></u></p> <p>The FAC decided to form a sub-committee comprised of the FAC Chair, the two Co-Chairs, the Treasurer and CFO to review the investment policy and present a revised draft policy to next FAC meeting in October 2018 for approval. A decision would then be taken on whether the mandate given to IUCN's investment managers should be adapted.</p>	
<p>DRAFT COUNCIL DECISION</p> <p>Council, <i>on the recommendation of the Finance and Audit</i></p>		

	Committee, approves the amendment to the Policy and Procedure on Forward Contracts for Hedging	
FAC/9	<p>Q1 Financial results to date and forecast 2018</p> <p><u>Purpose and background</u></p> <p>The CFO presented the Q1 2018 financial results in order to update FAC on the latest financial situation.</p> <p>The result at the end of March 2018 was an operating deficit of CHF 0.4m.</p> <p>At the end of March 2018, actual project expenditure was at 48% of budget for the period. This is partly explained by the fact that reports for Q1 expenditure by Implementing Partners had not been received by end of March and is not included in the expenditure numbers. The secretariat will remain vigilant on this to ensure project expenditure is close to budget by the end of the year.</p> <p><u>Summary of the discussion</u></p> <p>The FAC noted that management needed to drive a culture of realistic project budgeting across the organisation.</p> <p>The Secretariat pointed out that the management score card includes an indicator related to project implementation and that this is likely to result in more realistic planning in the coming years.</p> <p><u>Conclusion</u></p> <p>The FAC <i>TOOK NOTE</i> of the results to end of March 2018.</p>	
FAC/10	<p>Resource mobilisation update</p> <p><u>Purpose and background</u></p> <p>The Director of the Strategic Partnerships Unit a.i. presented a report on resource mobilisation.</p> <p>All Framework agreements had been renewed for 2018 with the exception of Norway. Negotiations with Norway are at an advanced stage. USA ordinarily signs annual contracts close to the end of each calendar year. IUCN is liaising with the State Department and other contacts to ensure continued support through the appropriation accounts.</p> <p>IUCN restricted income continues to grow. The main donors</p>	INF

	<p>are now European Commission (25%), Germany (20%), Sweden, MAVA, USAID and SDC. Significant increases in multilateral funding from the Global Environment Facility (GEF) and the Green Climate Fund (GCF) are projected.</p> <p>The Patrons of Nature programme is growing. The target is to sign 4 patrons every year, providing additional unrestricted funds. Other initiatives include a bequest programme which is being developed and the IUCN online donation button which has been reactivated.</p> <p><u>Summary of the discussion</u></p> <p>FAC noted the efforts being made by the Secretariat to diversify sources of funding, particularly with the Patrons of Nature and the proposed Bequest Programme. FAC suggested that the Secretariat considers using intermediaries such as private banks to reach out to individuals of interest.</p> <p>FAC noted as IUCN increases its portfolio of re-granting to partners and moves to become more wholesale, IUCN should undertake a strategic view of IUCN branding, particularly in relation to projects we fund and others deliver.</p> <p>FAC encouraged the Secretariat to find a way to estimate the costs to deliver the 2017-2020 Programme so that resources mobilisation can be aligned and financial targets established for all components of the Union, in the spirit of the One Programme delivery model (Secretariat, Commissions, and Members). FAC noted the need to work with PPC on this issue to ensure that resource mobilisation is aligned with the 2021-2024 Programme.</p> <p><u>Conclusion</u></p> <p>The FAC <i>TOOK NOTE</i> of the report and welcomed the progress made in various areas of resource mobilisation.</p>	
FAC/11	<p>Membership Dues</p> <p><u>Purpose and background</u></p> <p>The purpose of the session was to update FAC on memberships due assessed and the method for the dues calculation.</p> <p>The Secretariat provided an update on membership dues. In 2018, membership due amounted to CHF 11.7 million with 1,298 members. There are 78 State Members who</p>	INF

	<p>contribute 78% of the dues amount, government agencies at 128 Members and 10% of income and national NGO with 921 Members and 8% of income.</p> <p>At the 2016 Congress, Congress approved the reassessment of dues for NGO Members. This process will require NGO members to provide updated financial data and is planned to be carried out in 2018-2019.</p> <p>The update on Members whose rights were rescinded by the 2016 Congress showed that out of the 161 rescinded Members, the majority have withdrawn post Congress.</p> <p>With the Council decision C/93/13 to hold electronic vote to rescind Members' rights biennially starting 2018, potentially 135 Members may be rescinded at the end of 2018.</p> <p><u>Summary of the discussion</u></p> <p>Acknowledging that membership dues is primarily a remit of the GCC and that FAC should be concerned with the budgetary consequence, FAC took note that;</p> <ol style="list-style-type: none"> 1. The sliding scales of membership dues may lead to unfavourable incentives to some Members who may opt to join at lower categories than their actual standing. For example; <ol style="list-style-type: none"> a) States may opt to be Government Agency Members as opposed to State Members to reduce their dues. b) Some Members may opt to be affiliate Members and pay a flat rate rather than be an NGO member where they may be required to pay a higher level of dues. 2. Using operational expenditure of member organizations to determine membership fees has inherent problems revolving around how different organizations define operational expenditure. <p>FAC will coordinate with GCC in preparation of the proposed membership strategy and possible changes to the membership dues structure. It was noted that the Secretariat will prepare the TORs for consideration by the joint working group of GCC and FAC to review the dues for 2021-2024.</p> <p><u>Conclusion</u></p> <p>The FAC <i>TOOK NOTE</i> of the report.</p>	
FAC/12	<p>General Data Protection Regulation</p> <p><u>Purpose and background</u></p>	INF

	<p>The Legal Adviser updated the FAC on the the requirements of General Data Protection Regulation (GDPR), how it impacts IUCN and actions being taken to ensure compliance. GDPR goes into effect on 25 May 2018.</p> <p>This EU regulation explains how personal data should be processed. GDPR brings significant changes to: extended territorial scope as it includes processing personal data of persons who are in the European Union, new and enhanced rights for individuals, increased regulatory powers and sanctions, transparency and express consent and mandatory data breach notification to authorities.</p> <p>IUCN is concerned by this because it processes personal data of EU residents e.g. staff, consultants, Commission members, WCC participants, Council members. Since most of this data is physically located in Switzerland, Swiss law on data protection (which is being aligned with the EU regulation) will be applicable when it becomes operational.</p> <p>The potential risks of not adhering to the GDPR include; regulatory, reputational, financial: € 20 Million maximum or 4% or company annual turnover (per case) and legal (claims).</p> <p><u>Summary of the discussion</u></p> <p>The Treasurer suggested that IUCN identify a person tasked with compliance monitoring to deal with all the compliance issues the Union faces, of which GDPR is one of them.</p> <p>The chair noted that GDPR is included as a risk in the Enterprise Risk Management framework.</p> <p><u>Conclusion</u></p> <p>The FAC TOOK NOTE of the update on actions being taken to ensure compliance with the GDPR.</p>	
FAC/13	<p>Update on information systems projects</p> <p><u>Purpose and background</u></p> <p>The Global Director for Information Systems presented a report covering achievements for 2017 and 2018 plans for the three areas of focus within the Group:</p> <p>a) ERP:</p>	INF

	<ul style="list-style-type: none"> • Upgrade from 2009 version to 2017 version planned for 2018 and 2019 • Host to Host banking solution implemented in 2 locations and to be expanded to 9 more locations in 2018 • Version 1 of Programme and Project portal to be released in 2018 • Time management system to go live in 2018 <p>b) Union Applications:</p> <ul style="list-style-type: none"> • Development of a centralized Commission management system in 2018; • Improvements of CRM and HRMS to better serve commission members and staff respectively; • Define an Open Source alternative to ESRI for low cost requirements. <p>c) Technology & Service Delivery Update</p> <ul style="list-style-type: none"> • Maintain all offices using the Global wide Area Network (GWAN) to stay up-to-date (security and compliance) and develop a solution for small locations, pilot in 2018, implementation in 2019 • Prepare for upgrade to Windows 10 and Office 365, pilot and first deployment; • Upgrade email system (enable Calendar & Meeting management, better email Management rules); <p>The Global Information Systems Group (GISG) will be working to ensure that systems are compliant with GDPR</p> <p><u>Summary of the discussion</u></p> <p>The Director of GISG, in response to a question from the Treasurer, noted that the major concern remains external intrusion to IUCN's systems. Intrusion attempts range at about 400 per day, up from 50 per week three years ago. This requires time and resources to monitor. In response to the question regarding the worst possible scenario for cybersecurity breach, it would be to steal HR or CRM data.</p> <p><u>Conclusion</u> The FAC <i>TOOK NOTE</i> of the report.</p>	
FAC/14	<p>HR policy framework</p> <p><u>Purpose and background</u></p> <p>The Chief Human Resources Officer (CHRO) presented the proposed area of improvements to the Staff Rules, noting that the Staff Rules approved by Council in 2003 was the overarching policy. He informed the FAC that a revised version was under consultations with staff and that this could be presented to the FAC prior to the next Council meeting in</p>	INF

	<p>October.</p> <p><u>Summary of the discussion</u></p> <p>FAC enquired about the reasons for none completion of modified staff rules as decided in the previous FAC meeting. Secretariat explained that more time was required for consultations with staff to ensure developing appropriate staff rules. FAC asked whether the consultation is with all staff and how it was being conducted. The Secretariat responded that the consultation is between staff representation groups where they exist and with local management where no staff representation exists.</p> <p>FAC asked about the time line for the staff consultation process and the time needed to finalize draft revised Staff Rules. The Secretariat indicated that consultation with staff will finish on 10th May and that a draft of the revised Staff Rules will be ready by August 2018 and be submitted for FAC approval prior to next FAC meeting in October.</p> <p>FAC and Secretariat acknowledged the need to strengthen and ensure consistency of the exit interviews with departing staff to capture their opinions on how IUCN could be improved.</p> <p><u>Conclusion</u></p> <p>The FAC <i>TOOK NOTE</i> of the report from the CHRO and agreed with Secretariat to receive a draft of the revised Staff Rules for review and approval by August 2018.</p>	
FAC/15	<p>Financial Planning post 2020</p> <p><u>Purpose and background</u></p> <p>IUCN relies largely on two sources of income; restricted and unrestricted income. The trend in the last few years has been a progressive reduction in Framework income, a large portion of the unrestricted income. On the other hand, restricted income has been on the increase.</p> <p>In preparation for the 2021-2014 Program, IUCN needs to be prepared to embrace new trends and mitigate any untoward effects on the operational capability of the union</p> <p><u>Summary of the discussion</u></p> <p>FAC welcomed the timely discussion for post 2020 and encouraged the Secretariat to consider the varied</p>	

	<p>opportunities available for resource mobilization in future years. Examples floated included;</p> <ul style="list-style-type: none"> a) Fees on knowledge products b) Targeting multilateral banks c) Consider IUCN being an implementing partner for Governments d) Tap into funds available for cities and urban areas Biodiversity programs e) Consider opportunities availed by the private sector engagement in the conservation arena f) Consider partnering with CBD as an implementing partner <p><u>Conclusion</u></p> <p>The FAC <i>TOOK NOTE</i> of the report and encouraged the Secretariat to draft proposals for discussions by FAC and PPC.</p>	
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Appendix: Policy and Procedure on Forward Contracts for Hedging

Title	Forward Contracts for Hedging
Responsible Unit	Global Finance, Gland
Developed by	Global Finance, Gland
Applicable to	All IUCN Offices
Version 1.1	Revised April 2018

1. Purpose

The purpose of this policy is to define IUCN's use of Forward Foreign Currency Contracts, implementing and maintaining appropriate systems of internal controls for Forward Foreign Currency Contracts.

2. Applicability

The Forward Contracts and Hedging policy applies to all IUCN offices and staff.

3. Background and Guiding Principles

- 1 IUCN will only use Forward Foreign Currency Contracts to hedge currency risk. It will not use Forward Contracts for a speculative trading purpose.
- 2 IUCN receives some funds in Foreign Currencies, other than the main spending currencies Swiss Francs, Euros and USD, for example in Swedish or Norwegian Kronor. For significant contract values IUCN purchase a forward contract to hedge the currency into a "spending" currency. In doing so, IUCN can reduce the risk of currency fluctuation, between the time of signing the contract and receiving the funds.

4. Policy

IUCN Finance can only use Forward Foreign Currency Contracts to hedge currency risk. It will not use Forward Contracts for a speculative trading purpose. There are certain Foreign Currency Contracts which allow for the downside currency risk to be protected, whilst still allowing IUCN to benefit from an upside in the currency movement, these contracts can be considered, as long as the downside risk to IUCN is protected.

IUCN Finance will only engage in Forward Foreign Currency Contracts with a Financial Institution (the counterparty) which is regulated under “Financial Market Infrastructures Act” (FMIA) and the related “Financial Market Infrastructure Ordinances” (FMIO) and will report the IUCN derivative trades to the relevant trade repository recognised or authorised by the FMIO on IUCN’s behalf.

As per the Delegation of Authority Policy, the Chief Finance Officer (CFO) derives the authority to engage IUCN in Forward Foreign Currency Contracts from the Director General, and any hedging or derivative contracts have to be approved by the CFO. The CFO will task a member of the Global finance team to evaluate the contract options and the CFO will decide which contract to take. Once the decision has been taken the designated staff member can inform the bank and complete the contract details.

Management will ensure that contracts will only be completed at levels which ensure that IUCN stays defined as a “Non-Financial Counterparty (NFC-)” and will not contract deals which take IUCN above the thresholds as defined in the FMIA legislation, as indicated overleaf.

5. Classification as a non-financial counterparty (NFC-)

A Non-Financial Counterparty (NFC-) is deemed to be small if all of the rolling averages for its gross positions in relevant outstanding “Over The Counter” derivatives transactions calculated over 30 working days are below the thresholds set in the FMIA.

The thresholds set in article 100 of the FMIA.

The thresholds that shall apply to the average gross positions in outstanding OTC derivatives transactions are as follows:

- Credit derivatives: CHF 1.1. billion
- Equity derivatives: CHF 1.1. billion
- Interest rate derivatives: CHF 3.3 billion
- Currency derivatives: CHF 3.3. billion
- Commodity derivatives and other derivatives: Not applicable