

Consultative Group on International Agricultural Research
Mailing Address: 1818 H-Street, N.W., Washington, D.C. 20433, U.S.A.
Office Location: 1825 K Street, N.W.
Telephone (Area Code 202) 334-8021
Cable Address-- INTBAFRAD

From: The Secretariat

ICW/86/24.1
October 27, 1986

Amendments to WARDA Constitution

Attached to this circular, for information, are the following documents:

1. The proposed amendments to the WARDA constitution as circulated by the chairman of the governing council for consideration at the meeting of the council in December 1986. These drafts were prepared and distributed to meet the WARDA constitutional requirement for advance notice of proposed amendments.

2. A response from the chairman of the CGIAR commenting on the proposed amendments, and suggesting changes to better reflect the intention of the governing council to give effect to its decision to provide the board of trustees of WARDA with authorities like those of the board of a CGIAR-supported center.

These are circulated in English. Copies of the French versions are available from the secretariat on request.

This information is provided as background to the Group's discussion of WARDA under agenda item 24 at ICW 1986. It seems likely that the Group's discussion of continued support to WARDA will consider, among other issues, whether appropriate changes will be made in the WARDA constitution to give effect to the proposals placed before the Group.

Attachments

Distribution:

CG Members
Center Board Chairmen
Center Directors
TAC Chairman
TAC Secretariat
TAC Members

The attached text has been circulated to the governing council of WARDA by its chairman, H.E. Famara I. Sagna, Minister of Rural Development of Senegal, for consideration at the meeting of the council in early December, 1986.

AMENDMENT TO THE CONSTITUTION WITH RESPECT TO THE
STRUCTURE OF THE ORGANIZATION

1. CURRENT SITUATION

- ARTICLE II.3 Provides for the structure of the Association to be comprised of :
- a) The Governing Council
 - b) The Scientific and Technical Committee
 - c) The Executive Secretariat

2. AUTHORITY

The 5th Extraordinary Governing Council Resolution to the effect that the name of the Governing Council be changed to "Council of Ministers" and that of the STC to "Board of Trustees:."

3. PROPOSED AMENDMENT

- ARTICLE II.3 "The organs of the Association shall be :
- a) The Council of Ministers
 - b) The Board of Trustees
 - c) The Executive Secretariat".

4. NOTE

Such a change of names should be effected throughout the Basic Texts of the Association.

AMENDMENT TO THE CONSTITUTION IN RESPECT OF THE
FUNCTIONS OF THE COUNCIL OF MINISTERS

1. CURRENT SITUATION
ARTICLE VI.3

Provides for the Governing Council to :

- a) consider and approve reports submitted to it by the Executive Secretary and other organs of the Association or by member states ;
- b) consider and approve the programme of work and budget and the accounts of the previous year, taking into account the comments and recommendations of the STC ;
- c) appoint members of STC ;
- d) consider and adopt rules and general directives of the Association ;
- e) provide and administer rice research and development facilities ;
- f) establish committees and working parties ;
- g) consult and obtain advice from the STC on matters within its competence ;
- h) elect the Executive and Deputy Secretary ;
and
- i) determine the general policies of the Association and priorities.

2. AUTHORITY

The 5th Extraordinary Governing Council Resolution adopting the "Mensah report" as amended by the National Expert Committee.

3. PROPOSED AMENDMENT

ARTICLE VI.3

"The Council of Ministers shall have the following functions :

- a) appointment of the Executive Secretary upon selection and nomination of the candidate by the Board of Trustees ;
- b) appointment of those members of the Board of Trustees nominated by Member States upon selection of the candidates by the Board of Trustees ;
- c) examination of the long programmes of work of the Association with a view to ensuring the conformity thereof with with the agricultural development policies of the region ;
- d) examination of the annual and other major reports of the Association as well as of relevant external review and evaluation reports ;
- e) provision of assistance in resolving major political issues referred to it by the Board of Trustees.

AMENDMENT TO THE CONSTITUTION IN RESPECT OF THE APPOINTMENT OF MEMBERS
OF THE BOARD OF TRUSTEES AND THEIR FUNCTIONS

1. CURRENT SITUATION

- ARTICLE VII - 1 Provides for the STC to consist of not less than nine and not more than twelve members, seven being selected from member states and five from cooperating states and organisations.
- 2 Provides for members of the STC to be qualified in scientific, technical and other fields ; to be appointed by the Governing Council for a three-year renewable term ; and for the Governing Council to consider as well nominations made by the Executive Secretary and the STC itself.
- 4 Provides for the STC to consider and formulate recommendations on the scientific and technical aspects of the research, development, training documentation and communications and studies which have been included in the draft programme of work of the Association and their financing.

2. AUTHORITY

- The 15th Ordinary Session of the Governing Council Resolution on delegation of authority to the STC.
- The 5th Extraordinary Governing Council Resolution on the adoption of the "Mensah report" as amended by the National Experts' Committee.

3. PROPOSED AMENDMENT

ARTICLE VII -

1

"The Board of Trustees shall consist of not less than nine and not more than fourteen members selected as follows :

- a) seven nominated by Member States and appointed by the Council of Ministers
- b) seven nominated and appointed by cooperating states and organizations.

2

Members of the Board of Trustees shall be qualified in such fields as agricultural sciences, technology, training, finance and administration, management and other appropriate fields as determined by the Board of Trustees. All candidates shall be selected in their personal capacity by the Board of Trustees. The Executive Secretary shall act as the Secretary of the Board of Trustees.

4

The Board of Trustees shall have the following functions :

- a) to consider and approve the annual programme of work and budget of the Association ;
- b) to monitor the activities of the Association and its progress towards the achievement of its aims ;
- c) to ensure the integrity of the financial management and accountability of the Association, and to select the external auditor of the Association for appointment by the Council of Ministers ;

- d) to consider and approve personnel policies for the staff of the Association, including salary scales and other benefits ;
- e) to select and nominate a candidate to the position of Executive Secretary for appointment by the Council of Ministers; any national of the region irrespective of residence status being entitled to apply for candidature."

AMENDMENT TO THE CONSTITUTION WITH RESPECT TO THE EXECUTIVE
SECRETARY, DEPUTY EXECUTIVE SECRETARY AND STAFF

1. CURRENT SITUATION

ARTICLE IX. Provides for the offices of an Executive Secretary and a Deputy Executive Secretary (sec.1); For nominations to these posts to be made by governments of member states, and for candidates to have special administrative and scientific or technological qualifications (sec.2)

2. AUTHORITY

13th Ordinary Governing Council Resolution to the effect that candidates for election as Executive Secretary should have technical as well as managerial qualifications.

5th Extraordinary Governing Council Resolution to the effect that the position of Deputy Executive Secretary should be abolished.

3. PROPOSED AMENDMENT

ARTICLE IX EXECUTIVE SECRETARY AND STAFF

(1) The Executive Secretary shall be elected by the Council of Ministers on a full-time basis for a term of office of three years, on such terms and conditions as the Council of Ministers may determine. Upon expiry of his term of office, he shall be eligible for re-election in the same capacity for one further term of office.

(2) The nomination for the post of Executive Secretary shall be submitted by the Board of Trustees to the Chairman of the Council of Ministers. Only nationals of member states of the Association are eligible for this post.

(3)

(b) Preparing the draft annual program of work and budget of the Association with a view to their submission to the Board of Trustees of the Association for comments and adoption;

(c) carrying out the approved program of work and budget of the Association in accordance with such directives as may be given by the Board of Trustees;

.....

- (e) keeping the accounts and ensuring their timely submission to the external auditor and to the Board of Trustees;

.....

- (g) Appointing, controlling and terminating the appointment of the staff of the Secretariat in accordance with the provisions of such staff regulations as shall be adopted by the Board of Trustees.

.....

4. (To be deleted).

.....

AMENDMENT TO THE CONSTITUTION IN RESPECT OF MEMBER STATES
FAILING TO MEET THEIR OBLIGATIONS TOWARDS THE ASSOCIATION

1. CURRENT SITUATION

ARTICLE X.4 Provides for the suspension of a member state's voting power if the amount of its arrears in contribution equals or exceeds the amount of contributions due from it for the proceeding two financial years

ARTICLE XIV.3 Entitles the Governing Council, by a two-thirds majority vote, to suspend a member state which persistently fails to meet its financial obligations.

2. AUTHORITY

The 15th Ordinary Session of the Governing Council Resolution to the effect that a member state in default of payment of contributions in an amount equal or exceeding three years of arrears shall be suspended.

3. PROPOSED AMENDMENT

ARTICLE XIV.3 "The membership of a member state failing to meet its financial obligations toward the association shall be automatically suspended if arrears equal or exceed the amount of contributions due for the preceeding three years. If a member state fails to fulfill... (the rest without modification)

Consultative Group on International Agricultural Research

Attachment 2
Page 1 of 7

Mailing Address: 1818 H Street, N.W., Washington, D.C. 20433, U.S.A.

Office Location: 1825 K Street, N.W.

Telephone (Area Code 202) 334-8021

Cable Address—INTBAFRAD

October 10, 1986

H.E. Famara Ibrahima Sagna
President du Conseil d'Administration de l'ADRAO
Ministre du Developpement rural de la
Republique du Senegal
Dakar, Senegal

Dear Mr. Minister:

Thank you for sending the text of the proposed amendments to the WARDA statute which are intended to implement the decisions taken by the Governing Council in Dakar in August.

The amendments deal with the key points involved in giving the board of trustees of WARDA the normal authorities of an international agricultural research center. There are, of course, deliberate exceptions to fit the specific requirements of WARDA as a regional organization. Apart from those specific exceptions, however, there seem still to be a number of points in the WARDA statute where the spirit of the proposed changes are not yet reflected. For example, clause XI.3, which specifies the authority of the executive secretary, contains the introductory phrase: "Under the authority of the Governing Council" The spirit of the decision of the Governing Council at Dakar was that the executive secretary should be under the authority of the board of trustees. There are a number of similar instances throughout the text. Thus it would seem necessary to comb through the draft constitution and make conforming changes to ensure an overall consistency, and avoid ambiguities that could cause problems later on.

In that spirit, we have a number of suggestions to make the draft amendments conform more closely to the intended changes in WARDA's governance. I hope that you will give them careful consideration, and will urge the Council to make changes along the lines suggested when it meets in December.

With best wishes,

Sincerely yours,

S. Shahid Husain
Chairman

COMMENTS ON THE PROPOSED AMENDMENTS TO
THE WARDA CONSTITUTION

The following are the main comments on the proposed amendments to WARDA's constitution that were circulated to Member States for the purposes of giving effect to Resolution CG/EG Res.1 of the WARDA Governing Council. They are presented in the order in which the proposed amendments would be included in the Constitution (revised text - January 1981).

1. ARTICLE VI, SECTION 3(b)
Appointment of Trustees from the Region

Paragraph (iii) of the Resolution states that: "parity will be maintained between Board members designated by the Member States and by CGIAR. Members designated by the Member States will be subject to the approval of the Governing Council."

CGIAR appreciates the reasons that led the Governing Council to provide that half of the Trustees should come from the region. However, it is wondered whether it is necessary for those regional members to be nominated by Member States. How would this nomination process be effected? Would it suffice for each regional candidate to be nominated by its respective government before it would be considered by the Board of Trustees? Alternatively, would all Member States have to agree beforehand on who are the "regional candidates" to be selected by the Trustees for appointment by the Council of Ministers? The Board of Trustees should not be restricted in selecting regional candidates from among only those having received the endorsement of the Member States.

The Board of Trustees should define the required regional Trustee profile when a vacancy arises, issue a call for candidates, make a selection, and present its selected candidate to the Council of Ministers for appointment. This would bring the selection process more in line with that of other CGIAR-supported centres.

If this were acceptable to WARDA's Governing Council, a change to the proposed revised wording for Article VI, Section 3(b) would be in order. The clause should then read:

(b) appointment of members of the Board of Trustees having the nationality of the States that are members of the Association, upon the selection of candidates by the Board of Trustees.

2. ARTICLE VII, SECTION 1
Board of Trustees - Composition and Appointment

There are two issues raised by this paragraph. One relates to the number of Trustees, the other to their mode of nomination and appointment.

Number of Trustees: Paragraph (iii) of the Resolution simply provides for parity between Board members "designated by the Member States and by CGIAR." The draft amendment provides that the Board will consist of not less than nine and not more than 14 members, but adds that seven will be nominated by the member States and appointed by the Council of Ministers and seven nominated and appointed by the cooperating States and organizations--thus setting the number of members of the Board at 14. It would appear preferable to give the Board some flexibility in determining its size.

Method of Nomination and Appointment: The resolution does not provide a mechanism for the nomination and appointment of Trustees by cooperating States and organizations, although it is understood that the intention is that they would be appointed by the Board on the recommendation of CGIAR.

In view of the foregoing, the following redraft of Article VII, Section 1 is proposed:

The Board of Trustees shall consist of not less than nine and not more than fourteen members selected by the Board of Trustees as follows:

- (a) up to five (or six) members having the nationality of the States that are members of the Association who shall be appointed by the Council of Ministers; and
- (b) the same number of members of other nationalities as in (a) above who shall be selected and appointed by the Board of Trustees from a list of candidates submitted by the Executive Secretary of CGIAR after appropriate consultation.

3. ARTICLE VII, SECTION 1 Board of Trustees - Status of Executive Secretary

It is noted that the August 1986 meeting did not review the role of the Executive Secretary vis-a-vis the Board of Trustees. In the 1981 revised Constitution this official is neither a member of the Governing Council nor of the Scientific and Technical Committee, although he is entitled to participate in the deliberations of those two bodies without the right to vote. At its December 1986 meeting, the Governing Council may wish to consider whether the Executive Secretary should not be an "ex officio" member of the Board as is the case of the

. 4 .

Directors General of the other IARCs. If it is decided to integrate the Executive Secretary as a full member of the Board, then Article VII, Section 1 would have to be redrafted to taken this fact into account; for example, by adding a paragraph (c) to Article VII, Section 1, as follows:

(c) the Executive Secretary (ex officio).

4. ARTICLE VII, SECTION 4

Board of Trustees - Financial and Administrative
Regulations and Appointment of External Auditors

The August 1986 Resolution, in paragraph (i), provides that the current Scientific and Technical Committee should be reconstituted into a Board of Trustees similar to those of other International Agricultural Research Centres. It is within the recognized authority of IARC Boards to approve, in addition to the personnel policies, the financial and administrative regulations. A new subparagraph (d) under Article VII, Section 4, along the following lines, should be added:

(d) to approve the financial and administrative regulations of the Association.

To bring the powers of the new Board of Trustees in line with those of other centres, draft paragraph 4(c) of the amended Article VII should allow the Board of Trustees to appoint the external auditors directly, as follows:

(c) to insure the integrity of the financial management and accountability of the Association and to appoint the external auditors of the Association.

- 5 -

5. ARTICLE IX, SECTION 1
Executive Secretary - Appointment

The statement that the appointment of the Executive Secretary shall be "on such terms and conditions as the Council of Ministers may determine" may be viewed as conflicting with the powers that are granted to the Board of Trustees. It would seem that the contract (including terms and conditions of employment) should be a matter for decision by the Board which, in any event, approves the Association's budget. The quoted sentence should be deleted. A suggested rewording for Article IX, Section 1 would read as follows:

The Executive Secretary shall be appointed by the Council of Ministers on the recommendation of the Board of Trustees for a term of office of three years. Upon expiry of his term of office, he shall be eligible for reappointment for one further term of office only.

6. ARTICLE IX, SECTION 3
Responsibility of the Executive Secretary

Granted the powers that are to be given to the Board of Trustees, it would seem necessary to remove from the introductory sentence of this clause the following: "Under the authority of the Council of Ministers, and subject to such rules as may be adopted by the Council of Ministers in pursuance of Article VI.3(d) of the Constitution" and replace it with the following: "Under the authority of the Board of Trustees." This would clearly establish the reporting relationship of the Executive Secretary to the Board of Trustees (even though the Executive Secretary will be formally appointed by the Council of Ministers).

- 6 -

7. ARTICLE XIII Amendments

The August 1986 Resolution of the Governing Council is silent on the specific powers to be conferred upon the Board of Trustees in the constitutional amendment process. It would be consistent with the functions of other IARC Boards for WARDA's Board to have a say in the process. Many different arrangements may be made on this point. For example, this Article could provide that all proposed amendments are to be approved by the Board of Trustees before they are submitted to the Council of Ministers. For this purpose, Section 2 of Article XIII could be amended to read as follows:

Proposals for amendment may be made by any Member State of the Association or any member of the Board of Trustees. Proposals for amendment shall be addressed to the Chairman of the Board of Trustees who shall distribute them to the members of the Board of Trustees. Upon receiving the approval of the Board of Trustees by a majority of two-thirds of the members, a proposed amendment shall be transmitted by the Executive Secretary to the Member States and the cooperating States and organizations not less than 120 days before the session of the Council of Ministers at which the proposal is to be considered.

8. Miscellaneous

A number of consequential amendments would need to be made to make the other provisions of the Constitution consistent with the proposed amendments.