

# **CGIAR Fund Council**

## **Inaugural Meeting**

**February 23, 2010**

**Brussels, Belgium**

## **Summary**



**CGIAR Fund Office**  
March 31, 2010

## **Introduction**

The inaugural meeting of the CGIAR Fund Council (FC) was held on Feb 23, 2010 at the World Bank office in Brussels, Belgium. The purpose of the FC meeting was to discuss and consider the following for approval: 1) Rules of Procedure (ROP) of the Fund Council; 2) Implementation Budget in 2010 for SRF, Mega Program, and Consortium Development; 3) 2010 Work Program and Budget Proposal of the Interim ISPC; 4) Nomination and Selection Process for the New ISPC; 5) Independent Evaluation Arrangement; and 6) Agenda for the Funders Forum.

Katherine Sierra, FC Chair, opened the meeting and Nick Austin (Australia) was elected co-chair of the meeting.

## **Rules of Procedure of the Fund Council**

The first round of discussion on the draft ROP made available for the FC meeting took place in the previous day's orientation workshop. Changes that were suggested and agreed upon were incorporated into the draft. In view of the fact that the document was made available to the FC membership only a few days before the meeting, two members asked that more time be given for their constituencies to consider the draft ROP. A suggestion was then raised that the latest version be adopted as provisional ROP which would still be subject to further comments over a period of time.

### ***Decision:***

- *The FC adopted the revised version (Attachment 1) as provisional ROP with the understanding that if there is a major objection raised by one constituency (Member) between this meeting and the next, it will be taken into consideration. If no objection is received the ROP would be put in the agenda of the next meeting to formalize them as the FC-endorsed rules of procedure.*

## **Update from the Consortium Board Chair**

At the FC Chair's invitation, Carlos Pérez del Castillo, inaugural Chair of the Consortium Board, gave an update on where things stand on the Consortium side, his preliminary and personal observations regarding the reform process, and some messages on the approach for the development of the SRF and MP in the next few months. He highlighted the following in his report:

- Not all Centers have the same degree of enthusiasm and level of commitment at the present time to the reform process. It is important that all come on board and think in terms of global solutions and collective action.
- Expectations of the centers from the Consortium: to serve as facilitator of their work by contributing to fostering better international policy for agricultural research; to represent them in international arena with unified voice; to contribute to the mobilization and expansion of resources for research; to simplify the

- organizational structure , decrease administration and transaction cost, and provide good governance
- Expectations of the funders from the Consortium: to define a convincing long term, results-oriented research strategy with greater impact on the ground; to identify priorities and deliver IPGs based on the centers comparative advantage with clear outputs and outcomes and effective partnerships; to ensure financial and operational performance
  - Three messages for planning and going forward: 1) reaffirm commitment to the reform process and establish bridges between the FC and the Consortium, 2) would need the centers' trust and confidence, policy space, and better communication; and 3) the Consortium would need time.

### **SRF, Mega Program (MP), and Consortium Implementation Budget in 2010**

Mahmoud Solh, Alliance Executive Chair and Director General of ICARDA, presented the budget proposal for the Consortium Board and Consortium operations in 2010.

#### **Key points/issues raised by the FC members:**

- Details of the SRF and MP development budget amounting to \$3million will need to be provided; Deliverables and timeline have to be specified.
- The proposed budget should be approved in stages.
- Need to put into the budget the support for the beginnings of the gender platform; platforms need to be integrated into the SRF and MPs
- The amount of time assumed for involvement of Consortium Board members and the cost of recruitment of the CEO seemed considerably underestimated.
- Contingency of \$200 thousand should be deleted from the proposal.
- Will the interim Consortium Office and Alliance Office be two entities operating in parallel? The linkage of these costs in the proposed budget should be clarified to ensure that there is no double counting.
- Recognition of the strategic guidance by the center boards and the criticality of the relationship between the center boards and the CB; the budget proposal does not reflect an allowance for those consultations.
- As in the case of the centers, enthusiasm among the donors in pursuing the reform process will have to be maintained and strengthened; communication is critical

#### ***Decisions:***

- *FC approved the first two items in the budget proposal, i.e. the costs of “Consortium Board” and “Consortium Implementation” .The granular cost estimates would be circulated and the Consortium Board would be requested to send to FC for its next meeting an interim report on expenditures for these two items.*
- *The third component of the budget proposal (SRF and design of Mega Programs) would be considered for approval only after the FC has received substantive work program with specificity and granularity of cost estimates. The budget proposal should indicate the expected results and timeline. The revised proposal would be*

*submitted by the Consortium Board for virtual consideration (by email) and approval by the end of March. If there are expenditures under the SRF and MP budget that the Consortium would need as matters of urgency it could come to the FC before the deadline requesting immediate approval of the portions of the budget for those items, with their detailed description.*

## **2010 Work Program and Budget Proposal of the Interim ISPC**

Rudy Rabbinge, Chair of the interim ISPC, presented the advisory body's work plan and budget for 2010.

### **Key points/issues raised by the FC members:**

- Importance of ISPC as an intellectual bridge between the Consortium and the Funders; there is need to clarify the modality of engagement between the ISPC and the Consortium
- More proactive engagement of ISPC is needed in the strategic directions of the CGIAR
- Potential overlap of responsibilities/activities between the ISPC and Consortium, e.g. in the conduct of foresight studies, staff mobility studies, etc. [Note: The areas of strategic foresight and impact analysis were suggested to be deleted as areas for platforms during the Feb 24, 2010 FC-Alliance/Consortium discussions on the SRF/MPs.]
- Should all the proposed activities be carried out by the ISPC during the transition year? What is the balance between supply and demand in ISPC's activities/studies? There is need to prioritize and identify those that can be deferred for 2011 and beyond.
- Focus should be high on activities related to MP development and assessment process
- The link between the work of the ISPC and the independent evaluation group needs to be clarified.
- Risk that some of ISPC activities/studies, including those of SPIA's, are sponsored by individual donors while the SC had always been funded as a system cost; Source of funding should not evoke a perception questioning the body's independence or a perception of conflict of interest.
- There is need for greater clarity on the purpose/value of the Science Forum and how it relates with other key events like GCARD.

### **Decisions:**

- *FC members reaffirmed the importance of having a source of independent advice on CGIAR science and partnerships. As confirmed by both the FC members and the Consortium Board Chair, the ISPC would serve as intellectual bridge between the funders and doers in the new CGIAR.*
- *FC broadly approved the interim ISPC work plan and budget for 2010. However, it asked the interim ISPC to direct intellectual energy and sequence activities and budget firstly to activities relating to the development of Mega Programs and*

*exclude those that may be deferred for 2011. A revised work plan and budget which will be prepared after seeking input from the Consortium and which will be discussed at the April 2010 meeting of the interim ISPC will be circulated subsequently to the FC members.*

- *FC members expressed strong support to the work on impact assessment managed by SPIA. They were pleased that the 2010 interim ISPC work plan would include significant increases in the number of impact assessment studies and corresponding increases in SPIA's budget.*
- *On the Science Forum, the FC supported its value but would like to see how future fora will relate to other CGIAR-related meetings/events, e.g. GCARD. It requested the interim ISPC to provide a paper on this subject for the next FC meeting.*
- *Based on the agreement at the CGIAR Business Meeting to maintain the 2009 funding arrangements in 2010, the proposed interim ISPC budget will be funded through a combination of co-sponsor contributions and a levy on the Centers. Thus, the \$1.4 million captioned "donor funding pool" in the proposal will be levied on the Centers.*

### **Nomination and Selection Process for the New ISPC**

Ren Wang, FC Executive Secretary, gave a brief presentation of the proposed nomination and selection process for the new ISPC. The proposal also covered the size and structure, and the terms of office of the chair and members of ISPC.

#### **Key points/issues raised by the FC members:**

- A suggestion was made to make the ISPC self-sustaining and self-regenerating after the inaugural membership, similar to Center board member selection processes; however, concerns were expressed about the process becoming too internal.
- Rationale for ex-officio membership of SPIA Chair in ISPC
- The focus of ISPC's work is on scientific partnership; the composition of ISPC would reflect some level of expertise in that area.
- Possible assessment of the work of ISPC similar to the practice in most boards
- Would the search and nomination committee provide a set of shortlisted candidates (i.e. choices) for each position or a final list of recommended individuals?

#### **Decisions:**

- *FC approved the proposal on the size and structure, and terms of office of the inaugural ISPC as presented. The inaugural ISPC will be composed of a chair,*

*four (4) members, the chair of SPIA serving as ex-officio member; and one to two members of the interim ISPC, who would serve as member for the first year. The ISPC chair would serve for an initial period of three (3) years, with a possibility of extension for up to a total of five (5) years, and that the position would be close to half-time. The selected members would be appointed initially for two (2) years, with a possibility of extension for up to a total of four (4) years.*

- *The SPIA chair will continue to be selected and appointed independently of the ISPC process. FC reaffirmed that while the SPIA chair is an ex-officio member, he/she should not be treated as a “marginal player” within the ISPC. He/she has the full right of a regular member to address the ISPC.*
- *FC approved the proposed search and selection process for ISPC members, including the creation of a 5-member search and nomination committee, the main criteria for selection, and the proposed timeline as presented. The search and nomination committee will submit to the FC a final list of recommended individuals.*

#### ***Progress report on the selection process for Director of the ISPC Secretariat:***

Alexander Muller (FAO), co-chair of the search and selection panel for Director of the ISPC Secretariat, presented a brief report on the status of the search and selection process. The search is a global and open process, with over 70 applications/ nominations received by the September 11, 2009 deadline. Assessment of applicants/ nominees was postponed until after the CGIAR Business Meeting which endorsed the roles and responsibilities of the ISPC. The first assessment reduced the number of candidates to 16. A meeting of the search and selection committee to be held following the FC meeting was expected to result in a short list of 6 or 7 candidates. The plan is to have a final list of three candidates which will be submitted to the Director General of FAO for his consideration. The search and selection panel for the Director is composed of the following: Alexander Muller and Rudy Rabbinge as co-chairs, Yusuf Abubakar, Robert Bertram, Elisio Contini, Ruth Haug, Hans Herren, Manuel Lantin, and Jeffrey Sayer. It is expected that the new Director would be on board by April or May, 2010.

#### **Independent Evaluation Arrangement**

Ren Wang presented a brief background on the work that has been carried out to come up with a number of principles and options for an independent evaluation arrangement for the CGIAR Fund.

#### ***Key points/issues raised by the FC members:***

- Different views on the concept of “independence” as it applies to IEA; one view relates to absence of influence from host institution, i.e. the evaluator appointed by and reporting to FC, not to the host institution; another view relates to the

- extent to which “mingling” takes place with other entities whose work is subject to IEA’s evaluation activities.
- Donors have a lot of experience in evaluating research and in evaluating development programs; the challenge is to “marry” these two and find the right person to perform the task.
  - Broad recognition of the importance of learning and liaison between the IEA and ISPC; however co-location of the two entities needs to be further discussed considering opportunities for learning enhancement, pragmatic management and host organization roles and influence. It is important to explicitly strengthen the interaction as physical proximity is not a guarantee for learning enhancement.
  - Sharp differences in FC members’ views on preferred leadership models (evaluation chair (at 25% time) and head of evaluation (full time) ); pros and cons were pointed out for each option
  - Although the first evaluation will not be required in the immediate future, it is important to show commitment to the setting up of IEA

***Decisions:***

- *FC agreed to appoint a part-time (about 25%) evaluator for the next 18 months to help design the whole independent evaluation arrangement. The individual would:*
  - *be hired by and work for the FC;*
  - *be hired to move forward the establishment of the independent evaluation arrangement;*
  - *be regarded not as a consultant but as an evaluator, to move forward the establishment of the independent evaluation arrangement;*
  - *have independence from other entities in the System;*
  - *would bring to the FC a high level of evaluation credibility;*
  - *receive a TOR that the arrangement should include elements of independence, learning, cost-effectiveness, non-duplication of function, etc;*
  - *work out the TORs for the kinds of MP evaluation that the system expects to have and develop mock-ups of what such evaluation would look like;*
  - *be given a deadline to submit his/her recommended design well before the scheduled conduct of the first evaluation; and*
  - *not be involved in actual evaluation of the MPs and the system.*
- *A committee composed of FC members would be appointed to draft the TOR for the abovementioned individual and serve on the search and selection committee. Professional evaluators (e.g. the heads of IFAD’s evaluation unit and World Bank’s evaluation unit) would be invited to join the committee.*

## **Funders Forum**

Lystra Antoine (CGIAR Fund Office) gave a brief presentation on the proposed objectives and design of the first Funders Forum which was planned to be held on April 1 in conjunction with GCARD 2010 in Montpellier, France.

### ***Key points/issues raised by the FC members:***

- As originally conceptualized, the Funders Forum is an event that provides the funders an opportunity to consider and discuss the Strategy and Results Framework (SRF). The ultimate objective is an endorsement of the SRF by the funders. The key question is whether or not the SRF will be ready by April 1 for the funders to review and endorse.
- Options for chairmanship of Funders Forum subsequent to the one planned for 2010.

### ***Decisions:***

- *Given the fact that a Consortium Board-endorsed SRF would not be ready for funders consideration on April 1, the FC decided to postpone the Funders Forum for a later date, to be determined in consultation with the Consortium Board.*
- *FC decided to use the time to hold an informal donors' consultation aimed at providing input to the draft SRF and MP portfolio (or fast tracking MPs and the Platforms) following its discussion in GCARD 2010.*
- *FC's decision on the options for chairmanship to be presented for consideration at the inaugural Funders Forum will be sought by email.*

## **Other business**

### **▪ Planning for next meetings**

*The Fund Office suggested the holding of two more FC meetings in 2010. Suggested to be held in June or July, the next meeting would be in conjunction with the Funders Forum. The main purpose would be to have preliminary discussion of available proposals for fast-tracked MPs and Platforms. The third meeting would be held later in the year with two key items in the agenda: consideration for approval of the fast-tracked MP/Platform proposals and the recommendations of the search and nomination committee for ISPC chair and members.*

### **▪ FC representative to participate in the inaugural meeting of the Consortium Board**

*The Fund Office was asked to determine who among the FC members would be available to participate in the inaugural meeting of the Consortium and inform the Consortium Board Chair accordingly.*

**Provisional Rules of Procedure  
CGIAR Fund Council**

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## **1. Introduction**

At its Business Meeting in December 2009 participants endorsed the *CGIAR Joint Declaration*, the framework of overarching principles and conduct for a new CGIAR, as defined in the *CGIAR Joint Declaration*.

Financial support for the CGIAR is harmonized through a multi-donor trust fund (the CGIAR Fund) intended to serve as a strategic financing facility for multiyear support of CGIAR research. The CGIAR Fund is administered by the International Bank for Reconstruction and Development (the World Bank or Trustee), serving as a limited fiduciary agent under its applicable policies. CGIAR research is harmonized through a Strategy and Results Framework (the SRF) and a coherent portfolio of comprehensive, thematic programs (Mega Programs) developed as a research-for-development agenda under the SRF and designed to achieve tangible objectives, effective partnerships and measurable results.

Implementation of the SRF through Mega Programs and other research efforts is harmonized through a consortium (the Consortium) established by the CGIAR-supported research centers (the Centers) to provide leadership to and coordination of activities among the Centers and to serve as the focal point for fiduciary responsibility for the programs and activities financed through the CGIAR Fund.

Funding for CGIAR activities and entities comes from countries and organizations, including foundations, multinational agencies, and nongovernmental organizations (CGIAR Donors). Some donors provide part or all of their funding to CGIAR Centers directly, through bilateral arrangements outside the CGIAR Fund (Bilateral Donors).

The Fund Council comprising representatives of all contributors to the Fund (CGIAR Fund Donors) and several stakeholders (collectively, the Members) is the decision-making body for the CGIAR Fund and has the membership terms and roles and responsibilities set forth in the *Framework for the CGIAR Fund*, approved by the CGIAR at its Business Meeting in December 2009. These rules of procedure apply to the conduct of business by the Fund Council.

## **2. Frequency, Place, and Notice of Meetings**

The Fund Council meets twice a year and can hold additional meetings as necessary at times and venues decided by the Chair after consulting its Members or as requested by at least six Members. The Fund Council discusses, prior to the closing of each meeting, the timing and venue of the next two meetings. Members may, if necessary and feasible, participate in meetings by videoconference or teleconference.

The Executive Secretary gives notice to all Members of the dates and venue of each meeting, together with a provisional agenda, at least four weeks prior to the first date of the meeting, unless such notice period is waived by the Members for urgent business.

The Fund Council may also conduct business electronically between meetings in accordance with Section 15.

### **3. Membership and Participation**

Members will attend all Fund Council meetings. A Member may designate an alternate for a specific Fund Council meeting if such Member is unable to attend the meeting.

Each Fund Donor who is identified to serve as a Fund Council Member, and each other entity entitled to be a Fund Council Member, informs the Executive Secretary of the name and contact details of the individual selected to serve as its Fund Council Member and any changes to such name or contact details.

Members inform the Executive Secretary of the names and contact details of their designated alternates. Any reference in these Rules (except Section 15) to a Member is deemed to include the respective alternate for such Member.

Any Fund Donors who are not Members may attend Fund Council meetings as observers after informing the Executive Secretary of the names and contact details of the individuals who will be attending, provided such information is communicated to the Executive Secretary at least ten business days in advance of the meeting. The Chair may also invite representatives of CGIAR stakeholders or partners or others who may add value to the Fund Council's business to attend Fund Council meetings as observers, following consultation with Members. The Chair of the ISPC, the Chair of the Consortium, the CEO of the Consortium, and a representative of the Trustee have standing invitations to attend Fund Council meetings as observers, unless informed by the Chair that a specific meeting is closed. Observers may be invited by the Chair or ask for the floor to make verbal interventions, but do not participate in decision-making or executive sessions.

Fund Office staff and other resource persons identified by the Executive Secretary may attend Fund Council meetings to provide support to the Fund Council.

### **4. Selection and Role of Members Representing Constituencies**

In the event that the number of Fund Donors in a constituency eligible for membership in the Fund Council exceeds the number of Fund Council seats allotted to that constituency, all Fund Donors making up that constituency will caucus to identify their representative Member(s), the order of rotation and the designation of alternates. If requested by the constituency, the Fund Office can assist with the caucusing process.

Members representing a constituency act on behalf of the constituency and are responsible for consulting with the Members of the constituency about pending decisions by the Fund Council, including by no objection, and for keeping them informed of the Fund Council's actions, particularly as regards the interests of the constituency. If requested by the constituency, the Fund Office can assist in facilitating intra-constituency communication.

## **5. Quorum**

A quorum for any Fund Council meeting is two-thirds of the Fund Council Members, provided those Members include one of each group referenced in the *Framework for the CGIAR Fund*, i.e., “Donor Countries,” “Developing Countries and Regional Organizations,” and “Multilateral and Global Organizations and Foundations.” The Executive Secretary verifies a quorum at the beginning of each meeting.

Any meeting without the necessary quorum may not make decisions and may be adjourned by the Chair.

## **6. Agenda**

The provisional agenda for each Fund Council meeting is presented to Members by the Executive Secretary, following its review by the Chair.

Any Council Member may propose a change or addition to the provisional agenda by notifying the Executive Secretary within one week from the receipt of the provisional agenda. Such proposed change or addition is considered and incorporated as appropriate.

At the beginning of each meeting, the Fund Council adopts the agenda for the meeting, at which time in highly exceptional cases an item can be added to the agenda, and the Chair summarizes any decisions taken since the previous meeting. At this time, Members may also present any matters arising from the record of the previous meeting. Any agenda item that is not completed at a meeting is automatically included in the provisional agenda of the next meeting, unless otherwise decided by the Fund Council.

## **7. Transmittal of Documents**

The Executive Secretary will transmit to all Members (i) the final provisional agenda, and (ii) documentation relating to the final provisional agenda of any meeting at least two weeks prior to the meeting, except that materials related to Mega Program proposals submitted for approval are transmitted at least four weeks prior to the meeting. Observers to a Fund Council meeting receive the same documents as Members, unless otherwise decided by the Chair. Copies of these documents are made available to all CGIAR Fund Donors.

## **8. Chair**

The Fund Council Chair is nominated by the World Bank President from among the Vice Presidents of the World Bank, after informal consultation with the Fund Donors. The Fund Council acts on the nomination at the following meeting and appoints the Chair.

The Chair leads the conduct of the Fund Council's business, chairs Fund Council meetings, and represents the CGIAR Fund in external fora.

## **9. Committees**

The Fund Council can establish standing or *ad hoc* committees (Committees) to facilitate the handling of its business, such as for reviewing a specific Mega Program proposal. Committees have no decision-making responsibility, which belongs to the Fund Council. They may provide reports or recommendations to the Fund Council in their areas of responsibility, usually as directed by the Fund Council at the time of Committee creation.

All Committees are established on the basis of written terms-of-reference that are approved and periodically reviewed by the Fund Council. The Fund Council selects a Chair for each Committee at the time it is established.

Committees are expected to hold their meetings through the most efficient means, such as in conjunction with Fund Council meetings or through electronic means. Standing Committees and ad hoc Committees may develop their own rules of procedure. Committee recommendations are made by consensus.

The Fund Office provides support for a Committee's business and meetings.

## **10. Executive Secretary and Fund Office**

The Fund Office refers to the support unit for the CGIAR Fund located in the World Bank. The Fund Council and its Chair are supported by the Fund Office.

The head of the Fund Office serves as Executive Secretary of the Fund Council. The Executive Secretary may designate an alternate for a specific Fund Council meeting if unable to attend that meeting by notifying the Chair. Any reference in these Rules to the Executive Secretary is deemed to include any alternate for the Executive Secretary.

The Executive Secretary represents the Council in external fora when and as requested by the Chair.

## **11. Independent Science and Partnership Council**

The Independent Science and Partnership Council (ISPC) is an independent standing panel that acts as the science and partnerships advisory organ of the CGIAR. ISPC serves as the Fund Council's independent advisor in enhancing and promoting the quality, relevance, and impact of science and science partnerships in the CGIAR. The Fund Council may seek advice from ISPC on any matter for discussion and/or decision by the Fund Council. The relationship between the Fund Council and the ISPC is as further described in the *Framework for the CGIAR Fund*.

## **12. Conduct of Meetings and Self-Evaluation**

At each meeting, the Fund Council elects a meeting Co-chair from among the participating Members for the following meeting. The Co-chair presides over some sessions of the meeting as requested by the Chair. To ensure broad representation, the position of Co-chair is expected to change from one meeting to another. The Co-chair does not relinquish any rights as a Fund Council Member.

The Chair presides over each Council meeting, declaring the opening and closing the meeting, confirming the agenda with the Members, raising for consideration all confirmed agenda items, managing the exchange of views of all Members signifying their desire to speak, facilitating contributions by observers where appropriate, and addressing any points of order that may be raised.

The Fund Council conducts periodic self-evaluations of its performance.

## **13. Executive Sessions**

Any portion of a Fund Council meeting requiring discussion by Members only may, at the discretion of the Chair, be conducted as a closed session (an Executive Session) (such as those portions addressing fund allocations, fees or administrative budgets, selection of ISPC Chair). Any Executive Session is open to Members, the Executive Secretary and any other person who, in the opinion of the Chair, may advance the Fund Council's discussion or otherwise support the matter.

## **14. Decision-making**

Decisions by the Fund Council are made by consensus of its Members (excluding the Chair). For the purpose of these Rules, consensus is a procedure for adopting a decision when no Member blocks a proposed decision. It need not reflect unanimity. A dissenting decision maker that does not wish to block a decision may state an objection to be recorded in the meeting minutes. The Chair articulates the consensus view.

## **15. Decisions without a Meeting**

The Chair may seek to have decisions made by the Fund Council on an electronic “no-objection” basis. In such cases, the Executive Secretary, as instructed by the Chair, circulates to all Members (with copies to all CGIAR Fund Donors) the proposed decision and any supporting documentation and specifies the period during which any Fund Council Member may object. Such period will not be less than two weeks, unless affirmatively waived by all Members for urgent business.

Questions raised by Members in connection with “no objection” decisions are sent to the Executive Secretary and all Members (with copies to all CGIAR Fund Donors), as are all

answers and clarifications provided by the Chair or Executive Secretary. Any substantive change to a proposed decision communicated by the Executive Secretary, as instructed by the Chair, starts a new review period as specified at the time of the change. An objection by any Member to a proposed decision precludes a decision. An objection by any Member to a specified review period also precludes a decision pending consent to a revised time period. At the expiration of a specified review period that receives no objection, the decision is made unless any prior objection has been sent by any Fund Council Member to the Executive Secretary.

In cases where an objection is received, the Chair may, in its discretion, consider adding the matter to the provisional agenda of the subsequent Fund Council meeting.

The Fund Office will record all decisions made without a meeting, including through electronic confirmation to all Members following expiration of the review period.

## **16. Conflicts of Interest**

Council Members shall avoid any situation involving an actual or apparent conflict of interest.

At every Fund Council meeting Members shall reveal any any conflicts of interest they may have regarding Fund Council business and agenda items and recuse themselves from attendance and participation in deliberations or decision-making connected with that matter. In case of a dispute between Fund Council Members on whether a situation represents a conflict of interest, the Chair resolves the matter in consultation with the other Members.

The Council shall adopt its own rules for handling conflicts of interest.

## **17. Expenses**

Fund Council Members from developing countries can be reimbursed for reasonable travel and accommodation expenses incurred from attending any Council meeting through funds allocated by the Fund Council from the CGIAR Fund and paid out through the Fund Office in accordance with the World Bank's policies and procedures.

## **18. Record of Meetings**

Before the end of each Fund Council meeting, the Chair presents a brief joint summary of the main discussions and decisions of the meeting. After the meeting, the Fund Office provides Members and participating observers with a draft record of the discussions and decisions within seven business days for review and comment within seven business days after distribution of the draft record. The Executive Secretary prepares a revised record of the meeting taking into account any comments received and sends the revised record to the Members for approval on a no-objection basis within seven business days after distribution of the revised record. The final record of the meeting is then issued as a public document and posted on the CGIAR Fund

website. Discussion summaries of Executive Sessions are not posted, but decisions taken in Executive Sessions may be posted if there is no objection from Members. Records of Committee meetings are handled in the same way, unless otherwise specified in the approved terms-of-reference establishing a Committee.

## **19. Languages**

Meetings are conducted in English. Documentation submitted to the Fund Council or Fund Office for consideration is in English. Records of meetings are published in English.

## **20. Disclosure**

Unless a document or any information provided to the Fund Office by the Consortium, ISPC, the Trustee, a Fund Council Member or any other participant as part of the Fund Council's business contains an explicit, written indication that it is confidential, such document or information may be made publicly available or disclosed to third parties

## **21. Privileges and Immunities**

Nothing in these Rules is intended to be a waiver of, or impair or limit, any privileges or immunities of any CGIAR participant under its respective Articles of Agreement or equivalent documents, or any applicable law, all of which are expressly reserved.

## **22. Adoption of and Amendments to the Rules of Procedure**

These Rules become effective on the date of their adoption. These Rules may thereafter be amended by consensus of the Fund Council. Such consensus may also be obtained electronically by affirmative written consent of each Fund Council Member, a decision by no objection not being sufficient. The Fund Office maintains and distributes the record of any amendments to the Rules. The Administration Agreements may specify that such amendments are directly applicable to the Administration Agreements and take effect through Fund Council decisions without further need to amend the Administration Agreements, provided that such amendments do not conflict with other terms of the Administration Agreements or World Bank policies and procedures.