CGIAR BOARD CHAIR

CONFLICT OF INTEREST MANAGEMENT PLAN

Individual: H.E. Hailemariam Dessalegn Boshe

Interim Management of Concurrent External Governance Roles

Issued: September 2026

1. Purpose

This Conflict of Interest Management Plan is established to identify, disclose, manage, monitor, and document any actual, potential, or perceived conflicts of interest arising from the concurrent service of H.E. Hailemariam Dessalegn Boshe as:

- CGIAR Board Chair (incoming role), effective 1 August 2026; and
- Chair of the Alliance for a Green Revolution in Africa (AGRA) Board (outgoing role), expected to cease on or before 31 December 2026; and
- Chair of the Partners Group of the Africa Food Systems Forum (AFSF) (outgoing role) linked to the role of AGRA Chair expected to cease on or before 31 December 2026.

This Plan is intended to operate as an interim governance safeguard during the period in which these roles overlap. It aims to protect the integrity, independence, transparency, and credibility of CGIAR governance processes while recognizing that leadership positions in related organizations do not automatically create a situation of conflicts of interest.
As per the Code of Conduct for Governance officials, "*A conflict of interest exists where a governance official's personal interests, financial interests, external professional activities, fiduciary duties, relationships, or other commitments interfere with, could interfere with, or could reasonably be perceived as interfering with the independent, objective, and impartial exercise of their duties to the organization*".

2. Approval and Oversight

Given that this Plan relates directly to the CGIAR Board Chair, approval should be exercised independently.

Recommended Approval Authority: CGIAR Board Audit, Finance and Risk Committee (AFRC).

Operational Monitoring: Board Secretary, with advice from the Ethics and Business Conduct Executive where required.

3. Effective Date and Duration

This Plan shall become effective immediately upon approval by the CGIAR Board AFRC.

The Plan shall remain in force until the satisfaction of all the following conditions:

a) H.E. Hailemariam Dessalegn Boshe formally ceases to serve as Chair of the AGRA Board;

b) H.E. Hailemariam Dessalegn Boshe formally ceases to serve as Chair of the Partners Group – Africa Food Systems Forum (AFSF): and

c) the expiration of a six-month cooling-off period following the cessation of both aforementioned roles subject to CGIAR conducting a final assessment and determining that no continuing conflict-management measures are required. Should CGIAR legal counsel advise that a further cooling-off period or continuing mitigation measures are required, the Plan shall remain in force for the prescribed period.

4. Background

AGRA is an independent organization that collaborates directly with individual CGIAR Centers and there are ongoing partnership agreements and MoUs between AGRA and the CGIAR Centers and the CGIAR System Organization. AGRA does not maintain a direct governance or fiduciary relationship with the CGIAR System Organization or the CGIAR Trustee at the Integrated Partnership level.

Nevertheless, overlap between CGIAR and AGRA activities may create actual, potential, or perceived conflicts where:

- AGRA has strategic, programmatic, funding, advocacy, or partnership interests connected to CGIAR activities;
- CGIAR Board deliberations involve partnerships, funding, resource allocation, policy positions, reputational matters, or governance issues affecting AGRA;
- confidential information obtained through one governance role may be relevant to the other organization or role.

Similarly, the AFSF is a prominent multi-stakeholder platform that convenes governments, development organizations, research institutions, donors, private sector actors, and civil society organizations to advance food systems transformation across Africa. The Forum

serves as an important platform for dialogue, collaboration, advocacy, and collective action on agricultural development, food security, innovation, resilience, and sustainable food systems. CGIAR, CGIAR Centers, funders, partners, and other stakeholders may participate in, support, contribute to, or engage with activities associated with the Forum. As a result, CGIAR strategic priorities, partnerships, advocacy positions, stakeholder engagement activities, and visibility within the broader food systems landscape may, from time to time, intersect with matters considered by the Forum.

The risk arising from the AFSF role is therefore principally one of perception, influence, and stakeholder alignment rather than direct financial or governance conflict. In particular, situations may arise where CGIAR Board decisions involve partnerships, strategic positioning, policy advocacy, stakeholder engagement, sponsorship arrangements, or initiatives in which AFSF has an interest or visibility. Such circumstances may create actual, potential, or perceived conflicts of interest that require disclosure and assessment to ensure confidence in the independence and objectivity of CGIAR Board decision-making.

Accordingly, while the AFSF role is assessed as presenting a lower conflict risk it should nevertheless be disclosed in the CGIAR Board Register of Interests and be subject to agenda-based conflict assessments under this Plan.

5. Identified Conflict Risks

Risk 1: Strategic Partnerships, Funding and Resource Allocation

The CGIAR Board may consider matters involving AGRA, or related organizations, initiatives, partnerships, coalitions, or stakeholder platforms. CGIAR Board decisions may affect programmes or initiatives with AGRA involvement or support.

Potential Risk: Perception that decisions could be influenced by external governance responsibilities. Perceived preferential treatment or perceived influence on resource allocation decisions. Potential for direction to be set as Chair for each organization could be in conflict.

Risk 2: Reputational and Governance Matters

CGIAR or AGRA may become involved in matters involving governance concerns, disputes, investigations, or reputational issues concerning their relationship.

Potential Risk: Impaired objectivity or perceived partiality.

Risk 3: Confidential Information

Concurrent governance roles create a risk that confidential information obtained through one organization may be relevant to the interests, decisions, or activities of another organization.

Potential Risk: Inadvertent disclosure, actual misuse, or perceived misuse of information.

6. Management Measures

6.1 Standing Disclosure

The AGRA Board Chair role and the AFSF Chair role shall be disclosed through:

- the CGIAR Board Register of Interests;
- Board meeting declarations; and
- any other governance disclosure mechanism required by CGIAR.

6.2 Ongoing Disclosure Obligations

The Chair shall promptly disclose any actual, potential, or perceived conflict involving:

- AGRA;
- AFSF;
- any AGRA-funded or AGRA-partnered CGIAR activity;
- any matter where AFSF activities maybe under consideration and discussion by CGIAR; and
- any matter that could reasonably be perceived to create divided loyalties.

All disclosures shall be formally recorded.

6.3 Agenda-Based Assessment

Prior to each CGIAR Board meeting, agenda items shall be reviewed by the Board Secretary to determine whether any item:

- directly concerns AGRA;
- directly concerns AFSF;

- materially impacts AGRA interests;
- materially impacts AFSF interests; and/or
- otherwise raises conflict concerns requiring mitigation.

6.4 Recusal

The Chair shall recuse himself from CGIAR Board deliberations, discussion and decision-making where:

- AGRA is a direct party to the matter;
- AFSF is a direct party to the matter;
- AGRA or AFSF possesses a material interest in the outcome;
- the matter concerns a CGIAR-AGRA partnership, funding arrangement, dispute, negotiation, or governance matter; and/or
- a reasonable independent observer could conclude that impartiality may be compromised.

The recusal decision and rationale shall be formally documented.

6.5 Independent Leadership of Deliberations

Where recusal occurs:

- another designated independent Board member shall chair the affected agenda item and associated deliberations.

The Chair shall not participate in voting or decision-making relating to the affected matter.

6.6 Confidentiality Safeguards

The Chair shall:

- maintain strict segregation of confidential information obtained through CGIAR, AGRA, and AFSF governance roles;
- not disclose confidential CGIAR information to AGRA, AFSF, or related parties;
- not disclose confidential AGRA or AFSF information in CGIAR deliberations unless such information has been appropriately authorized for disclosure; and

- comply with all applicable CGIAR confidentiality obligations and governance requirements.

6.7 Documentation

All declarations, conflict assessments, recusals, and management decisions shall be documented in the Board record and retained in accordance with CGIAR governance requirements.

7. Reciprocal Conflict Management Arrangements

Recognizing that the conflict risks with AGRA are bidirectional, CGIAR shall seek written confirmation that AGRA has considered and appropriately managed the reciprocal conflict implications arising from the overlap of the two Board Chair roles.

Specifically, AGRA should be requested to confirm that:

- comparable conflict management measures are in place within AGRA governance processes;
- appropriate disclosure arrangements have been established;
- recusal procedures will be applied where necessary; and
- confidential information obtained through CGIAR governance activities will not be sought, received, or used in AGRA deliberations.

This reciprocal arrangement is intended to protect both organizations and strengthen stakeholder confidence in the integrity of governance processes.

8. Monitoring and Review

The implementation of this Plan shall be monitored by:

- the CGIAR Board Secretary; and
- the CGIAR governance team.

The Plan shall be reviewed:

- upon any material change in the AGRA relationship and role;
- upon any material change in the AFSF role;
- if AGRA enters into a direct agreement with the CGIAR System Organization;

- upon legal advice requiring amendment; or
- following any matter raising conflict management concerns.

9. Post-Plan

Once the Plan is terminated in accordance with Article 2 above, the following actions shall occur:

- AGRA and AFSF related matters shall thereafter be managed under the ordinary CGIAR conflict of interest framework; and
- Previous AGRA and AFSF service shall remain recorded in the Register of Interests for historical transparency purposes.

10. Signatures[1]

Signed noting AFRC approval[2]



Richard Golding
Interim AFRC Chair

Date:

22/09/2026

Agreed and Acknowledged



Hailemariam Dessalegn Boshe
CGIAR Board Chair

Date:

23/09/2026

AGRA Reciprocal Confirmation

☐ Received
☐ Pending
☐ Not Received

[1] Plan prepared by CGIAR Legal, Ethics & Business Conduct and Governance Teams

[2] Plan approved by CGIAR AFRC by no objection on 17 September 2026