

Annex 2 - Advisory Note on Optimization of the CGIAR Governance Structure - Stakeholder Comments from Honoraria Review Process

#	FEEDBACK RECEIVED	PROPOSED ACTION	RESPONSIBLE PARTY	SRI OBSERVATIONS FROM INTERVIEWS
1	Need to change nomenclature from honoraria to fees: The word "fees" is a more accurate term than "honoraria," highlighting legal and regulatory differences and the need for clear communication with stakeholders	The SO legal team should look into this and advise what is the right nomenclature taking into account the legal and regulatory reasons raised. NCSC Secretary to reachout to SO Legal Counsel for advise and next steps.	NCSC Secretary	
2	Transparency: Important to publish the total cost of governance, including all boards and committees, and ensure fair and consistent remuneration.	Note that this has implications for the roles and responsibilities of the various governing bodies. There has to be a discussion between SC, IPB, EMD and GAC Chairs on how to handle this .	NCSC co- chairs to propose to SC Chair	Some board members are unclear about how honoraria levels are set, who decides them, and whether these are regularly reviewed. This opacity contributes to mistrust and inconsistencies across boards and roles.
3	Review of the time commitment	The proposed time commitment is not reflective of the work load of the IPB Chair and Vice Chair, taking into account that the Vice Chair and members also serve on Center Boards.	A discussion for the SC Chair to have with the other Chairs on the need for another review and its scope.	
4	Governance focus	The IPB should assume its strategic oversight role. The need for clear deliniation of IPB and SC roles once IPB KPIs are developed	SC Chair and IPB Chair to determine how best to achieve this.	Most agree that the IPB's role needs clearer definition to prevent it from overstepping into management, with several interviewees emphasizing the importance of respecting governance boundaries and strengthening internal management capacity to avoid role confusion.

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5	Governance Cost Allocation: Due to the CGIAR governance structure, approximately two-thirds of the total honoraria/fees costs for IPB and IPB-AFRC members should not all be charged and accounted for in the System Office.	<ul style="list-style-type: none"> Each center should be charged for the appropriate time share of these 3 members, just like all the other center board members. This would allow for the actual cost of governance at both at the individual Center level as well as the System or Partnership level. Also, a typical Center Board now has 12 voting members, 3 of whom are also from the IPB and IPB-AFRC. Currently, each Center Board is effectively getting 3 full voting members for zero honoraria/fees cost, which materially distorts the true cost of governance. It's another reason for also working to harmonize the daily rates paid to all board members whilst minimizing or avoiding any aggregate cost increases. 	IPB Secretariat to propose to GAC , upon receipt of suggestion from NCSC	
6	Future Improvements that should be considered: Suggestions included clarifying terms of reference, increasing accountability, and adapting governance structures based on evolving organizational needs.		SC.	Many interview participants noted that roles and responsibilities across System Council, IPB, AFRC, and Centre Boards are poorly aligned, with overlapping mandates and unclear boundaries.
7	Travel Policy:	A publication of an annual travel summary for transparency. It was also pointed out that the standard number of hours for business class flights is set at 9 hours for both the UN and other organizations. A suggestion to use the 9 hours over the 6-hour limit was proposed.	All governance bodies and SO should review their travel policy.	
8	Alignment of Honoraria Policy across the System	<ul style="list-style-type: none"> The need to align honoraria with the lowest-paid group to reduce governance costs. Noting the current discrepancy between honoraria paid to independent members of some committees, such as IPB AFRC and AOC. 	IPB and SC	There is a perceived hierarchy within CGIAR governance structures, where IPB and AFRC members receive higher honoraria. This disparity has caused frustration among some Centre Board members, who feel they shoulder the majority of operational oversight responsibilities with less recognition and fewer resources.

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9	Review of Center Board Honoraria	A review of all Center Board honoraria and how this aligns with the IPB's honoraria.	GAC , and IPB	
10	Diversity on Board		Nominations Committee	A few respondents raised the lack of diversity (gender, regional, disciplinary) on boards and committees. There is some progress, but it remains uneven across the system.
11	Next Generation of Leaders		Nominations Committee	A few interviewees mentioned concerns about the aging profile of current board members and the lack of clear strategies to bring in next-generation leaders.
12	Information Flow from System level entities		All governance bodies and SO should review their travel policy.	A few interviewees mentioned difficulties accessing timely, consistent information from System-level entities. Poor information flow can hinder effective participation in oversight roles.
13	Complexity of the System			Most agree CGIAR system is complex and evolving, which often leads to roles that go beyond initial scopes and requires significant additional time and effort.