



ICoCA Q1 2017 Board Meeting
Geneva, Switzerland
28 & 29 March 2017

Minutes

Present (Board)

- John Davies
- Alan Donohue
- Rémy Friedmann (Chair)
- Katherine Gorove
- Josua Loots
- Charlie Mayne
- Amol Mehra (participated via telephone on 28 March)
- Margaret Roggensack
- Chris Sanderson
- Joanna Vallat
- Jonas Westerlund

Present (ICoCA Secretariat)

- Anne-Marie Buzatu (Interim Executive Director)
- Dina Chantre (Administrative Assistant)
- Martin Field (Communications and Development Officer)
- Lucas Grandjean (Monitoring Manager)
- Molly Gray (Law and Policy Manager)
- Stefanie Hartford (Intern – 29 March only)
- Anaïs Laigle (Project Officer)
- Gina Menghini (Project Officer)
- Giuseppe Scirocco (Trainee)
- Helen von Dadelszen (Operations Manager)
- Andrés Zaragoza (Project Officer)

Present (Observing/Supporting)

- Bertil Roth (Swedish Government – 28 March only)
- Ian McKay (U.S. Department of State)
- Christopher Meyer (U.S. Department of Defense)
- David Corlett (UK Government)
- Martina Gasser (Swiss Government – 28 March afternoon only)

Absent/Excused

- Amol Mehra (absent 29 March)
- Michael Posner

Agenda

1. Opening of Meeting
2. Approval of Agenda
3. Secretariat Update
4. Financial Update
5. Communications and Outreach Q1 2017
6. Certification
7. Executive Session
8. Complaints
9. Membership Issues
10. Committee Break Out Meetings
11. Monitoring
12. IT strategy and information security
13. Outreach and Planning 2017

28 March

1. Opening of Meeting and Discussion of Agenda

- 1.1. The Chair opened the meeting at 9.14am and asked the Operations Manager to draw up the minutes. The Chairman took note that each of the three stakeholder pillars was represented by at least two Board Directors and that at least 8 Directors were present, and declared that a quorum was present according to Article 7.6 of the Articles of Association (AoA), that the meeting was duly constituted, and that the Board could adopt resolutions in compliance with the Articles of Association.
- 1.2. The Chairman thanked the Secretariat for planning and coordinating the meeting.
- 1.3. The Chairman welcomed Joanna Vallat who represents the UK Government and Jonas Westerlund who now represents the Swedish Government. The Board thanked Bertil Roth for his contribution to the Board as the previous representative of the Swedish Government.

2. Approval of Agenda

- 2.1. The Board reviewed and approved the meeting agenda.**

3. Secretariat Update

- 3.1. The Secretariat provided an overview of communications activities undertaken since the previous Board meeting.
- 3.2. The Chairman informed the Board that the Association's request for privileges and immunities under Swiss law was now under review by the government departments.
- 3.3. In addition, the Board were provided with a brief update of the recruitment process for the Executive Director which would be discussed in more detail during the Executive Session.
- 3.4. The Interim Executive Director, Anne-Marie Buzatu, welcomed new and returning staff, explained the development of the Personnel policies and procedures, internal Grievance mechanism and Whistleblower policies.

- 3.5. The Board were also informed that the Secretariat were also in the process of drafting a Travel Policy, including for travel to high-risk areas, and a performance review and appraisal policy.
- 3.6. The Board discussed the template Terms of Reference for Committees and committed to further working towards finalizing this in the coming weeks.

4. Financial Update

- 4.1. The Operations Manager presented the financial statements for 2016 highlighting the division of revenues and expenses and answering questions from the Board.
- 4.2. ***The Board discussed the revised the draft Financial Procedures and approved the financial regulations with some minor changes to the text.*** The Operations Manager then presented a suggested updated 2017 budget for discussion.
- 4.4. The Board was alerted to the fact that the 2016 Audit would need to be approved and that the Secretariat would continue to refine the 2017 budget based on decisions made at the Board meeting.
- 4.5. The Operations Manager also explained that the 2018 budgets would be drafted and presented for approval by the Board at the Q2 Board meeting.

5. Communications and Outreach Q1 2017

- 5.1. The Communications and Development Officer highlighted the recent website updates which included the Certification application page, Complaints page, Clients page, and updates to the FAQs and explained that the next step is to revise the menu structure.
- 5.2. Additional Q1 activities included providing monthly updates to the Board on Secretariat activities, quarterly updates to members and stakeholders, recent media coverage and a range of external consultations.
- 5.3. The Communications and Development Officer explained that Communications and Outreach Strategy was being drafted with the objective to increase the number of clients of private security services who recognize ICoCA Certification as a key factor in their procurement decisions. This should serve to increase the number of ICoCA-certified companies, and in turn to raise global PSC industry standards and promote respect for human rights across the industry. As part of this the strategies for outreach to clients, member companies, government members and civil society and other stakeholders are being developed.
- 5.4. The Secretariat presented an overview of an Action Plan which details the role of Directors and the Secretariat in the development of strategic messaging and outreach over the coming months.
- 5.5. The Law and Policy Manager presented a proposed US Government Outreach mission, with the aim of building greater understanding of and support for the Association.

6. Certification

- 6.1. Secretariat staff provided an update regarding the Association's involvement in the PSC.1 Standard Review process, processing of the growing number of Members'

applications for ICoCA Certification and the revisions to the website.

- 6.2. The Secretariat reported on consultations with Member and non-Member companies on their views, experiences and potential challenges when deciding whether to pursue third-party certification or during the actual auditing process.
- 6.3. The Board, after discussions on the topic, decided to continue to work, together with the Secretariat, to ensure that ICoCA Certification is open to a global and diverse private security industry and seeks ways of improving access to certification for those PSCs that are able and willing to show their strong commitment to the principles of the Code of Conduct.

29 March

7. Executive Session

- 7.1. The Board met in an Executive Session.

8. Complaints

- 8.1. The Project Officer presented a general update on the Complaints function highlighting the launch of the Complaints Form and outreach in relation to this function.
- 8.2. ***The Board approved the publishing of a public register which would record all complaints accepted by the association for processing. This register will show summary information as required by the Article 13 Procedures while the complaint is being processed (without disclosing details of the complainant or the Member), and more comprehensive information would be published once the complaint was resolved and closed.***
- 8.3. The Board discussed the next steps for the Complaints function which includes the development of Thematic Guidance on Company Grievance Mechanisms, with the input from external experts on the subject, Internal Guidelines and clear communication materials regarding this function.
- 8.4. The Board also discussed the need for the complaints form to be translated into English, French, Spanish, Dari and Arabic, in order to improve accessibility, with a focus on languages used in areas most affected by Member company operations.

9. Membership Issues

- 9.1. Membership applications : ***Acting through the Membership Committee, by delegation, the Board subsequently resolved that membership is granted to five (5) companies on a transitional basis (as provided in Article 3.3.1 of the Articles of Association), and authorized the Secretariat to list the newly-added member on the ICoCA website. The company will be provided with an explanation regarding the certification procedure, and will be informed that the transitional nature of membership requires that the company will need to be certified in accordance with the ICoCA Certification Procedure before the end of the grace period provided in Article 3.3.1 expires or their membership will expire.***

10. Committee Break Out Meetings

- 10.1. Separate sessions were held for the Monitoring, Certification and Complaints Committees.

11. Monitoring

- 11.1. The Secretariat provided an update on the Monitoring function including continued efforts to develop a Company Self-Assessment (CSA) Reporting system that would be well adapted to Member company technical and operational capabilities. The Secretariat presented the methodology for a proposed desk study to identify compliance concerns across the industry and areas where the Association may develop expertise and guidance in Code implementation.
- 11.2. The Secretariat reported on planned follow-up to the Pilot Field-Based Review conducted in East Africa in July 2016 and the Board inquired as to anticipated Field-Reviews for the remainder of 2017.

12. IT Strategy and Information Security

- 12.1. The Operations Manager and Project Officer presented the Board with an overview of the current IT infrastructure and suggested development for an online platform to enable the Secretariat and stakeholders to more efficiently and securely communicate and share data with each other.
- 12.2. The Board requested that functionalities be developed for the Company Self-Assessment reporting first so the system can be properly tested and further rolled out in stages which are fit for purpose.
- 12.3. The Operations Manager opened a discussion regarding the update of the Information Security Policy and the classification of data. The Board stressed the importance of security and requested all data submitted by stakeholders to be classified as confidential and treated as such.
- 12.4. The Board requested the Secretariat to update the Information Security Policy accordingly, for approval at the next Board meeting.

13. Outreach and Planning 2017

- 13.1. The Board discussed priorities for Outreach and Communications in the run up to the 2017 Annual General Assembly in order to prioritize events which meet strategic objectives, weigh up priorities with resources and identified Secretariat staff and Board Directors for the key events.
- 13.2. The Board discussed the format of the 2017 Annual General Assembly, scheduled to be held in Geneva on 12 October. It was proposed that a more participatory format might be appropriate, with high-profile speakers. It was noted that the AGA could be used as an occasion to attract potential members (including Governments) and that topical content and high-profile speakers could provide greater appeal.
- 13.3. A list of upcoming events was circulated, and Directors were encouraged to contribute to this list and indicate their interest in events.