



International  
Code of Conduct  
Association

**ICoCA Q3 2020 Board Meeting  
15 September 2020  
Virtual**

**Minutes**

**Present (Board)**

- Fredrik Ahlén
- Annie McGee
- Frédéric Chenais (Chair)
- Beatrice Godefroy
- David Hornus
- Clifton Johnson
- Charlie Mayne
- Michael Posner
- Michelle Quinn
- Caleb Wanga

**Present (ICoCA Secretariat)**

- Dina Chantre (Executive & HR Assistant)
- Stephane Coute (Project Officer)
- Christopher Galvin (Head of Communications & Outreach)
- Alexandra Garzotto (Finance Manager and Administrative Officer)
- Anaïs Laigle (Project Officer)
- Gina Menghini (Project Officer)
- Giuseppe Scirocco (Monitoring Officer)
- Jamie Williamson (Executive Director)

**Present (Observing/Supporting)**

- Susan Benda (US DoS)
- Joan Fontaine (UK FCO)
- Leslie Taylor (US DoS)
- Philip Riblett (US DoS)

**AGENDA POINTS**

1. Opening of Meeting and Approval of the Agenda
2. Approval of 2020 Q2 2<sup>nd</sup> Board Meeting Minutes
3. Board Elections
4. Operational Update
5. 2020 CSA: Preliminary Feedback
6. Certification and Membership Update
7. Budget & Fundraising Update
8. Webinar and Podcast Schedule
9. 2020 Annual General Assembly - 10<sup>th</sup> Anniversary Document
10. Wrap Up

## 1. OPENING OF MEETING AND APPROVAL OF THE AGENDA

- 1.1. The Chairperson opened the meeting at 14:02 and asked the Secretariat to draw up the minutes. The Chairperson took note that each of the three stakeholder pillars was represented by at least two Board Directors and that at least eight Directors were present. The Chairperson 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 Board decided to move the Board Elections item up in the Agenda (new Item 3).
- 1.3. **The Board approved the Meeting Agenda so amended.**

## 2. APPROVAL OF 2020 Q2 2<sup>nd</sup> BOARD MEETING MINUTES

- 2.1. **The Board approved the 2020 Q2 2<sup>nd</sup> Board Meeting Minutes.**

## 3. BOARD ELECTIONS

- 3.1. The Secretariat provided a summary of the recent CSO outreach and the related discussions regarding the upcoming Board elections. It also indicated the envisioned timeline and process for both the CSO (two vacant seats effective as of the 2020 AGA) and Industry (one vacant seat effective as of October 2<sup>nd</sup>, 2020) Board elections.
- 3.2. The Board discussed whether or not a geographical representation criterion should be included in the CSO election process. **It concluded that, more than geographical representation, the specific skills and profile of each candidate should be taken into consideration to ensure that the elected individual is able to bring a meaningful contribution to the work of the Association.**

## 4. OPERATIONAL UPDATE

- 4.1. The Secretariat provided an operational update including the management and implementation of COVID-19 containment measures, the adaptation of the operational objectives discussed at the 2020 Q2 2<sup>nd</sup> Board Meeting, and the continued suspension of international travel.
- 4.2. The Secretariat pointed out that fundraising needs remain for 2020 but also noted that the established objective is achievable.
- 4.3. The Secretariat indicated that engagement with Member and Affiliate companies remains ongoing, including the assessment of existing compliance concerns, as well as the continued cooperation with certification bodies and the engagement with a wide range of actors to strengthen due diligence efforts.

- 4.4. The Secretariat briefed the Board about the recent collaboration with the Global Interagency Security Forum (GISF) for the drafting of a module on contracting private security companies by humanitarian agencies. This module will be launched at the end of September and will provide humanitarian agencies as well as Donors much needed guidance on how to exercise due diligence in the selection and use of security providers.
- 4.5. The Secretariat briefed the Board on the importance of identifying and developing new and revised approaches to strengthen ICoCA's monitoring capabilities in light of the challenges posed by COVID-19.

## **5. 2020 CSA: PRELIMINARY FEEDBACK**

- 5.1. The Secretariat provided an update on the status of Company Self-Assessment (CSA) submissions together with data, statistics, and a summary of the tailored feedback provided by the Secretariat on the questionnaires received and of the preliminary reactions of Member and Affiliate companies.
  - 5.1.1. The Secretariat noted that the individualised feedback being provided is welcomed by companies and is strengthening the bilateral engagement with them.
  - 5.1.2. The Board requested the Secretariat to provide another update on CSA submissions following expiration of the deadline.
  - 5.1.3. The Board praised the improvements made in the CSA questionnaire and suggested to remove the indication estimating the time to complete it as this depends on the level of preparedness of each company.

## **6. CERTIFICATION AND MEMBERSHIP UPDATE**

- 6.1. The Secretariat provided a Certification and Membership update, including figures about Affiliate companies as well as Transitional and Certified Members. The Secretariat briefed the Board on the impact of COVID-19 on certification processes within the security industry, which limits in person audit, and on the recourse to remote audits and the delays incurred by companies due to the operational challenges posed by COVID-19.
- 6.2. With regard to ICoCA Certification, the Secretariat indicated that active steps had been taken to remind Members of their Certification deadline. It then presented four possible scenarios in case those companies who have an end-2020 deadline fail to achieve ICoCA Certification.

6.2.1. The Board discussed the scenarios presented and **proposed to agree on one scenario by e-mail following further examination.**

6.2.1.1. Secretary's Note: On 7 October 2020, the Board agreed to consider under exceptional circumstances the granting of an extension of up to a maximum of six months to those Transitional Members that have a 31<sup>st</sup> December 2020 deadline to obtain ICoCA Certification. The possible granting of such an extension takes into consideration the potential impact of the COVID-19 pandemic on the company's timely obtention of third-party certification to a Board-recognised standard. Transitional Members that have completed the 2020 CSA and have shown a clear commitment towards obtaining ICoCA Certification in the short term will be allowed to make a formal request for extension. Such request for extension shall include: 1) A plan to obtain ICoCA Certification in the short term; 2) A clear timeline associated with such plan; and 3) A brief explanation of how the COVID-19 pandemic has affected the company's ability to meet the 31<sup>st</sup> December 2020 deadline. Transitional Members that do not meet the end-2020 deadline, or that do not provide a clear plan of action for an extension of the deadline to apply for ICoCA Certification, will remain eligible for ICoCA Affiliate status. Such eligibility is subject to the condition that they are able to demonstrate a continued commitment to operate in accordance with the principles of the International Code of Conduct. All companies that did not submit the 2020 CSA or that fail to provide such a proof of commitment will be terminated.

## **7. BUDGET & FUNDRAISING UPDATE**

7.1. The Secretariat provided a budget update, underscoring the increase in revenues generated by new companies joining the Association.

7.1.1. The Board requested, for future budget updates, to receive a more detailed timeline of expenses and forecasted revenues, including expenses incurred and revenues obtained to date.

7.2. The Secretariat briefed the Board about the recent fundraising efforts and the ongoing discussions with potential donors. It thanked the US, UK, Swedish and Swiss governments for their reports on ongoing efforts to provide support and pointed out that, due to the uncertainties created by COVID-19, a discussion on the 2021 budget should be held as soon as possible.

7.3. The Board enquired as to when a draft 2021 budget would be made available.

7.3.1. The Secretariat indicated that a first draft should be made available towards the end of October 2020 following a discussion at the Executive Committee level.

## **8. WEBINAR AND PODCAST SCHEDULE**

8.1. The Secretariat indicated that the website redesign is approaching its final stages and the objective is to launch the new website between the end of September and the beginning

of October.

- 8.2. The Secretariat pointed out that the social media outreach is ongoing, including through the use of paid advertising, while the production of the news roundup is temporarily suspended because of the lack of available staff time or additional resources. It was discussed that to date, , six podcasts have been released and others are being produced. In addition, a webinar on '*Strengthening Multi-Stakeholder Initiatives: Building on a Constructive Critique*' is planned to take place on Thursday, 17 September 2020. The Secretariat hopes that these communication efforts will contribute to increasing the visibility of the Association in the lead up to the 2020 Annual General Assembly (AGA).
- 8.3. The Board enquired as to who is the main audience of the produced advertising and communication material.
  - 8.3.1. The Secretariat explained that the targeted audience very much depends on the platform being used, and that while it is easier to identify for platforms like LinkedIn it is more difficult for others. It also noted that a number of clients who had attended ICoCA's podcasts and webinars have now started to make reference to the Association in their procurement policies.
- 8.4. The Board praised the Secretariat for the work done on communication to date.
  - 8.4.1. The Secretariat noted that while the great majority of its communication is currently in English, it should make additional efforts to produce material in other languages. In addition, work on potential funders needs to be strengthened.
- 8.5. The Secretariat informed the Board that the ICoCA proposal for a panel discussion at the 2020 Geneva Peace Week on '*The impact of COVID-19 on security in complex environments and its peacebuilding implications*' had been selected.

## **9. 2020 ANNUAL GENERAL ASSEMBLY - 10<sup>th</sup> ANNIVERSARY DOCUMENT**

- 9.1. The Secretariat introduced the envisioned format of the 2020 AGA – which, due to COVID-19 concerns, will be held virtually – and advanced some proposals, including adapting the sessions to the different time zones and accepting sponsorships for the tenth anniversary of the Code.
- 9.2. The Secretariat noted that there might be a need to update the language of the Code to better include more recent issues such as the use of technology or the treatment of migrants, and to replace references to Signatory status (which is no longer recognised by the Association) with Affiliate and Member companies.
- 9.3. The Board requested the Secretariat to submit more detailed proposals regarding the format of the 2020 AGA for further discussion and approval.
- 9.4. The Secretariat proposed that, in advance of the 2020 AGA, each Government Member sends a letter to all the Government participants in the Montreux Document Forum and the Voluntary Principles Initiative reflecting on the relevance of ICoCA and inviting them

to participate in the initiative.

## **10. WRAP UP**

- 10.1. Fredrik Ahlén informed the Association that this was his last Board Meeting as he is transitioning into a new role. The Board and the Secretariat thanked Mr. Ahlén for his contribution to the work of the Association.
- 10.2. The Chairperson provided a summary of the main points discussed and the decisions taken at the Q3 2020 Board Meeting, and expressed his appreciation to the ICoCA Secretariat for planning and organising it.
- 10.3. The Chairperson closed the Meeting at 17:15 and informed the Board that the next Meeting initially scheduled to take place on 15 October 2020 might be postponed to November and would occur virtually.