



International
Code of Conduct
Association

ICoCA Q4 1st 2020 Board Meeting
5 November 2020
Virtual

Minutes

Present (Board)

- Jo Anthoine
- Frédéric Chenais (Chair)
- Beatrice Godefroy
- David Hornus
- Clifton Johnson
- Charlie Mayne
- Annie McGee
- Michael Posner
- Michelle Quinn
- Margaret Roggensack
- 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)
- Olivier Massmann (Communication, Marketing and Outreach Officer)
- Gina Menghini (Project Officer)
- Giuseppe Scirocco (Monitoring Officer)
- Jamie Williamson (Executive Director)

Present (Observing/Supporting)

- Susan Benda (US DoS)

AGENDA POINTS

- 1. Opening of Meeting and Approval of the Agenda**
- 2. Welcoming of new Industry Board Director**
- 3. Approval of 2020 Q3 Board Meeting Minutes**
- 4. Operational Update**
- 5. CSO Election Update**
- 6. Budget & Fundraising Update**
- 7. 2020 Annual General Assembly**
- 8. Wrap Up**

1. OPENING OF MEETING AND APPROVAL OF THE AGENDA

1.1. The Chairperson opened the meeting at 14:03 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 reviewed and approved the Meeting Agenda.**

2. WELCOMING OF NEW INDUSTRY BOARD DIRECTOR

2.1. The Chairperson welcomed Jo Anthoine, the new Board Director representing the 'Industry At large', to the ICoCA Board of Directors and asked each participant to introduce themselves.

3. APPROVAL OF 2020 Q3 BOARD MEETING MINUTES

3.1. **The Board reviewed and approved the Q3 2020 Board Meeting Minutes.**

4. OPERATIONAL UPDATE

4.1. The Secretariat provided an update on the evolution of the challenges identified in Q1 through Q3 2020 in relation to the COVID-19 pandemic. It pointed out that, while ICoCA maintains a solid IT setup which allows it to continue to be fully functional, there has been a rapid evolution of the pandemic in Geneva and in neighbouring France, with containment measures currently in place on both sides. ICoCA staff continues to work from home and the Secretariat does not plan any international travel in Q1 2021.

4.2. The Secretariat briefed the Board about the recent efforts to maintain visibility of ICoCA's work notwithstanding the COVID-19 pandemic, including the organisation of webinars and podcasts and the launch of the new website.

4.3. With regard to monitoring of ICoCA Member and Affiliate companies, the Secretariat indicated that it continues to consider a number of compliance concerns and that the review of 2020 Company Self-Assessments (CSAs) is about to be finalised, with individualised feedback being provided to each company and common appreciation registered to date.

4.3.1. Industry Board Directors noted the valuable feedback received as part of their CSAs and the advice provided by the Secretariat on Code-related subjects.

4.4. The Secretariat continues to work on the development of tools on Code-related areas and on client procurement practices. The module on *Contracting Private Security Providers* developed in cooperation with the Global Interagency Security Forum (GISF), and part of their *Security to go: a risk management toolkit for humanitarian aid agencies*, was published on November 3rd.

- 4.4.1. The Board expressed appreciation for the ability of the Secretariat to continue delivering on key priorities notwithstanding the challenges created by COVID-19.
- 4.5. The Secretariat indicated that its main priority for the end of 2020 is now the organisation of the 2020 Annual General Assembly (AGA), and to ensure that this remains a successful event notwithstanding the change of format (virtual meeting instead of in-person event).
- 4.6. The Board invited the Secretariat to have a joint discussion on how to adapt ICoCA's oversight function and the implementation of the 2019-2023 Strategic Plan to the challenges created by the COVID-19 pandemic.

5. CSO ELECTION UPDATE

- 5.1. The Secretariat provided an update on the status of the CSO election process. Six candidacies have been received for the two available Board seats. These have been circulated to the CSO pillar and votes can be cast until Wednesday, 2 December 2020.
- 5.2. The Board noted that having a discussion on the implementation of the ICoCA Strategic Plan might also prove useful for new Board Directors who did not participate in the drafting of the document in 2019.
 - 5.2.1. The Secretariat agreed and suggested to also discuss key priorities for the year at the Q1 2021 Board Meeting. This discussion might also include proposals for the revision of the International Code of Conduct.

6. BUDGET & FUNDRAISING UPDATE

- 6.1. The Secretariat provided a budget and Membership update, including the current number of Member and Affiliate companies and the number of companies that withdrew, were terminated and joined the Association in the course of the last quarter.
 - 6.1.1. With regard to fundraising, the Secretariat indicated that discussions are ongoing with a number of donors for potential funding in Q1 2021 and that fundraising needs remain, although they have decreased since the last Board Meeting as a result of pandemic-imposed constraints.
- 6.2. The Secretariat noted that the last newsletter includes calls for the newly-established Young Professionals Fund and for sponsorship of sessions at the 2020 AGA. To date, one enquiry for the Young Professionals Fund and one for session sponsorship have been received. The Secretariat invited Board Directors to circulate these calls among their respective networks.
- 6.3. The Secretariat pointed out that, while ICoCA has devoted a considerable amount of efforts to ensure that the Association reaches the end of 2020 with solid finances, a discussion should be held as soon as possible on 2021 budget and fundraising needs. This discussion is particularly needed considering that the economic and financial impact of COVID-19 might cause a reduction in the number of Member and Affiliate companies.

7. 2020 ANNUAL GENERAL ASSEMBLY

- 7.1. The Secretariat specified that ICoCA has a statutory requirement to convene its General Assembly at least once per year, and that this requirement is satisfied by a virtual meeting as long as it includes the presentation of the Annual Report.
 - 7.1.1. The Secretariat pointed out that the 2020 AGA should be used to underscore the 10th anniversary of the International Code of Conduct as well as to start a collective reflection on the key priorities for 2021.
- 7.2. The Secretariat presented the proposed structure for the 2020 AGA and suggested to spread the different sessions over several days so to allow a diverse geographical participation.
 - 7.2.1. The Secretariat clarified that pillar meetings will be led by the respective Board Directors; however, the Secretariat will remain available to support their organisation and management.
 - 7.2.2. The Secretariat is also enquiring about the possibility of providing simultaneous translation into multiple languages.
- 7.3. The Board analysed the different options proposed and **agreed on a potential structure for the 2020 AGA. It discussed the extent to which each pillar meeting would be open to non-pillar members and requested the Secretariat to submit a draft Agenda as well as detailed proposals for the thematic sessions.**
- 7.4. The Secretariat indicated that the call for sponsorship will be maintained and provided clarifications to the Board on what session sponsorship might look like.
- 7.5. The Chairperson requested Board Directors make themselves available to further define the content of the 2020 AGA sessions during the next few weeks.
 - 7.5.1. The Secretariat pointed out that having another Board Meeting in advance of the 2020 AGA might be advisable.
 - 7.5.2. The Board requested the Secretariat to circulate a Doodle poll for the identification of a suitable date for such Meeting.

8. WRAP UP

- 8.1. The Chairperson provided a summary of the main points discussed and the decisions taken at the Q4 1st 2020 Board Meeting, and expressed his appreciation to the ICoCA Secretariat for planning and organising it.