



International
Code of Conduct
Association

ICoCA Q3 2021 Board Meeting

7 October 2021

Virtual

Minutes

Present (Board)

- Frédéric Chenais (Chair)
- Carmen Rosa De León-Escribano
- Beatrice Godefroy
- Clifton Johnson
- Charlie Mayne
- Annie McGee
- Michelle Quinn
- Caleb Wanga

Present (ICoCA Secretariat)

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

Present (Observing/Supporting)

- Susan Benda (US DoS)
- Joan Fontaine (UK FCDO)
- Jenny Stein (US DoS)
- Paul Dean (US DoS)
- Laura Gault (US DoS)

AGENDA POINTS

1. Opening of Meeting and Approval of the Agenda
2. Approval of Q2 2021 Board Meeting Minutes
3. Operational Update
4. 2021 Annual General Assembly
5. Code Review 2021/2022
6. Presentation of Initial Findings Aid Agencies Project
7. Wrap Up

1. OPENING OF MEETING AND APPROVAL OF THE AGENDA

1.1. The Chairperson opened the meeting at 15:41 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 ICoCA's 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. APPROVAL OF Q2 2021 BOARD MEETING MINUTES

2.1. **The Board reviewed and approved the Minutes of the Q2 2021 Board Meeting.**

3. OPERATIONAL UPDATE

3.1. The Secretariat presented the results of the 2021 Company Self-Assessment (CSA), including the number of submissions received, the submission dates, and the feedback received from companies.

3.1.1. The Board requested the Secretariat to follow-up with those companies that had communicated their intention to withdraw from the Association in order to gather feedback from them and to better understand the reason for such a decision.

3.2. The Secretariat informed the Board that it had recently completed the recruitment of a Fundraising & Philanthropy Expert. This person will work closely with the Head of Communications & Outreach to advance the fundraising efforts of the Association.

3.2.1. The Board invited the Secretariat to explore specific fundraising opportunities to support ICoCA monitoring and capacity building of the civil society pillar.

3.3. The Secretariat introduced Tom Mather as the new Compliance Manager of ICoCA.

3.3.1. The Board asked the Secretariat to clarify how the Compliance Manager will coordinate with colleagues internally and support the implementation of the ICoCA monitoring and complaints functions as well as the engagement with Member civil society organisations.

3.3.1.1. The Secretariat clarified that internal discussions are ongoing on the strengthening of the complaints function.

3.4. The Secretariat indicated that it is currently preparing a field mission to South Sudan, to be implemented in November 2021 as a follow-up to the one conducted in 2019.

- 3.5. The Secretariat provided an update on the implementation of the project titled 'Building the Capacity of Private Security Providers and their Clients on Responsible Security' sponsored by the Government of the United Kingdom, including 1) the translation into multiple languages of the e-learning course on prevention of sexual exploitation and abuse; 2) the development of a training module on the International Code of Conduct and its principles; and 3) the drafting of a private security procurement tool for clients.
- 3.6. In addition to the above, the Secretariat is also implementing a project on weapons and ammunitions management in collaboration with the Small Arms Survey. This project is funded by the Swiss Government.
- 3.7. The Secretariat informed the Board that a new Memorandum of Understanding (MoU) has been signed between ICoCA and its partner organisation the Geneva Centre for Security Sector Governance (DCAF).
- 3.8. The Board underscored the need to develop a strategic plan for the ICoCA civil society pillar, in particular with regard to how the pillar can better support ICoCA monitoring activities.
 - 3.8.1. The Secretariat proposed, as a topic for discussion during the meeting of the civil society pillar at the 2021 Annual General Assembly (AGA), to conduct an evaluation of the implementation of Objective 3.C of the ICoCA 2019-2023 Strategic Plan.
 - 3.8.2. The Board clarified that, while Member CSOs can support ICoCA monitoring of Affiliate and Member companies, this should essentially remain a prerogative of the Association.

4. 2021 ANNUAL GENERAL ASSEMBLY

- 4.1. The Secretariat indicated that one CSO Board seat will be vacant and open for election at the 2021 AGA due to the end of Beatrice Godefroy's first term as a Board Director. Ms Godefroy is eligible for a second term.
 - 4.1.1. The Board agreed that it might be useful for ICoCA to clarify its expectations towards Board Directors in terms of time commitment and participation in the activities of the Association. It might also be useful to clarify how Board Directors should interact with other pillars and their representatives.
 - 4.1.2. The Board asked the Secretariat to start communicating and circulating relevant documentation for the election process.
- 4.2. The Board term of the US Government will also end at the 2021 AGA, its interest to run for another term is yet to be communicated. Member governments are also continuing outreach to fill the vacant government seat on the Board.

4.3. The Secretariat clarified that, due to the continued challenges posed by the Covid-19 pandemic, the 2021 AGA will be held virtually during the week of 6 December. The sessions will be spread throughout the week and be held in mid-afternoon Geneva time to ensure greater accessibility from different time zones.

4.3.1. With regard to the focus areas, topical issues such as migration, labour issues and the use of technology in private security will be discussed at the AGA.

5. CODE REVIEW 2021/2022

5.1. The Secretariat presented the identified areas for Code revision. It also indicated that a working group had been created at the Board level to discuss review proposals and to establish associated priorities. At the moment, the technical amendments have been separated from the thematic ones, with the former being prioritised.

4.3.2. The Board asked the Secretariat to circulate the proposed amendments in writing for review and feedback.

4.3.3. The Secretariat clarified that, according to Article 6.4.1 AoA, any Board decision related to amendments to the Code shall be approved by the General Assembly.

5.2. Government Board Directors indicated that discussions on eliminating the pre-condition for prospective ICoCA Member governments of being a signatory to the Montreux Document are still ongoing.

6. PRESENTATION OF INITIAL FINDINGS AID AGENCIES PROJECT

6.1. The Secretariat presented the initial findings of the project on humanitarian contracting that ICoCA is implementing in collaboration with the Global Interagency Security Forum (GISF). A report is scheduled to be released on 28 October 2021.

4.3.4. The Secretariat informed the Board that Juliette Jourde, who has been working on the project as an Intern, will continue with ICoCA in a new position after the end of her internship.

4.3.5. As a continuation of the project, ICoCA and GISF are now developing a training tool on private security contracting for humanitarian organisations.

7. WRAP UP

7.1. The Chairperson provided a summary of the main points discussed and the decisions taken at the Q3 2021 Board Meeting, and expressed his appreciation to the ICoCA Secretariat for planning and organising it.

7.2. The Board requested the Secretariat to circulate a Doodle poll to identify a suitable date for the next Board meeting.