



International  
Code of Conduct  
Association

**ICoCA Q4 2021 Board Meeting**

**30 November 2021**

**Virtual**

**Minutes**

**Present (Board)**

- Jo Anthoine
- Joel Bisina
- Frédéric Chenais (Chair)
- Carmen Rosa De León-Escribano
- Beatrice Godefroy
- Clifton Johnson
- David Hornus
- 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)
- Juliette Jourde (Project & Outreach Assistant)
- 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)
- Laura Gault (US DoS)

**AGENDA POINTS**

1. Opening of Meeting and Approval of the Agenda
2. Approval of Q3 2021 Board Meeting Minutes
3. 2021 Annual General Assembly
4. Proposed Amendments to the International Code of Conduct
5. 2021 South Sudan Field Mission
6. Wrap Up

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

1.1. The Chairperson opened the meeting at 15:34 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 AoA.

1.2. **The Board reviewed and approved the Meeting Agenda.**

## **2. APPROVAL OF Q3 2021 BOARD MEETING MINUTES**

2.1. The Board reviewed the Minutes of the Q3 2021 Board Meeting and recommended to clarify that, in accordance with the AoA and the Membership Requirements, Ms Beatrice Godefroy is eligible for re-election as a Board Director representing the civil society.

2.2. **The Board approved the Minutes as amended.**

## **3. 2021 ANNUAL GENERAL ASSEMBLY**

3.1. The Secretariat confirmed that the draft 2021 Annual Report had been circulated to the Board for review. The report will be made available on line for the Annual General Assembly (AGA), with a summary presented during the opening session.

3.2. The Secretariat introduced the format and content of the AGA, which, due to the continued challenges posed by the Covid-19 pandemic, will be held virtually.

3.2.1. The three key themes that will be addressed during panel discussions are: 1) the role of private security companies in migration and detention; 2) working conditions in the private security industry; and 3) rethinking responsible security in the digital era. These themes will also form part of a broader reflection in 2022.

3.2.2. The Agenda of the AGA is currently being disseminated through social media and there are about one hundred registered participants in each session. The Secretariat asked Board Directors to share the Agenda with their network, if possible.

3.3. The Board discussed the importance of ensuring adequate participation from all the three pillars in the AGA, especially because of the requested vote on the proposed amendments to the International Code of Conduct.

3.3.1. The Secretariat clarified that the voting deadline on all items is 18:00 Central European Time (CET) on Thursday, 9 December 2021, with the exception of the re-election of Ms Beatrice Godefroy as a CSO Board Director for which the deadline is 18:00 CET on Tuesday, 7 December 2021.

## **4. PROPOSED AMENDMENTS TO THE INTERNATIONAL CODE OF CONDUCT**

4.1. The Secretariat presented the proposed amendments to the International Code of Conduct as reformulated following consultation with the three pillars of the Association. It indicated that, overall, reception of the proposed amendments from the consulted stakeholders had been positive, and that certain elements attracted more discussion than others.

4.1.1. Feedback had been received during the organised pillar calls to discuss the proposed amendments..

4.1.2. This feedback had been considered by the respective Pillar Board member representatives following the calls and was discussed by the Board. In particular, the Board reviewed any concerns raised by members on the revised definition of security services, and on the scope of application of the principles contained within the Code. It was also noted that a number of members had express support for the totality of the amendments as proposed by the Board.

4.1.3. Following consideration and assessment of the members' feedback, the Board decided:

- (i) to revise the proposed amendments to the definition of security services; and
- (ii) to carry over into 2022 for further consultation, a number of the elements from the initial proposed amendments to the definition of security services.

In addition, that:

- (iii) the revised proposed definition of security services would be listed as a separate Item in the Voting Items for the AGA;
- (iv) all other proposed amendments to the Code are unchanged for voting purposes; and
- (v) members who have already cast their votes would be invited to vote separately on the proposed revised definition of security services, with their existing vote on the amendments remaining for the all other proposed amendments to the Code except those that concern the definition of security services.

4.1.4. The Board asked the Secretariat to continue the consultation on the amendments.

4.1.5. The US Government offered to participate in any further consultation undertaken and reiterated its strong support for the amendment proposal.

4.1.6. CSO Board Directors also indicated that the civil society pillar has been consulted on the proposal and consistently supports it.

4.2. The Board asked the Secretariat to clarify the number of votes needed for the quorum and the approval of the proposal respectively.

4.2.1. The Secretariat provided clarifications based on articles 6.5 and 6.8 AoA.

**4.3. The Board agreed to submit for approval at the 2021 AGA the revised version of the amendments.**

4.3.1. Secretary's note: the new Voting Items were communicated to members on 1<sup>st</sup> December 2021.

**5. 2021 SOUTH SUDAN FIELD MISSION**

5.1. The Secretariat provided an overview of the 2021 South Sudan field mission, including: the composition of the team, the duration of the visit, the purpose of the mission, the stakeholders engaged, and its main outcomes. The Secretariat indicated that an Internal Report is currently being drafted and that it will be circulated to the Board in due time.

5.1.1. The Board observed that these types of missions are very useful to strengthen oversight of the industry and expand ICoCA's network in country.

5.1.2. The Board requested the Secretariat to provide further details on engagements with clients of private security companies and on whether discussions had also focused on incidents involving private security personnel.

5.2. The Board expressed readiness to assist the Secretariat in the organisation of future field missions and to facilitate meetings with relevant stakeholders.

5.3. The Secretariat underscored the positive interaction established with Member and Affiliate companies over the last few months, both remotely and in the field, on efforts to implement the International Code of Conduct and the associated challenges.

**6. WRAP UP**

6.1. The Chairperson provided a summary of the main points discussed and the decisions taken at the Q4 2021 Board Meeting, and expressed his appreciation to the ICoCA Secretariat for planning and organising it.