# International Code of Conduct Association (ICoCA)

ICoCA Q2 2023 Board Meeting
20 June 2023
Virtual

Minutes

## Present (Board)
- Rémy Friedmann (Chair)
- Beatrice Godefroy
- Carmen Rosa De León-Escribano
- Frank P. Amoyaw
- Crispin Kennedy
- Jo Anthoine
- Michelle Quinn
- Caleb Wanga
- Susan Benda
- Joan Fontaine

## Present (Observing/Supporting)
- Millie Tett (UK Mission)
- Paul Smith (UK)

## Present (ICoCA Secretariat)
- Vincent Bernard (Programme Support Advisor)
- Dina Chantre (HR and Office Manager)
- Christopher Galvin (Head of Communications & Outreach)
- Florie Barbotte (Communications & Marketing Officer)
- Tom Mather (Compliance Manager)
- Valentina Potapova (Membership and Development Officer)
- Antoine Perret (Civil Society Organisation Development Manager)
- Gianmaria Dall'Asta (Intern)
- Sophie De Jonckheere (Consultant – Fundraising and Philanthropy Expert)
- Jamie Williamson (Executive Director)

## Agenda Items

# ICoCA Q2 - Virtual Board Meeting

## 1. 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 Articles of Association.

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

## 2. Approve AGA Minutes and Q1 2023 Board Meeting Minutes

2.1. The Board reviewed the Minutes of the 2022 AGA and of the Q1 2023 Board Meeting.

2.1.1. Minor comments were submitted to the Secretariat before the meeting, and will be integrated.

2.2. **The Board approved the Minutes of the 2022 AGA and of the Q1 2023 Board Meeting**.

## 3. Budget 2023 - CashFlow

3.1. The Secretariat presented the 2023 Budget update for Q2 2023 noting the positive evolution and growth of the PSC Membership Pillar, with ICoCA looking to hit its target for the end of the year.

3.2. The Secretariat and the Board discussed the ongoing funding opportunities with the UK and the US Governments. The Secretariat highlighted the importance of getting predictable budget approvals for planning purposes.

3.2.1. The UK confirmed that ICoCA has been nominated for multi-year funding thanks to its solid work. A budget of £400,000 has been approved.

3.3. The Secretariat informed the Board that it has just signed off on the new long-term office space as of June/July 2024. These new facilities will reduce ICoCA overheads.

## 4. Membership & Certification Update

4.1. The Secretariat presented the Membership and Certification update, highlighting an increase in Member and Affiliate companies since Q1 2023, with a year-to-date growth of 12% compared to 13% in 2022. Additionally, the update mentioned the presence of

pending companies awaiting approval from the Board, and the Association's projection of reaching a total of 140-145 companies by the end of the year.

4.2. The Secretariat noted that for the first time, ICoCA now has Members and Affiliates in Romania, Tunisia and South Africa, underscoring the increase in reach of the Association and its global growth. ICoCA's Members and Affiliates are now headquartered in 51 territories, operating in 100 (91 on land, the balance being maritime), 3 of the top 5 operational areas being maritime.

4.3. The Secretariat explained that tenders are the primary driver of ICoCA Membership and that there has been an increase in references to ICoCA in global private security tenders, namely in Iraq.

    4.3.1. The Board encouraged ICoCA to think about how to actively engage the companies issuing the tenders to ensure that their participation goes beyond mere compliance and becomes a sincere commitment to advancing the principles of the Code.

4.4. The Secretariat highlighted that Iraq keeps growing, and will overtake the US as the biggest source of Membership dues for ICoCA in the third quarter. This growth is mainly due to ICoCA requirements appearing in tenders, especially in the oil and gas industry.

    4.4.1. The Board suggested Iraq could be a good place to do a pilot for a complaints and grievance mechanisms. The Board also recommended that the Secretariat identifies lessons from this growth to implement best practices in other countries.

4.5. The Secretariat then discussed Latin America, explaining that there is significant interest and anticipation for further growth of ICoCA especially in the mining sector, albeit starting from a relatively low base.

4.6. The Secretariat explained that the EU Corporate Sustainability Due Diligence Directive will likely be a wake call for lots of actors in the industry, creating a momentum to capitalise on and requiring a stronger level of strategic reflexion.

4.7. The Secretariat reinforced the importance of the growth in Membership fees to cover ICoCA's operations.

## 5. ESG Guidance and Methodology

5.1. The Secretariat provided an overview of the ESG Guide project, ran in collaboration with the Investor Alliance, asset managers and asset owners, and in consultation with UNPRI.

    5.1.1. The Secretariat explained that the ESG Guide covers the whole investment lifecycle, from companies' screening right through divestment if gross human rights violation is happening.

    5.1.2. The Secretariat informed the Board that the Guide will be finished in the coming weeks, and that it will soon be turning to marketing it.

5.2. The Secretariat also introduced a second ESG product, an ESG Rating Methodology, honing in on rating agencies which appear to rate private security companies without performing effective due diligence. The ESG methodology, on the other hand, uses a life cycle approach, starting from pre-screening through to monitoring, and was built in partnership with the Geneva Centre for Business in Human Rights.

5.2.1. The Secretariat added that this product will be marketed to ESG Rating Agencies, to try and persuade them to incorporate it in their ratings.

5.2.2. The Secretariat informed the Board that a student from the University of Genève, who worked on the methodology, will join the team in July as an intern to market the 2 initiatives.

5.3. The Secretariat explained that standards are driven by the users of private security, and that the Association is starting to see more traction from VP Members and non-VP Members. However, the Secretariat noted that there is still the idea among companies that there needs to be an existing market to request ICoCA certification, which the Secretariat is pushing back with examples such as Pan American Silver in Latin America, which has a policy requiring all their security providers become ICoCA certified.

5.4. The Secretariat explained that standards are driven by the users of private security, and that the Association is starting to see more traction from VP Members and non-VP Members.

5.4.1. The Board encouraged ICoCA to replicate Iraq's success where clients are driving the process. The Board also added that there is a misconception of what ICoCA is on the VPI, and advised the Secretariat to organise meetings and webinars with the VPI Corporate Pillar to re-educate them and improve awareness. The Board believes it would help to overcome a number of obstacles with this group, such as concern on the cost implications of joining the Association, and added that a lot of the VPI Corporate Pillar are supportive of ICoCA.

## 6. AGA Programme

6.1. The Secretariat highlighted that ICoCA celebrates its 10th Anniversary in 2023, and that the dates for the 10th AGA are set up and have been announced. The Secretariat informed the Board that the event will happen over 2 ½ days this year instead of 3 days in the previous years, which it thought was too long and impacted attendance on the third day. The Secretariat also presented the tentative programme of the event.

6.2. The Secretariat further expanded on the Responsible Security Forum planned for the 3rd day, which will consist of a full day of plenary sessions, with up to five panel discussions. The Secretariat explained that they intend to maintain control of the substance and sessions, with panels on ESG, working conditions, and 10 years of ICoCA already planned. The Secretariat informed the Board that they have issued a call for submissions from interested parties for the remaining sessions, with a deadline at the end of June, and have already received a few submissions ideas such as one on PMSCs. The Secretariat is hoping to organise the Forum in collaboration with the Geneva Peace Building Platform, to reach a broader audience.

6.2.1. The Board was enthusiastic with the idea of having a session on PMSCs, especially considering the origins of ICoCA. It also suggested to bring the CSO dimension of the multi-stakeholder organisation in a session, highlighting the role they can play in addressing monitoring and compliance challenges.

6.2.2. The Board suggested a session on larger issues seen in non-armed conflict environments.

## 7. EU Progress and Update

7.1. The Secretariat provided a summary of the roundtable it co-organised with the Swiss government in Brussels, bringing together a diverse group of key stakeholders including representatives from government, business and civil society. The aim of the event was to explore jointly if and how additional considerations should be given to recognise and address the increased risks associated with the procurement of private security services in this shared ambition to address supply chain risks.

    7.1.1. The event was organised on the day the European Parliament adopted their position in the first reading of the draft legislative proposal for an EU Directive on Corporate Sustainability Due Diligence.

7.2. The Secretariat highlighted that the adoption of the Directive represents the biggest opportunity for ICoCA to engage the EU, a heavy user of private security but also a donor which could provide financial support to the Association.

## 8. Kenya, Tanzania and Uganda Surveys

8.1. The Secretariat provided an update on the Working Conditions Research, focusing on Kenya, Tanzania and Uganda. The Secretariat informed the Board that the global report and the survey reports are ready, but that the Policy Brief still needs some finetuning.

    8.1.1. The Secretariat listed the various events where it has started to promote the Working Conditions research, such as at the OECD Forum on Responsible Mineral Supply Chains, and at the UN Human Rights Council side event.

8.2. The Secretariat mentioned that another research project on gender diversity, conducted with students from the Graduate Institute, is in its first draft stage.

8.3. The Secretariat further deep dived into the working conditions surveys and how this work can be useful to the Association,

    8.3.1. The Secretariat suggested that it can provide indicators and recommendations on the respect for the 11 provisions on working conditions in the Code; give an overview of a country's private security industry profile; provide insights on working conditions issues for various categories of people, in various industries and geographic areas; highlight some of the main human rights issues and risks for clients; provide PSCs with arguments to negotiate better contracts with clients; support CSOs dialogue with governments and companies; inform governments on the sector and the work of ICoCA; and that it can change the narrative for the public and donors as it humanises guards, exploited workers.

8.4. The Secretariat then invited the Board to reflect on the future development of the work, its promotion, and its funding, to turn the expertise gained on working conditions into a funding opportunity.

    8.4.1. The Board acknowledged the great work, and encouraged the Secretariat to reflect on how to capitalise on this to generate further results and engagement.

## 9. Preview of the ICoCA Blog and Case Studies

9.1. The Secretariat provided an overview of the ICoCA blog project, highlighting its objective to place ICoCA as a thought leader, acting as a convener for debate. The Secretariat informed the Board of having contacted more than 50 possible authors, and of having already 6 articles/interviews, with a potential of 12 more external authors. The Secretariat is planning content 4-5 months ahead to make sure to have a continuous flow, and is working on a 10th Anniversary podcast series.

9.1.1. The Secretariat believes that there is an opportunity to bring practitioners to the table.

9.1.2. The Board asked about the implication of the Advisory Group, of which some have contributed regularly, and suggested to feature Industry Members once a month.

9.1.3. The Board commented positively on the initiative.

9.2. The Secretariat then briefly showed the Case Map project, whose aim is to highlight the consequences of abuses by private security actors and clients, emphasising responsible security practices by offering real-life cases for study, advocacy, accountability and/or prevention. The Case Map presents a curated selection of incidents that illustrate abuses and crimes by private security actors across different industries and geographical locations.

9.2.1. The Board warned the Secretariat on the importance of public sources information verification.

## 10. Wrap Up

10.1. Ms. Godefroy thanked and congratulated the Secretariat and the Board on the work.

10.2. The Chairperson noted the positive evolution of the Association compared to previous years, noting the unfolding potential.

10.3. The Chairperson provided a summary of the main points discussed, and expressed his appreciation to the ICoCA Secretariat for planning and organising it.