



ICoCA Q3 2023 Board Meeting
31st October 2023
Virtual

Minutes

Present (Board)

- Rémy Friedmann (Chair)
- Vicky Bowman
- Carmen Rosa De León-Escribano
- Frank P. Amoyaw
- Crispin Kennedy
- Jo Anthoine
- Michelle Quinn
- Caleb Wanga
- Susan Benda
- Paul Smith

Present (Observing/Supporting)

- Millie Tett (UK Mission)
- Joan Fontaine (UK)

Present (ICoCA Secretariat)

- Vincent Bernard (Senior Policy 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)
- Nada Bessassi (Membership and Certification Officer)
- Eva Kalemi (Communications & Outreach Intern)
- Jamie Williamson (Executive Director)



Agenda Items

1.	Agenda	3
2.	Approve AGA Minutes and Q2 2023 Board Meeting Minutes	3
3.	Budget 2023 - Cashflow	3
4	Membership & Certification Update	5
5	Strategic Plan	6
6	AGA Programme	6
7	Tanzania Mission.....	6
8	Wrap Up.....	6



ICoCA Q3 - Virtual Board Meeting

1. Agenda

- 1.1. The Chairperson opened the meeting at 15:30 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 Q2 2023 Board Meeting Minutes

- 2.1. The Board reviewed the Minutes of the Q2 2023 Board Meeting.
- 2.2. **The Board approved the Minutes of the Q2 2023 Board Meeting.**

3. Budget 2023 - Cashflow

3.1 The Secretariat presented the 2023 Budget situation in Q3 2023 noting the positive evolution and growth of the Membership Pillar, with ICoCA looking to hit its target for the end of the year, and Finances and Membership dues covering most of the Association's operational budget needs.

- 3.1.1. Membership dues have grown, as a result of an increase on the new members.
- 3.1.2. Green Village – The Secretariat will move next Summer 2024 to new offices that would provide a more suitable location for the Secretariat.

3.2 The Secretariat and the Board discussed the ongoing funding conversations with the UK and the US Governments.

3.3 The Secretariat reiterated the need for predictable multi-year funding for ICoCA, with core funding to be prioritized, alongside project funding and membership dues. A diversity of funding streams is required to ensure the independence of action of ICoCA.

3.4 Funding Situation for 2023:

- 3.1.3. Regarding the Sweden budgeting situation for this year, the Secretariat indicated that no funding would be forthcoming. The annual grants received in previous years had been connected to the Swedish government's aim to raise standards amongst Swedish companies, including through ICoCA certification. Those objectives were accomplished. Discussions have been initiated for additional funding, which could be challenging as the Swedish government has revised its foreign policy objectives.
- 3.1.4. No funding has been received from Canada, Australia or Norway



3.5 The Secretariat explained that currently 35% of the expenses are linked directly to activities and 28% for Communication & Outreach which also includes some activities such as the Tanzania Mission or the Security Expo in London and 12% Development and Partnerships which includes for example the Working Conditions Survey.

3.6 2024 Funding Vision

3.6.1 The following ideas were discussed:

- Seeking a diverse range of opportunities to support the organization's growth.
- Focus on training development and encouraging major companies to invest in ICoCA support.
- Highlighting the significance of in-country mission support.
- Exploring potential partnerships with Civil Society Organizations (CSOs).

3.6.2 Government and Corporate Funding:

- Government initiatives aimed at accessing various funding sources.
- Responsible utilization of corporate money considered for investment.
- Strategic Opportunities: Need for advance preparation and strategic planning to leverage these opportunities effectively.
- Securing predictable and sustainable core funding.

3.6.3 Engagement with Foundations and Partnerships:

- Challenges associated with funding organizations having corporate pillars.
- Exploring potential foundations and negotiating with a major observer company.

3.6.4 Complexities of Proposal Development:

- Challenges highlighted by the Secretariat regarding EU proposal processes.
- Importance of establishing the right partnerships beforehand for successful proposals.
- Emphasis on maintaining partnerships, like the one with UNI, for ongoing support.

3.6.5 Workload and Priorities:

- Acknowledgment of the extensive effort required in fundraising and proposal development.
- The necessity of dedicating more time and effort to facilitate these processes.

3.7 Membership Dues Discussion Highlights:

3.7.1 Regarding membership dues, the Secretariat recommended an indexation in 2024, to be adopted at the 2023 AGA. No such annual indexation has previously been implemented. The cumulated annual increases in cost of living since 2017 amount to +6.8% and without indexation, this has had a detrimental budgetary impact on the operations of the Secretariat operations. The Secretariat also recommended the creation of a Very Small level membership dues category.

3.7.2 The Board agreed approved both recommendations to be submitted to AGA for vote.



4 Membership & Certification Update

- 4.1 The Secretariat presented the Membership and Certification update, highlighting an increase in Member and Affiliate companies since Q2 2023, with a year-to-date growth of 16% compared to 13% in 2022 including countries like Iraq, the USA, Kenya, Azerbaijan, Madagascar, among others. 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+ companies year-end 2023.
- 4.2 The Secretariat noted that the current status in the membership is 129 companies in total, 6 joined in Q3, 11 more pending membership committee approval, 3 companies withdrew: Nigeria, Switzerland, Ukraine citing fees as an issue (two were small-sized companies).
- 4.3 The Secretariat then discussed the new entrance for Q3 which is Bolivia and the new applications in progress from Azerbaijan, Madagascar and Mali that will join if not Q4 the next one.
- 4.4 Iraq is the biggest source of membership dues during Q3.
- 4.5 Projections and Growth: Strong growth in Iraq, followed by Congo, Somalia and Bolivia.
- 4.6 Membership Applications: 11 applications recommended for approval, 1 for rejection due to issues found during the process. 16 applications are in progress, including from companies based in Iraq, the USA, Kenya, Azerbaijan, Madagascar, among others. ICoCA companies (mostly land, some maritime) are operational in 103 territories.
- 4.7 Membership Challenges and Drivers: Small-sized companies find membership dues challenging, impacting their participation. Tenders drive membership, with increasing references to ICoCA in tenders, notably in Iraq and Afghanistan.
- 4.8 Verification Process: Details the steps in the verification process, including company checks, personnel scrutiny, and code compliance assessments. Discussions within the Secretariat on issues, changes, and improvements in the application process. Once approved, the Secretariat continues to monitor the companies including through the CSA, media sources, and manages any complaints received. Sanctions are next. Concerns with existing ICoCA members/affiliates are low, likely stemming from the length approval process conducted by the Secretariat. All concerns are being addressed in a satisfactory manner.
- 4.9 Revised Application Approval Process: Under the new process outlined by the Secretariat and in alignment with Article 11 Procedures and Membership/Affiliate Requirements, changes have been proposed and approved by the Board.
 - 4.9.1 Submission Schedule: Recommendations for membership/affiliate or observer status, certification, and recertification will be presented to the Board on the first working day of each month.
 - 4.9.2 Approval Timeline: Unless rejected by the Board or if additional information is pending, recommendations are considered approved by the Board by the last working day of the same month.
 - 4.9.3 Membership Committee Termination: The membership committee has been disbanded under these revised procedures.
 - 4.9.4 Exceptions: New CSO and Government member approval processes remain unchanged. Applications with the Membership committee for over four weeks, without pending requests for more information or rejections, will be automatically approved.



- 4.9.5 Implementation: The revised process is recommended to be enacted promptly, following discussions during the Board meeting.
- 4.9.6 As such, the Secretariat will submit a revised list of pending/new applications to the entire Board by November 3, 2023, for approval by December 1, 2023.

5 Strategic Plan

5.1 The Board-level working group has been advancing in redefining its purpose, mission, vision, and values. Key themes such as Just Transition, Accountability, Human Security, and Technology have been identified. Additional consultation will take place at the 2023 AGA, and drafting continue during Q1 2024.

6 AGA Programme

- 6.1 The Secretariat outlined the AGA Agenda, scheduling Tuesday's plenary sessions for statutory matters in the morning and planning to restructure sessions in the afternoon. This is a closed event accessible solely to affiliate members. The third day is open to all participants.
- 6.2 A challenge regarding registration was discussed, with only 40 participants currently registered, including the Secretariat. Consideration is needed for future years to modify the event format. One potential approach is to host a single online AGA in Geneva and rotate it across official regions to decentralize its accessibility.

7 Tanzania Mission

- 7.1 The Secretariat provided an update on the Tanzania mission which was funded by multiyear funding commitment from the UK government. The mission had three key components:
 - A visit to the Geita gold mine to document an innovative security arrangement involving an ICoCA-certified company and development into a case study.
 - Participation in the Tanzania Mining & Investment Forum.
 - A visit to Holcim's cement plant in Mbeya.

The Secretariat noted that the mission achieved substantial engagement through social media channels.

8 Wrap Up

- 8.1 The Chair thanked and congratulated the Secretariat and the Board on the work.
- 8.2 The Chairperson provided a summary of the main points discussed, and expressed his appreciation to the ICoCA Secretariat for planning and organising it.