

## CGIAR Nominees on Center Boards— The Need for Reform

1. The CGIAR Executive Council (ExCo), at its second meeting<sup>1</sup>, considered a Secretariat note prepared at the request of several members, on the role and selection of “CGIAR nominees” to Center Boards. The note argued that the current process no longer serves a useful purpose because the rationale on which the current process is based, is no longer relevant (see rationale summarized in the “Issue” section below). The note suggested that the CGIAR and the centers should reform the process, and offered two options for change:

- Option 1: The CGIAR identifies the CGIAR nominees who should serve on each Board, after consulting with the Board about its needs.
- Option 2: The members of the CGIAR identify a number of potential candidates for each vacancy, after consulting with the Board about its needs. The Board selects from among these candidates.

2. ExCo requested more in-depth examination of the issue with analysis of data on the current state of the boards and suggested that the Secretariat revise the paper in consultation with CBC and CDC. The revised paper presents an overview of the issue, outlines the current CBC position, which is supported by CDC, comments on the CBC’s views, and explores the next steps ExCo could consider in addressing this issue.

### Overview of the Issue

3. *The rationale for the appointment of “CGIAR nominees” (under current arrangements) to Center Boards is no longer relevant.* Initially, when the CGIAR System was in its infancy, “CGIAR nominees” were appointed to strengthen Center governance by ensuring **member quality** (i.e., by appointing as Board trustees, persons who can effectively carry out the Board’s fiduciary and oversight responsibilities), and **diversity of perspectives** (i.e., in gender, nationality, expertise).

4. Regarding member quality, while this may have been a significant issue when the Centers were first established, the Centers are now well-respected and have the “drawing power” to attract talented members—and many of them succeed in doing so. Moreover, member quality should be a prerequisite of all appointments to a board, not only of “CGIAR nominees.” The fact that assessments of board performance by the External Program and Management Reviews show an uneven record (e.g., recent reviews of CIP, ISNAR and IITA), suggests that further improvements could be made either in the composition or the workings (i.e., leadership, teamwork, etc) of some boards.

5. With respect to diversity, as the data in the attached Tables (See Attachment 2) demonstrates, Centers are able to attract a diverse pool of members on their own, and

---

<sup>1</sup> All references to the second ExCo meeting are from the “Summary Record of Proceedings” of that meeting published by the CGIAR Secretariat, May 15, 2002.

diversity of perspectives in its many forms is recognized as an essential asset by the boards themselves. The data indicate a general improvement in diversity in recent years, but there is significant room for further improvements.

6. *Currently, “CGIAR nominees” carry that designation only in name, and not in function. “CGIAR nominees” are not selected by the CGIAR, and do not represent the CGIAR. The CGIAR does not instruct “CGIAR nominees” and they do not report to the CGIAR. Briefly, “CGIAR nominees” are Board members identified by the center whose nomination to fill specific Board vacancies is formally approved by the Group. There is no further direct relationship between “CGIAR nominees” and the CGIAR (See Attachment 1 for a description of the “CGIAR nominees” process).*

7. *The existing “CGIAR nominee” process does not provide a means by which Board members associated even in name with the CGIAR can help the System function like a “system” by helping strengthen the fit between the Boards on which they sit and the CGIAR. This is a particularly debilitating weakness at a time of reform within the CGIAR and the constant need to provide coherent system-wide responses to the complex external challenges being faced, as highlighted in last year’s series of international conferences e.g. The World Food Summit: five years later, and the World Summit on Sustainable Development. The major link between the CGIAR and each center is provided by the Board Chair and the Center Director, with varying degrees of success across the centers. A strong cadre of CGIAR nominees—who are CGIAR nominees in fact, not only in name—could help strengthen these linkages.*

### **The CBC Viewpoint**

8. There is strong agreement among the principal actors that maintaining the *status quo* is not a viable option. The CBC agrees that the current process for identifying CGIAR nominees is flawed primarily because it creates two “classes” of Board members, and argues that having class distinctions among members “could lead to fragmentation, lack of board solidarity once decisions are made, and board dysfunction.” Because the Boards are accountable to the investors, they “must be given a major say in the final decision on who becomes a member of the board.” The real need is in much expanding the effort to identify potential board members (through better canvassing of CG members, improving the existing database of candidates, conducting interviews of potential members, etc.) and in better orienting the selected members to the issues the System and the board faces (through improved board orientation programs, occasional attendance at CGIAR meetings, continuous briefings for board members, etc.) Thus, the CGIAR nominee process should be eliminated altogether. (For the full text of the CBC preferred position, see Attachment 3).

### **Commentary on the CBC Position**

9. The options presented to ExCo earlier for improving the CG nominee process and the option being argued by CBC differ basically in terms of their underlying principles. The CBC option underscores the need for center autonomy, and their

responsibility to the CGIAR and the need to involve the members in the Governance in a practical way. This is consistent with the view that the CGIAR has delegated the management of each center to its board. Consequently, CGIAR should in some way be involved in the Board selection process and finally to hold the Center's Board accountable for the performance of the center, but not interfere directly with its governance or management. If a center does not perform to expectations, the CGIAR should then take measures (through mainly the power of the purse) to promote change.

10. The appointment of CGIAR nominees to Boards—again, CGIAR nominees in fact, not only in name—emphasizes the concept of a System, and is a reminder that the centers are part of a larger whole. These nominees can help balance the autonomy of the centers with the System's need for greater integration, a need that forms part of the basis for the current Reform Program. The focus is on operating as a “system”—without denying the need for respecting center autonomy. There is need for mechanisms to reinforce a “system” view because the CGIAR has been undergoing significant change and that the existing means of ensuring alignment between center and System goals have not proven to be effective. In the final analysis, the primary loyalty of the Center Board members, including the board chairs and center directors, is to their center, but to recognize that their center is part of a System. The commitment of the centers to actions agreed by the CGIAR is uneven. Some board members are unaware of the changes taking place within the System, do not know why the Group is moving in a particular direction, and lack the willingness to promote the Center-level changes needed for the System-level reforms to succeed. Recently trailed orientation processes by the ILRI and the WFC (ICLARM) boards appear to offer good potential for building a “System” as well as a “Centre” perspective on Boards.

11. Having a cadre of CGIAR nominees on center boards could, therefore, help to:
- Strengthen the alignment between Center and System goals and priorities;
  - Facilitate inter-Center collaboration;
  - Ensure that key donor and client interests are considered in a Board's policy making; and
  - Reinforce the Center's resource mobilization capacity.

### **Next Steps**

12. The first and key question ExCo needs to address is whether the CGIAR nominee process should be *maintained* or *eliminated*, recognizing that there is little disagreement that the measures advocated by the CBC for an expanded effort to identify new members for boards, by true engagement of the CG members in the nomination processes, and improved orientation programs that would elevate the capacity of all the board members.

13. If it favors eliminating the process (and the CGIAR agrees with ExCo's recommendation), the next steps would involve recommending that the CG members

accept the fact that all board members are CGIAR representatives and play a greater role in identifying candidates for potential board membership, and modifying the centers' legal documents to introduce the change (to the extent this is feasible). Where it may not be feasible (such as in the case of IFPRI where the center needs to have half of its board appointed by the CGIAR in order to maintain its international standing in the USA), the current process could be adjusted to meet such requirements.

14. If, on the other hand, the CGIAR favors keeping a CGIAR-nominee mechanism, it should consider: (a) how many such nominees would be appropriate to have on each board; (b) how these nominees should be identified; and (c) what specific roles they should play. The options presented to ExCo earlier had included two alternatives for identifying the nominees, but not changing the number of CG nominees. There is no reason (other than a legal requirement, mentioned above) why the number could not be changed. Theoretically, if a CG-nominee mechanism is to be maintained, there should be at least one such member on each board.

**Attachment 1****Description of the CGIAR Nominee Process**

- Step 1:** *Profile of New Board Member:* At the end of the calendar year, the CGIAR Secretariat solicits information from the Nominating Committees on vacancies anticipated during the following 12-18 months and on the profile(s) of the person or people sought. The CGIAR Secretariat assembles this information into a circular called an Annual Canvass.
- Step 2:** *Informing the Group:* In the first quarter of the calendar year, the CGIAR Secretariat issues an Annual Canvass to the Group requesting nominations for all vacancies anticipated during the following 12-18 months. There is a six-week deadline from the date of the circular for submission of information on potential candidates. (In instances of unforeseen vacancies which occur during the year, Center-specific circulars are issued following a similar pattern.)
- Step 3:** *Identifying Candidates:* The CGIAR Secretariat submits names received in response to the Annual Canvas, supplemented by names from the CIS database, to the Chairs of the Nominating Committees.
- Step 4:** *Selecting a Short List:* In due course, the selection process is completed by the Nominating Committee and submitted for approval of the full Board.
- Step 5:** *Decision by the Board:* The full Board approves the nomination and instructs the Nominating Committee to verify the candidate's availability prior to seeking Group approval of the nominee.
- Step 6:** *Availability of the Nominee:* The Nominating Committee approaches the candidate to establish his/her willingness to serve.
- Step 7:** *Requesting the Group's Approval:* After completion of Step five, and assuming the nominee is available to serve, the Nominating Committee informs the CGIAR Secretariat of the Board's recommendation and the Secretariat issues a circular to the Group requesting approval of the nominee--on a no-objection basis-- within six weeks of the date of the circular.
- Step 8:** *Appointment Process:* In the absence of objections, the CGIAR Secretariat advises the Chairs of the Board and Nominating Committee that the Group has approved the nomination. The Chair of the Board initiates briefing of new Board members.

## Attachment 2

## Data on Composition of CGIAR Center Boards

Table 1 -- CGIAR Board Members  
Gender & South-North Distribution

Year	Gender				North-South				Total	# Centers
	Women		Men		South		North			
1989	14	7.7%	168	92.3%	85	46.7%	97	53.3%	182	13
1992	31	12.4%	220	87.6%	118	47.0%	133	53.0%	251	18
1995	39	17.8%	180	82.2%	96	43.8%	124	56.6%	219	16
1998	50	21.6%	182	78.4%	114	49.1%	118	50.9%	232	16
2001	61	26.6%	168	73.4%	104	45.4%	125	54.6%	229	16
2002	67	29.8%	158	70.2%	114	50.7%	111	49.3%	225	16

Table 2 -- CGIAR Board Chairs  
Gender & South-North Distribution

Year	Gender				North-South				Total
	Women		Men		South		North		
1989	0	0.0%	13	100.0%	2	15.4%	11	84.6%	13
1992	1	5.6%	17	94.4%	2	11.1%	16	88.9%	18
1995	4	25.0%	12	75.0%	2	12.5%	14	87.5%	16
1998	2	12.5%	14	87.5%	5	31.3%	11	68.8%	16
2001	2	12.5%	14	87.5%	3	18.8%	13	81.3%	16
2002	4	25.0%	12	75.0%	4	25.0%	12	0.8%	16
2003 (April)	3	18.8%	13	81.3%	8	50.0%	8	50.0%	16

Table 3 -- Board Vice-Chairs & Committee Chairs  
Gender & South-North Distribution

Year	Gender				North-South				Total
	Women		Men		South		North		
1989	1	2.3%	42	97.7%	18	41.9%	25	58.1%	43
1992	3	4.8%	60	95.2%	20	31.7%	43	68.3%	63
1995	14	22.2%	49	77.8%	27	42.9%	36	57.1%	63
1998	13	19.4%	54	80.6%	28	41.8%	39	58.2%	67
2001	15	23.1%	50	76.9%	24	36.9%	41	63.1%	65
2002	19	29.2%	46	70.8%	31	47.7%	34	52.3%	65

**Table 4 -- CGIAR Board Members by Center (November 2002)  
Gender and South/North Distribution**

Center	#	Gender				North-South			
		Women		Men		South		North	
CIAT	15	6	40.0%	9	60.0%	7	46.7%	8	53.3%
CIFOR	14	6	42.9%	8	57.1%	6	42.9%	8	57.1%
CIMMYT	17	5	29.4%	12	70.6%	8	47.1%	9	52.9%
CIP	10	4	40.0%	6	60.0%	6	60.0%	4	40.0%
ICARDA	18	3	16.7%	15	83.3%	9	50.0%	9	50.0%
ICLARM	13	5	38.5%	8	61.5%	6	46.2%	7	53.8%
ICRAF	14	3	21.4%	11	78.6%	7	50.0%	7	50.0%
ICRISAT	14	4	28.6%	10	71.4%	8	57.1%	6	42.9%
IFPRI	15	5	33.3%	10	66.7%	8	53.3%	7	46.7%
IITA	16	3	18.8%	13	81.3%	8	50.0%	8	50.0%
ILRI	12	5	41.7%	7	58.3%	6	50.0%	6	50.0%
IPGRI	15	5	33.3%	10	66.7%	7	46.7%	8	53.3%
IRRI	15	2	13.3%	13	86.7%	9	60.0%	6	40.0%
ISNAR	12	4	33.3%	8	66.7%	5	41.7%	7	58.3%
IWMI	14	5	35.7%	9	64.3%	7	50.0%	7	50.0%
WARDA	11	2	18.2%	9	81.8%	7	63.6%	4	36.4%
<b>Total</b>	<b>225</b>	<b>67</b>	<b>29.8%</b>	<b>158</b>	<b>70.2%</b>	<b>114</b>	<b>50.7%</b>	<b>111</b>	<b>49.3%</b>

**Table 5 – Number of CGIAR Nominees  
and Host Country Representatives by Center (November 2002)**

Center	CGIAR Nominees	Host Country Reps.	Total Board Members
CIAT	3	3	15
CIFOR	0	1	14
CIMMYT	3	3	17
CIP	3	2	10
ICARDA	3	2	18
ICLARM	4	1	13
ICRAF	2	1	14
ICRISAT	2	3	14
IFPRI	7	1	15
IITA	3	3	16
ILRI	3	2	12
IPGRI	4	1	15
IRRI	3	2	15
ISNAR	2	1	12
IWMI	2	1	14
WARDA	1	1	11
<b>Total</b>	<b>45</b>	<b>28</b>	<b>225</b>
<b>Percentage</b>	<b>20.0%</b>	<b>12.4%</b>	<b>100.0%</b>

**Attachment 3****BOARD MEMBERSHIP – SELECTION PROCESS  
CBC PREFERRED POSITION****Preamble:**

CBC is committed to increasing the diversity and expertise of Board membership in keeping with the demands of a restructured CGIAR. This requires us to seek new and younger people who are familiar with the CG and its mission as well as to increase the diversity in the skills base. A revised selection process will be accompanied by a needs-driven orientation programme for new members that will have corporate understanding and behaviour as a key component.

The current method by which the so called “CG Board Nominees” are selected is flawed, for the reasons outlined below, and hence many boards have adopted the practice of submitting names to the Secretariat for endorsement by members as a “CG Nominee”. CBC believes that all Board members are “CG Nominees” and should, and do, behave in the best interests of the investors whose assets they hold in trust.

CBC notes that the EPMP process during recent years has been generally complimentary and supportive in comments on Board performance and functioning. Neither have individual Boards received any major criticism of their role and performance from major donor or stakeholders.

This is a time when changes are needed to the culture of the CG system and the way they do business. The changes that are required of the Centres by their investors will have to be implemented through the staff of the Centres under the guidance and oversight of their trustees, the Centre Boards. Consequently, the Boards need to receive the messages from the investors as directly as possible. One way of achieving this is for the investors and stakeholders to communicate more frequently with the Boards and raise issues of concern or interest, another is for the Board orientation programmes to be recognised and endorsed by the membership, and another is to participate more actively in the selection processes for Board membership. (At the ILRI Board meeting in Nairobi we had representatives from two of the CG sponsors – FAO and IFAD – and we would encourage this practice to become the norm).

This paper concerns the last alternative – the selection process for Board membership.

**CBC Principles:**

1. Consultation and dialogue between the boards and donors and investors, to establish mutual expectations and needs, is at the heart of the selection process. This can be achieved in a variety of formal and informal ways but the process needs to be streamlined and effective.

2. Flexibility in Board membership is already constrained by constitutional requirements. Each Board has enshrined in its constitution, the number of the membership and an allocation to special interest groups such as host country and regional representatives and, more recently, the request for representation by the Government of Japan. The number of ex-officio positions can be up to 40% of the membership in some cases, particularly where there is more than 1 host country representative.
3. The creation of two further “classes” of Board membership is undesirable and could lead to fragmentation, lack of board solidarity once decisions are made, and board dysfunction.
4. Because the Boards of Trustees are accountable to those whose resources they hold in trust, they must also be given a major say in the final decision on who becomes a member of the Board. It is not possible to have accountability without responsibility, particularly in the current climate where boards have to work as teams, with members having a range of skills but work together to achieve shared objectives for the Centre. Thus the selection process involves significant interaction and constant communication with stakeholders as an integral part of the selection process.
5. The process needs to be discreet and confidentiality strictly observed. The experience has been that some of the best and most successful candidates have been those who do not appreciate having their names circulated widely to outside individuals for approval. This feature is considered to be a major defect in the current method used to identify the so-called “CG board nominees”.
6. Selection processes involve more than the perusal of a CV. Boards carry out due diligence and solicit confidential comments on prospective nominees from a number of sources. Prospective candidates often attend meetings as observers and are asked to give a seminar on what they would bring to the Centre. In instances where nominees are not widely known they may participate in a more formal interview process. CBC is working towards consistency of process amongst Centres.
7. A new Board Orientation will be implemented under the direction of the CBC that will take into account of the specific needs of the CGIAR with instruction on the particular role and responsibilities of Boards of Trustees.

**Recommended Process:**

Dynamic databases at the Secretariat and Centre levels are critical to the consultative and dialogue processes between donors, stakeholders and investors and the Centres, and to accessing new people and skills for the System.

CBC now has a part-time Executive Assistant located within the System Office who can assist with this aspect and ensure that the database is active, regularly revised and that information held by the Centre's databases and the central one is consistent and readily exchanged between Centres and, if so desired, with the members on a strictly confidential basis.

Every year the membership and the Centres would be formally canvassed to submit the names of potential candidates either directly to the Centres in which they have an interest, for inclusion in the centre database, and/or to the database in the System Office. However, members, stakeholders and donors will be free to submit the names to the databases at any time during the year. **They should also feel free to approach the Board chair of any centre at any time if there are any governance issues that they would like to discuss.** The names of nominees on the database, who had not been successful in obtaining a Board position, would be removed after 3 years but they would be eligible for renomination at anytime.

A pro-forma will be designed specifically for this purpose so that there is sufficient information to enable due diligence to be undertaken by the Centre Board on the suitability of the nominee for membership.

Candidates will be screened by an interview process and when selected, participate in a board orientation programme on joining the Board.

All selected candidates would be notified to the members with a brief bio and a personal statement on what they bring to the Centre and the System.

**The Expertise and Skills Required:**

Board members have traditionally been top scientists from a discipline relevant to the particular centre but in recent times there has been a need for much broader experience. Some of the skills that Boards now require are:

- entrepreneurship
- policy formulation
- social science
- communication and public awareness
- business management
- innovation, product development and marketing
- NGO experience
- Private sector experience
- fundraising and resource mobilisation
- corporate governance
- IP management
- advocacy.

This list is by no means exhaustive or in any order of priority and not all these skills need to be represented on a Board at any one time. However many Boards needs to be able to access these skills readily and regularly. It is important that board members are well

networked in their specialty areas and related ones. CG members should add to the list of skills that they would like to see on boards of trustees.

**Governance in the Future:**

Is there a need to fundamentally rethink governance? Do Boards of trustees need to be so large? Would a system of a smaller Board of Trustees, who performed the functions of trustees, supplemented with several stakeholder/enduser advisory committees to ensure relevance and uptake, serve the System more effectively? Do the Challenge Programmes provide us with the opportunity to pilot such models?

John E Vercoe  
CBC Chair  
November 2002