

33RD EITI BOARD MEETING

LIMA, 26 FEBRUARY 2016

Minutes

EITI International Secretariat

Oslo, 7 April 2016

Table of Contents

33-1 Welcome from the Chair and adoption of the agenda	
33 -2 Introduction	5
33 -3 Draft Board Induction programme	6
33 – 4 Board Committees and future meetings	7
Annex A – Participant list	9
Annex B – Civil Society Statement	. 14

DRAFT MINUTES OF THE 33RD EITI BOARD MEETING

33-1 Welcome from the Chair and adoption of the agenda

The Chair, Fredrik Reinfeldt, called the meeting to order and noted that a few elected Board members were not present at the table. In his introductory remarks, echoing his words at the closing plenary of the Conference, he said that it had been 'unfortunate' that decisions were taken at the Members' meeting on 23 February without some key people in the room. He added that in his view, it had not been the right approach to the problem and underlined the importance of looking ahead. He explained that he saw his role to balance the three partners present at the table, underlining that there would be possibilities to discuss it in the future. Being linked to wider governance issues and to the Articles of Association, those issues could not be resolved there and then. Fredrik concluded by giving the floor to Elisa Peter, the new Executive Director of PWYP.

Elisa introduced herself as representing 800 civil society organisations around the world and explained she would read out a statement agreed by a vast majority of members present (see Annex B). In summary, the statement explained that PWYP did not recognise the decisions made on 23 February at the EITI Members' meeting as valid since a majority of civil society representatives were not represented and that a new Board was not established until there was confirmation of the new Chair and Board. The statement confirmed support by the assembly to the modifications of the Articles of Association but also registered opposition to the remarks made by former Chair Clare Short on the validity of the selection process. Elisa put forward 5 points in order to remedy the situation:

- 1) The full statement and the remarks made at the meeting should be attached to the minutes of the Member's meeting.
- 2) The EITI Articles of Association should be revised to address governance gaps, ensuring the independence, transparency and accountability of the nomination process.
- 3) There is to be a review of events leading up to the meeting on 23 February to document lessons learnt.
- 4) The Governance Review should be circulated, reviewed and presented to the new Board for implementation.
- 5) The Terms of Reference of the governance working group should be implemented.

Elisa concluded by stating that these requests should be addressed collectively in order to be able to ratify the new Board and Chair and she welcomed comments from other stakeholders.

Fredrik thanked Elisa and explained that given the complexity of the statement, the Board would need time to discuss it. He said that he understood the issues but could not accept the demands at this meeting. He insisted it was important for the organisation to have a legitimate Board now, and opened the floor for comments.

Stuart Brooks indicated that those present at the Board meeting on 23 February had heard him speak

strongly for the five civil society members. He echoed the Chair that the five points raised by civil society could be considered at the next Board meeting and that no view could be formed today since there were no documents available to discuss. He insisted that consensus had served the EITI well for the past 13 years and that while the Members' meeting had been uncomfortable it was important for all to agree to discuss this and continue in that spirit.

Professor Mack Dumba indicated he would have liked the floor before Elisa. He made reference to insults proffered towards Heads of State and ministers during a speech in the opening plenary of the Conference, protesting that such insults were unacceptable in an institution such as the EITI and underlining that all African implementing countries demanded that the Chair wrote a letter of apology. Fredrik indicated he did not know what Prof Mack was referring to and would have to seek clarifications at a later stage.

Mary Warlick told the Chair it was important to acknowledge that some serious procedural errors were made during the Members' meeting. She indicated that civil society should have been part of the decision-making process and that the consensus building efforts of the EITI could only work if all constituencies were present. She insisted that all participants must be firmly committed and that the Board should reflect the rules and commitments that the Board asks of member countries, adding that many were uncomfortable with the results of Tuesday's meeting. Following governance issues identified last year, she underlined the importance of moving forward while identifying a clear path to address the issues that have been on the table for a long time.

The Chair reminded the Board that there was a combination of people around the table, some new to the process and some old, making it important for all to equally understand the issues and to analyse the way forward, most probably at the next Board meeting in Oslo given the timeframe.

Jim Miller expressed agreement with Stuart Brooks and the Chair - the proposals needed studying, along with their implications, and should be brought up during the next Board meeting. He explained that he was present during the Stakeholders' Forum and heard shouts and boos when one of the last speakers was about to take the floor which he had never witnessed in his time with the EITI. He indicated that discussions were dominated by those that were loudest, shouting down the exchange of information. Jim said it was important that everyone taking part in meetings should learn to keep some sense of decorum and concluded he was looking forward to suggestions on how to move forward.

Elisa indicated that she had heard acknowledgment that the problem required attention and that based on a mutual understanding that there was a commitment to address the issues, she asked for her civil society colleagues to join the Board table.

The Chair said it was a pleasure to welcome everyone to the table and hoped for full participation at all Board meetings. He then suggested an introductory tour de table before adopting the agenda.

After all Board members introduced themselves, Jonas Moberg introduced himself and the International Secretariat team. The Chair thanked the alternates present for attending the meeting and congratulated everyone on their election. The agenda was adopted.

33 - 2 Introduction

Jonas Moberg introduced the documents that were distributed.

He explained that the 2016 EITI Standard was composed of two parts with the first part (implementation) including EITI Principles, sign-up steps, EITI Requirements, overview of Validation, civil society protocol and open data policy. The second part (governance) covered the Articles of Association, the openness policy, code of conduct, and constituency guidelines. Since it was a key EITI document, it was printed in A5 too, with the exact same text but only part one, making it easier to use on the go. An overview of the key changes to the 2016 EITI Standard was available in Board paper 33-2-A.

With a focus on progress with implementation in the 51 countries implementing the EITI, the Secretariat produced an Implementation Progress Report (IPR) ahead of each Board meeting. If Board meetings were not sufficiently frequent, this document was produced more often and shared via circular. The document presented implementation challenges and opportunities, and was one of few documents confidential to the EITI Board. Each Board meeting had typically started with introducing the IPR and its sister document, the Outreach Progress Report (OPR), presenting the latest developments on outreach in target countries (see documents 32-2-A and 32-2-B).

Board paper 33-2-A Implementing the 2016 EITI Standard, was not a document from a Committee, rather a document compiled by the Secretariat to assist the Board in prioritising upcoming issues. It presented the key immediate challenges before the Board and brought together some of the strategic issues that the EITI Board might wish to consider at an early stage. An immediate issue for consideration was the transitional arrangements outlined in Annex A, including the revised Validation schedule. Other urgent issues included governance and finance.

Jonas also presented the Secretariat's work plan and budget, which had been agreed by the Board but subsequently modified at its last meeting. A draft work plan was normally prepared in September each year and submitted to the Board after discussions in Committees. Its final approval, budget included, was usually following discussion at the last Board meeting of each year and the work plan was then used as guidance by the Secretariat for the year to come.

Following Jonas' introduction, Jim highlighted the commitment necessary to join the Validation Committee. He explained that the outgoing Validation Committee had issues with attendance and quorum even when most of the Validation work was done externally. Now that the Validation Committee was asked to play a more active role, overseeing 19 Validations from April to July, commitment of committee members was even more crucial.

Professor Mack noted that the transitional arrangements included a proposal for Validations to start on 1 April 2016. He reminded the Board that National Coordinators from 49 countries had met in the morning of 23 February and agreed to propose that Validations should only start on 25 February 2017 instead, giving countries time to adapt to the revised EITI Standard. Jonas confirmed that the dates in the proposed transitional arrangements had not been agreed. Rather, it was suggested that the Board agree on the Validation schedule once the Committee had a chance to study the proposal in more detail and a recommendation could be made to the Board via circular.

EITI Board to consider transitional arrangements for the implementation of the 2016 EITI Standard.

33 - 3 Draft Board Induction programme

Jonas Moberg drew Board members' attention to document 33-3-A from the Governance Committee, underlining that the governance review from last year had made recommendations related to the importance of induction of Board members in order for them to fully take up their roles and responsibilities. The first item of the induction programme was an improved Board manual. This manual was not a governing document, rather an attempt by the Secretariat to explain matters of governance and procedure. Jonas explained that it was a document that needed to be updated regularly.

The document also suggested an introduction to the work of the Secretariat through visits to the Secretariat's offices in Oslo. With the proposed location for the next Board meeting being Oslo, there was an obvious opportunity for Board members to visit. One Board meeting a year should be organised in an implementing country, with the possibility of a field trip subject to budget constraints. The outgoing Board had found these field trips useful.

Jonas then introduced Christian Fredrik Michelet, the EITI's legal counsel. Christian Fredrik was the coauthor of the EITI Articles of Association and was given the floor to introduce them. Christian Fredrik Michelet explained that one of the reasons for the induction programme was that the awareness and knowledge of the structure of the Articles of Association had been low. He encouraged Board members to refer to the Articles of Association during their work¹.

Christian Fredrik noted that the Articles of Association were the constitution of the EITI, describing the main responsibilities of all members. Members should always act in the best interest of the Association, with the objectives of the Association to be found in article 2.2. Christian Fredrik also explained that within the framework of their position, Board members always engaged their personal responsibility and that positions taken at Board meetings were individual ones. The Board should always seek to take decisions by consensus, and Board members should always be loyal to decisions taken, even if s/he disagreed with the decision. A Board member might incur personal liability. Even if such liability is hypothetical, liability insurance was provided for all Board members. The principle of confidentiality should always be respected when applied. In such cases, even a Board member's constituency might not be entitled to be informed. Articles 10 to 14 of the Articles of Association were the most important ones for Board members. EITI was registered as a nonprofit organisation under Norwegian law. All Board members and alternates were reminded of the need to register with Leah Krogsund, sending Leah a copy of their passport along with a signed form, which was a requirement under Norwegian law.

Christian Fredrik explained the structure of the Association, stating that it had individual members (not States, companies or CSOs). The scope of the Articles of Association was limited to the Association itself, and did not apply to the internal life of the constituencies. He explained there were three main levels in the Association: the Members' meeting being the governing body, with the Board as the executive body and the International Secretariat in charge of running the organisation on a day-to-day basis.

¹ Christian Fredrik's full presentation is attached.

Christian Fredrik continued his presentation explaining that Committees could be established, how they were composed and that they made recommendations to the Board who then in turn made the decisions based on those recommendations. He insisted on the fact that all efforts should be made to reach a consensus on decisions but that a vote could be organised if needed. He referred to article 14.6 on conflicts of interest and article 9.8 about suspension of a Board member. He concluded by describing the role of the Head of Secretariat and the code of conduct.

Laurel Green commented on the fact that she found all these documents daunting when first discovering them and that it would a good idea to talk about them in practice at the next Board meeting, underlining that it would pay off in the long run to spend time on them at the outset, ensuring more effective work for the Board.

Actions:

- All new Board members to send a copy of their passport and signed registration form to Leah (<u>lkrogsund@eiti.org</u>).
- Secretariat to include discussion about the Articles of Association in next Board meeting agenda.

33 - 4 Board Committees and future meetings

Jonas introduced document 33-4-A on Board Committees, explaining that the Terms of Reference of Committees should be discussed by the Committees at their first Committee meetings, and that Board members should inform the Secretariat which Committee they would like to serve on. He explained that the governance review had led to a recommendation to create a Management and Oversight Committee, on top of the already existing Committees. He underlined that even if no decision was made today, it was important that both ToRs for each Committee and who should serve on which Committee should quickly be agreed through circular since that decision could not wait until the next Board meeting. Jonas then quickly explained that circulars were texts issued by the Chair and that they came in a numbered sequence for easy tracking of important communications.

Jim raised the issue of the outgoing Implementation Committee chaired by Clare Short, stating that in his view it was not good governance to have a Committee chaired by the EITI Chair. Fredrik agreed with Jim in principle but needed further discussions to make a decision on that matter.

Marine intervened to point out that Jim's question should be examined by the working group established by the outgoing Board. She was wondering when its ToRs would be adopted so that the working group could finally become operational. Mary agreed with Marine that a lot of work had been done since Kiev and that it was important not to delay the working group further. Nico agreed with Marine and Mary and wondered what the practical steps were to appoint members for the committees taking into account that no committee chairs have been appointed yet. He also insisted on the importance of giving the Board sufficient time when setting deadlines for decision making via circular.

Zainab asked who would approve the minutes of the last meeting of the outgoing Board. She also noticed there had been a number of joint meetings between the outgoing Validation Committee and Implementation Committee, and wondered if there was not an overlap of functions that should be reflected in the ToRs. Olga raised one question on ToRs, wondering which Committee would cover the legislative work done in each country and handle the contacts with national governments related to that work.

Jonas answered quickly in the interest of time that the minutes from the last Board meeting would have to be approved by the outgoing Board. On the question of ToRs, Committee members were to revise them once the Committees had been established, and then seek approval by the Board via circular to ensure no overlap of functions. Each Committee would also decide on who should chair the Committee. He explained that the Secretariat's suggestion was to initiate a process through circular immediately, inviting Board members to volunteer for Committee work. While several Committees were dealing with countries in different ways, the Implementation Committee was in charge of monitoring implementation.

Fredrik concluded that it would have been good with more time to discuss Committees. While some Committees such as the Validation Committee had existed for a long time and should be up and running before the next Board meeting, the creation of new Committees should be discussed further. He added that the process for starting new Committees could be initiated but they would have to be discussed at the Board meeting in Oslo. The most needed Committees could start their work ahead of that.

Marine commented on the Management and Oversight Committee, stating there was also a working group that had been recommended by the outgoing Board. Therefore, the whole process should not have to be reinitiated and its role being to handle governance problems such as those witnessed in the past days, starting to work was urgent. Fredrik answered that the outgoing Board had a Governance Committee who agreed to recommend to the outgoing Board to recommend to the incoming Board the creation of a Governance and Oversight Committee. It was only a recommendation and needed further attention. Mary insisted that even if she understood what Fredrik meant, it was not a new issue. Fredrik suggested that the Board seeks to decide through circular.

Fredrik suggested that the next Board meeting should take place on 31 May and 1 June in Oslo. The next suggested dates were 1-2 November, perhaps in Kazakhstan, with potential additional days if field trips were organised. Fredrik added that the next circulars would come back to that and thanked everyone for their participation.

Actions:

- ToRs and composition of committees to be adopted by circular.
- New Committees to be discussed further at Oslo Board meeting in late spring 2016.
- Next Board circulars to come back to dates for two next Board meetings in May/June and November 2016.

33^d EITI Board meeting ends

Annex A – Participant list

Chair

Mr Fredrik REINFELDT

Countries

Implementing Countries

Ms Olga BIELKOVA, Member of Parliament, Ukraine Alt: **Mr Nurabaev Bazarbai Kanaevich**, Chairman, Committee of Geology and Subsoil Use, Ministry of Investment and Development, Kazakhstan

Mr Montty GIRIANNA, President, EITI National Committee, Indonesia Alt: **Mr Enkhbayar NEMEKHBAYAR**, Director-General, Strategic Policy and Planning Department, Ministry of Mining, Mongolia

Ms Zainab AHMED, Federal Minister of State Ministry of Budget and National Planning, Nigeria Alt: Mr José Fernandes ROSA CARDOSO, National Coordinator, São Tomé e Principe

Mr Didier Vincent Kokou AGBEMADON, National Coordinator, Togo

Alt: Mr **Ismaila Madior FALL,** Minister, Legal Adviser to the President and Chair of the EITI National Committee, Senegal

Mr Jeremy Mack DUMBA, National Coordinator, Democratic Republic of Congo Alt: **Ms Agnès Solange ONDIGUI OWONA**, National Coordinator, Cameroon

Mr Victor Hart, Chair of TTEITI, Trinidad and Tobago Alt: **Ms Maria Isabel Ulloa**, Vice Minister of Mines, Colombia

Supporting Countries

Ms Mary WARLICK, Principal Deputy Assistant Secretary of State, Bureau of Energy Resources, State Department, USA

Alt. **Mr Mark PEARSON,** Director General, External Relations, Science and Policy Integration, Natural Resources Canada, Canada

Mr Nico VAN DIJCK, Advisor, Office of Economic Interests, Directorate-General for Bilateral Affairs, Ministry of Foreign Affairs, Belgium

Alt: **Ms Catarina HEDLUND**, Deputy Director at the Department for International Trade Policy, Ministry for Foreign Affairs, Sweden

Ms Marine de Carne DE TRÉCESSON, Ambassador, Corporate Social Responsibility, Ministry of Foreign Affairs, France

Alt: **Ms Kerstin FAEHRMANN**, Head of Division, Energy, Infrastructure, Raw Materials, Federal Ministry for Economic Cooperation and Development (BMZ), Germany

Civil Society Organisations

Mr Daniel KAUFMANN, President, Natural Resource Governance Institute (NRGI) Alt: **Ms Wendy TYRRELL,** Transparency International – Australia **Mr Gubad IBADOGLU**, Senior Researcher, Economic Research Center, Azerbaijan Alt: **Mr Oleksiy ORLOVSKY**, International Renaissance Foundation, Ukraine

Ms Faith NWADISHI, Executive Director, Koyenum Immalah Foundation/National Coordinator Publish What You Pay, Nigeria Alt: **Mr Brice MACKOSSO**, Commission Justice et Paix, Republic of Congo

Ms Ana Carolina GONZÁLEZ ESPINOSA, Universidad Externado de Colombia, Colombia Alt: **Mr Cesar GAMBOA,** Derecho, Ambiente y Recursos naturales, Peru

Ms Cielo MAGNO, Bantay Kita, Philippines Alt: **Mr Moses KULABA,** Governance and Economic Policy Forum, Tanzania

Companies including Investors

Mr Stuart BROOKS, Manager, International Relations, Chevron Alt: **John HARRINGTON**, Upstream Issues manager, Exxon Mobil Corporation

Mr Dominic EMERY, Vice-President, Long-Term Planning, BP Alt: **Mr Alan McLEAN,** Executive Vice President, Tax and Corporate Structure, Royal Dutch Shell

Ms Laurel GREEN, Group Executive, Legal & External Affairs, Rio Tinto Alt: **Mr Carlos ARANDA,** Manager Technical Services, Southern Peru Copper Corporation

Ms Carine Smith IHENACHO, Vice President Legal, Statoil Alt: **Mr Jean-François LASSALLE**, Directeur Affaires Publiques, Total, France

Mr Jim MILLER, Vice President, Environmental Affairs, Freeport-McMoRan, Copper&Gold Inc. Alt: **Mr Ian WOOD**, VP Sustainable Development, BHP Billiton

Mr Sasja BESLIK, Head of Responsible Investments at Nordea Asset Management

Board Secretary

Mr Jonas MOBERG, Head of EITI Secretariat, Oslo

Observers (registered by 12 February)

Mr Abdoul Aziz ASKIA, Permanent Secretary, Niger

Mr Jonathan ATKINSON, Extractives Adviser, Governance & Extractives Team, Department for International Development (DFID), UK

Ms Hege ARALDSEN, Ambassador, Embassy of Norway, Chile

Mr Luke BALLENY, EITI Co-ordinator, President's Office, International Council on Mining and Metals (ICMM), UK

Ms Dorina ÇINARI, National Coordinator, Albania

Ms Diana CORBIN, Senior Operations Officer (Donor Relations), Energy and Extractives Global Practice, World Bank, USA

Ms Elda Gutterres DA SILVA, EITI, Timor Leste

Mr Paulo DE SA, Practice Manager, Energy and Extractives Global Practice, World Bank, USA

Mr David DIAMOND, EITI Board member representing 90 institutional investors worldwide

Ms Mia KJEMS DRAEGERT, Head Of Section, Development Policy And Global Cooperation, Ministry of – Foreign Affairs, Denmark

Ms Sonja EISENBERG, Federal Ministry for Economic Affairs and Energy and MSG member, Germany

Mr Alejandra ESCOBAR, Public and Government Affairs Advisor ExxonMobil, Colombia

Mr Farid FARZALIYEV, National Coordinator, EITI Azerbaijan

Ms Laura GAVINELLI, Ministry of Economic Development, Italy

Mr Dylan GÉLARD, Policy officer, Extractive Industries Transparency, Ministry of Foreign Affairs and International Development, France

Mr Guillermo GARCIA, Head of Revenue Transparency, ExxonMobil

Mr Evert EVERTS, EITI Coordinator, Netherlands

Mr Andrew GOWERS, Global Head of Corporate Affairs, Trafigura

Mr John HARRINGTON, Upstream Issues Manager, Exxon Mobil Corporation

Ms Helga HELLAND, Ministry of Foreign Affairs, Norway

Ms Ingvild Onstad HELLE, Programme Advisor, Publish What You Pay (PWYP), Norway

Mr Idar INSTEFJORD, Deputy Head, Embassy of Norway, Chile

Mr Michael JARVIS, Global Lead, Extractives Governance, World Bank, USA

Mr Jurriaan J. JONGSMA, Legal Counsel, Shell, Netherlands

Mr Eric JOYCE, Chair, Extractive Industries Civil Society (EICS), an NGO on the UK EITI MSG, UK

Ms Andrea JÜNEMANN, Head of Unit, International Extractive Policies, Ministry for Economic Affairs and Energy, Germany

Mr Konah D KARMO, Head, EITI Liberia

Ms Asmara KLEIN, EITI Programme Coordinator, Publish What You Pay (PWYP), UK

Mr Ole Fjordgaard KJAER, Ministry of Industry and Mineral Resources, Greenland

Ms Karina A. LITVACK, Director, ENI S.p.A

Ms Julie Julie McCARTHY, Director, Fiscal Governance Program, Open Society Foundations, USA

Mr Evan McGLAUGHLIN, Energy Analyst, Miracle Systems Contractor, Department of State, USA

Ms <u>Outi Myatt-Hirvonen</u>, Senior Specialist, development projects, Embassy of Finland

Ms Ekaterina MIKHAYLOVA, Lead Strategy Officer, Energy & Extractives Global Practice, World Bank, USA

Ms Maria Inmaculada MONTERO-LUQUE, Policy Officer, European Commission, Belgium

Ms Edda MUELLER, Chair of Transparency International German Chapter & MSH Member of D-EITI, Germany

Mr Peter MULLINS, Deputy Division Chief, Tax Policy, Fiscal Affairs Department, international Monetary Fund (IMF)

Mr Paul MUSSENDEN, Deputy Assistant Secretary, Natural Resources Revenue Management Policy, Management and Budget, Department of the Interior, USA

Mr David NOBLES, Economic Officer, Bureau of Energy Resources, Department of State, USA

Mr Florent Michel OKOKO, Chairman of the Executive Committee, Republic of Congo

Mr Orji O. ORJI, EITI Nigeria

Ms Rachel OWENS, Senior Campaigner, Oil, Gas & Mining Team, Global Witness, UK

Ms Sharon PEAKE, Director, Natural Resources and Governance Division, Economic Development Bureau (MED), Global Issues and Development Branch (MFM), Global Affairs Canada

Mr Omer VAN RENTERGHEM, Theme expert Land, water and ecosystems, Inclusive Green Growth Department, Ministry of Foreign Affairs, Netherlands

Mr Boris RAEDER, D-EITI Secretariat, Germany

Mr Andrew SCHLOEFFEL, Senior Mining Specialist, Energy and Extractives, World Bank, USA

Ms Eva STOLLBERGER, Alternate Head of Unit, Security and Natural Resources, Federation of German Industries, Germany

Ms Margaret SUTHERLAND, Assistant Director, UK EITI Implementation, BIS, UK

Ms Mona THOWSEN, Publish What You Pay (PWYP), Norway

Mr Colin TINTO, Campaigner, Oil, Gas & Mining Team, Global Witness, UK

Ms Maria Isabel ULLOA, Deputy Minister of Mines of Colombia

Mr Mathias WACHTER, Head of Unit, Federation of German Industries & MSG Member of D-EITI,

Germany

Ms Erica WESTENBERG, Senior Governance Officer, Natural Resource Governance Institute (NRGI), USA

Ms Johanna WYSLUCH, Project Manager, EITI, Germany

Ms Monica ZIDONYTE, Consultant, Publish What You Pay (PWYP), Norway

Annex B – Civil Society Statement

DRAFT Civil Society Statement for the EITI Board Meeting – 25 February 2016 (delivered by incoming PWYP Executive Director Elisa Peter)

Thank you chair for the opportunity to address this meeting.

The decisions of the Members Meeting on Tuesday were not valid because the majority of civil society was not represented at the meeting. We are not an established board, until all three constituencies have confirmed the nominations of the Chair and the Board.

We support the approval by the assembly of the amendments to the EITI Articles of Association. However, we register our opposition to the remarks that were made by the former Chair to the validity of the interference in the selection process.

To remedy the situation and to avoid similar occurrences in the future, we request:

- That our full statement on the interference in the self-selection process of civil society and our remarks today be both attached to the minutes of the members meeting.
- That the EITI Articles of Association be revised to address governance gaps, based on the principles of independence of the different constituencies, transparency and accountability, specifically in regards to the nomination process.
- That a review of the events leading up to the breach of protocol be conducted to ensure accountability and to document lessons learned.
- That the first draft of the governance review be circulated, reviewed and approved by the new board for implementation.
- That the Terms of Reference of the Governance Working Group be implemented.

The successful achievement of these requests depends on engagement and mutual accountability across all stakeholders. We look forward to working together to develop a defined action plan that will ensure timely response.

With the understanding that we are collectively working towards addressing these requests, the civil society constituency hereby ratifies the new board and the new chair.

We invite other stakeholders to comment on our request.