

CGIAR System Board  
 19<sup>th</sup> meeting, Virtual  
 28-29 January 2021

[Embedding One CGIAR in system-wide governing instruments](#)

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<b>Agenda Item</b>	4: Operating under Unified Governance
<b>Document Number</b>	SB19-04b
<b>Purpose:</b>	This document sets out a proposed approach to amendments to CGIAR’s governing instruments to ensure these are fit for purpose for One CGIAR. The proposed approach builds on the ‘Step-wise approach’ approved by the then-titled System Management Board in January 2020.
<b>Details of the Board’s last deliberations on this matter</b>	Further to the System Management Board’s approval of the approach, the Board took decisions to approve amendments to the Charter of the CGIAR System Organization in July and August 2020 (the latter effective from 1 September 2020). Since the reconstitution of the Board from 1 September 2020, the matter has not been formally discussed by the Board.
<b>Requested action:</b>	The System Board’s agreement is sought on the proposal, prior to detailed drafting being prepared and presented for decision-making.
<b>Draft decision point (if relevant):</b>	N/A
<b>CGIAR Risk Management Framework linkages:</b>	<u>Risk Family 5</u> : Poor execution undermines capability <u>Critical Success Factor</u> : CGIAR System adds significant value to outweigh related costs and constraints
<b>Issue date:</b>	25 January 2021
<b>Author(s):</b>	CGIAR System Organization
<b>Presenter(s):</b>	Secretary to the CGIAR System Board



Agenda Item 4

SB19-04b

For agreement on approach

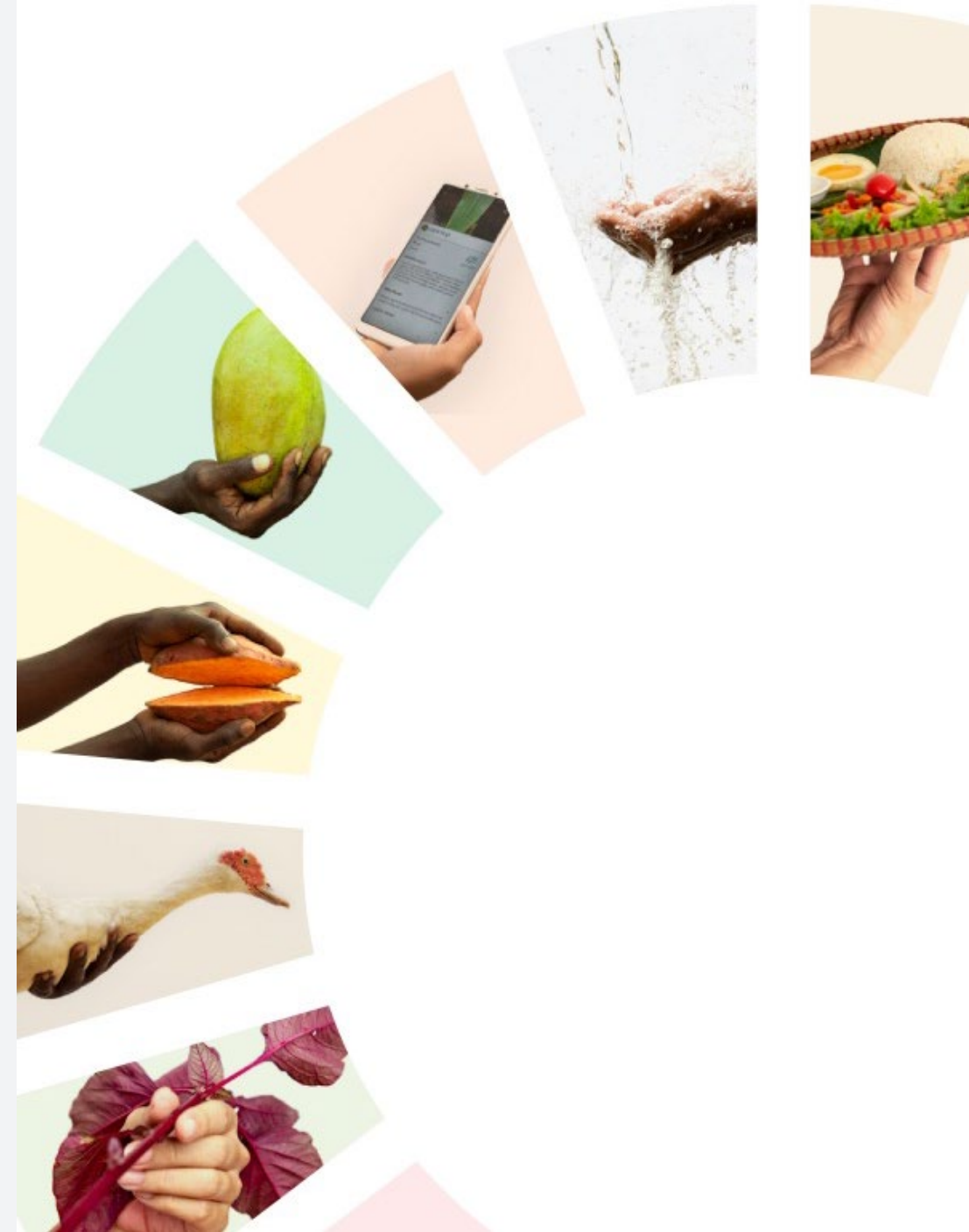
Issued: 25 January 2021

## Embedding One CGIAR in system-wide governing instruments

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Purpose: This document sets out the next actions under the January 2020 agreed 'step-wise' approach to embed One CGIAR in the System Council and System Board's governing instruments.

Action Requested: The System Board's agreement on the proposed is requested, prior to detailed drafting being prepared and presented for decision-making.



# 1. Background

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- At the SMB's 16<sup>th</sup> meeting (January 2020) the Board endorsed a [‘Stepwise approach’ towards a One CGIAR Common Board](#), which envisaged a series of changes CGIAR's system-wide governing instruments to embed One CGIAR in our governance frameworks.
- Key premise of the ‘step-wise’ approach was that **decision-making on changes to the Charter of the System Organization** (and ultimately the CGIAR System Framework due to the repetition of many elements in the two documents) **would be undertaken progressively when most relevant**, with cross-system consultation at each step.
- With strong progress on unified governance having been made (the same set of common members on the board of each legal entity), **it is appropriate to now take the next ‘step’**, with operational effect during 2021, with the aim being to move towards one streamlined governing instrument by the end of 2021.





## 2. Overview of 'step-wise' process (Board decision dates)

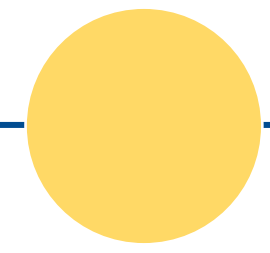
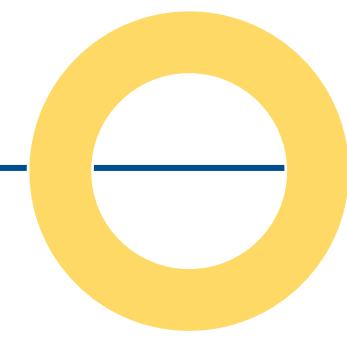
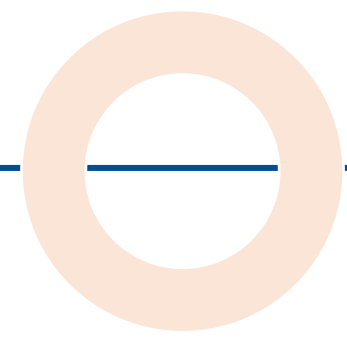
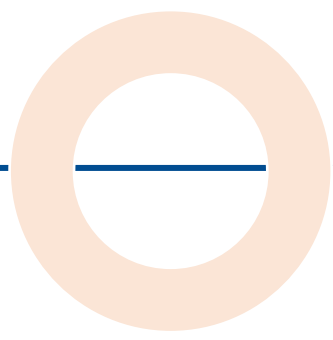
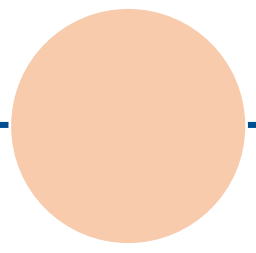
January 2020

July 2020

September 2020

By Q2 2021

By end-2021



*Steps taken to date...*

We are here

*Next steps...*

Key changes

Approval of 'step-wise' approach

- Amended composition of SMB to permit reconstitution
- Amended Board member term lengths

- Nomenclature changed from SMB to System Board
- Included role of EMT
- Updated roles re Board appointments

- **Further alignment to One CGIAR Operational Structure** (discussed on slides that follow)

**Destination:** Creation of single governing instrument

### 3. Summary of what this next 'step' entails

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Key areas of focus (as further discussed in the slides that follow) will be:

- Embedding **One CGIAR unified governance** in the roles and responsibilities of a CGIAR Research Center
- Bringing the **CGIAR Executive Management Team** to the System Council table
- Transforming the role of the General Assembly of Centers into a **Board Chairs' Network**
- **Substantially revising the stated role of the System Management Office** - which will be integrated into a One CGIAR operational structure, and need not be articulated in the level of detail it currently is
- **Removing the duplication and thus confusion in the mandate of the standing committees**, and replacing this duplication with the power of the System Board and the System Council, respectively, to form such oversight committees as are necessary, under Terms of Reference that are approved by the relevant governing body

## 4. Next step: Redefining roles and responsibilities of a CGIAR Center



Article 4 of the [Charter of the CGIAR System Organization](#) sets out what it means to be a CGIAR Research Center, with Article 5 further elaborating on Centers' roles and responsibilities.

With the approval and implementation of the System Reference Group's recommendations, CGIAR as a whole agreed to move towards a model of closer alignment and integration. It is therefore **proposed that CGIAR's governing instruments be amended to clearly set out what it means to be a One CGIAR Center**, including:

- Delivering on the 2030 Research and Innovation Strategy
- Aligning to an integrated operational structure
- Operating under a common board

**It is proposed that the above elements be codified as a condition of recognition as a CGIAR Center from 1 January 2022, and that from that date, only 'One CGIAR Centers' can be the lead signatory for funds from the CGIAR Trust Fund (W1/2/3)**

## 4. Next step:

### **Additional changes to align with One CGIAR governance and operational structure (1)**

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- New drafting such that the **three EMT members will become non-voting members of the System Council and System Board**
- Provisions regarding the **role of Executive Director of the System Organization vis-à-vis the System Council and System Board** to be removed (and the Executive Director will no longer be a System Board non-voting member)
- **Remove the Convener of the Directors General as a System Council non-voting member and standing invitee to System Board meetings** (with the EMT now representing CGIAR management on the System Board and System Council)
- **Remove the Research program leader from the CGIAR Portfolio as System Board Active Observer\***. Under the integrated operational structure, the Portfolio Performance Panel will provide the mechanism for advice on the overall CGIAR research and innovation portfolio - members will include leadership of the three Science Groups, the six Regional Groups, the five Impact Area Platforms

*\* As a transitional element, from for the final 6 months of 2021, the convener of the CRP leaders will be invited to attend meetings as a guest*

## 4. Next step:

### **Additional changes to align with One CGIAR governance and operational structure (2)**

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- **Reframe the representation of the Board Chairs of CGIAR legal entities:**
  - Evolve from the current formal General Assembly model to a **network of CGIAR Board Chairs** (to include Center/Alliance Board Chairs and the System Board Chair)
  - That network to work **in partnership on One CGIAR governance matters**
  - A member of that group other than the System Board Chair to be a **standing invitee to System Board and System Council meetings**
  - **Board Chairs will hold the votes for changes to Framework and Charter**
  - Remove the Convener of the Center Board Chairs as a System Council non-voting member
- **Committee mandates will be reconsidered** (in consultation with the respective Committee chairs and their colleagues) in line with new operational structure



## 5. Timeline/approach for ‘next step’ amendments

Subject to the System Board’s support to proceed as set out in these slides, the following sets out an approach to consultation and approval of the changes:

Date/Event	Action
28-29 January 2021 (SB19)	Seek agreement on proposed approach
February 2021	Communication from System Board Chairs to Center/Alliance Board Chairs on planned approach to seek support
3-4 March 2021 (SC12)	Proposed approach presented to the System Council for endorsement
April 2021	System Board electronic decision on final drafting amendments
May 2021	Center Board Chairs group electronic decision on final drafting amendments
June 2021	System Council approval, with operative effect from 1 July 2021