Unified Governance Review Update

System Council 19\textsuperscript{th} Meeting
20-21 October 2023
Actions to Transform Food Systems Under Climate Change
Unleashing the full capacity of the One CGIAR by:

Moving from Unified Governance (with fatal flaws)....

to

Integrated Governance for an Integrated Partnership anchored by

Integrated (Aligned) Funding
Executive Summary:

• The intent of Chengdu will be best achieved by moving from unified governance (with voting majority common members) to integrated governance, fit-for-purpose for the integrated partnership enshrined in the IFA

• A pragmatic way forward that can be achieved in a timely way - by refining and building on what works in current model

• What’s emerging as key elements of a recommended new design:
  • A reduced number of SB members on each Center board (2 SB members, one AFRC member) along with other members including host country members as defined by their own governing instruments;
  • An expanded number of SB members (11-13), with appointments made by the SC based on a nomination committee with broader representation;
  • The SB will now be the integrated partnership board, with governance of the full system, not just the System Organization;
  • Certain policies and operating agreements for the center boards will be required, with the center boards accountable to the SB for compliance;
  • The Roles of the SC and SB to be simplified, clarified, replacing a long list of tasks with few but broad roles and responsibilities taken by each;
  • Further definition of Partner Country roles in governance, such as providing input to the slate of potential SB members
<table>
<thead>
<tr>
<th>Date Range</th>
<th>Activity Description</th>
</tr>
</thead>
<tbody>
<tr>
<td>1 Sep to 17 Sep</td>
<td>Development of RFP; Tender process to select external independent reviewer</td>
</tr>
<tr>
<td>18 Sep to 1 Oct</td>
<td>Morrow Sodali/CGIAR Multistakeholder Event - September webinar</td>
</tr>
<tr>
<td>2 Oct to 15 Oct</td>
<td>Morrow Sodali/CGIAR Multistakeholder Event - October workshop</td>
</tr>
<tr>
<td>16 Oct to 25 Oct</td>
<td>Morrow Sodali/CGIAR Drafting &amp; submission of draft Report</td>
</tr>
<tr>
<td>30 Oct to 12 Nov</td>
<td>Morrow Sodali/CGIAR Delivery of independent report/recommendations (draft, then finalization) to Committee/IFA Parties</td>
</tr>
<tr>
<td>13 Nov to 26 Nov</td>
<td>Development of proposed agreements based on workshop outcomes, informed by independent review's recommendations</td>
</tr>
<tr>
<td>27 Nov to 10 Dec</td>
<td>Morrow Sodali/CGIAR Multistakeholder Event - Virtual working/decision sessions</td>
</tr>
<tr>
<td>11 Dec to 24 Dec</td>
<td>Q4 Center Board meetings (decision-making)</td>
</tr>
<tr>
<td>11 Dec to 24 Dec</td>
<td>Electronic decisions put to System Board &amp; System Council (as required)</td>
</tr>
</tbody>
</table>

= stakeholder event
Workshop approach

• Purpose was 2-fold:
  • Provide very diverse, final input to Morrow Sodali’s team for the development of their report to the committee
  • Initiate co-creation of the final governance design that will be fit-for-purpose to deliver impact at scale
    - Not intended to deliver final solutions but to agree on best option and as many specific elements as possible of that chosen option

• On-line (33 people) and in-person (52 people) for excellent diversity
• Day 1 focused on the best option; Day 2 focused on specific elements developed through break-out groups
• 8 groups created to address 8 categories across structure / process / incentives of the governance design
## Ad Hoc Committee on Governance – Current Membership

<table>
<thead>
<tr>
<th>Category</th>
<th>Member(s)</th>
</tr>
</thead>
<tbody>
<tr>
<td>System Board</td>
<td>Neal Gutterson (Committee Co-Chair)</td>
</tr>
<tr>
<td></td>
<td>Hilary Wild</td>
</tr>
<tr>
<td></td>
<td>Shenggen Fan</td>
</tr>
<tr>
<td>Center Board Chairs</td>
<td>Kanayo F. Nwanze (Committee Co-Chair)</td>
</tr>
<tr>
<td></td>
<td>Margaret Bath</td>
</tr>
<tr>
<td></td>
<td>Roberto Lenton</td>
</tr>
<tr>
<td>Center Board Members appointed by Host Countries</td>
<td>Jorge Mario Diaz Luengas (Colombia)</td>
</tr>
<tr>
<td></td>
<td>Leo Sebastian (Philippines)</td>
</tr>
<tr>
<td>System Council</td>
<td>Flora Mak (Canada)</td>
</tr>
<tr>
<td></td>
<td>Christophe Larose (European Commission)</td>
</tr>
<tr>
<td>AFRC</td>
<td>Anne Eriksson</td>
</tr>
</tbody>
</table>
High-level conclusions & observations

• On day 1, there was strong consensus to focus on option 3 of those laid out by Morrow Sodali: refinement of the current model, while incorporating elements from the Federated model and the Global Governance model as needed.

• On day 2, strong alignment on a number of elements for the refined governance based on 8 key areas – more integrated than unified by philosophy.

• Recognition that the process map from here to year-end must be – and will be – clarified, with regular, clear communication to all.

• Recognition that the anticipated changes need to focus on elements within documents controlled by the parties, avoiding changes to HCAs, which largely are not about governance.

• Recognition that there will be some changes we can and should make by end-2023 – and others that can be implemented over the coming year.
The 8 categories addressed

1. System Board & Center Board composition and nominations processes, and accountability
2. System Council & System Board role clarity & distribution
3. Culture & behavior: strengthening shared values & belonging
4. Common spaces for engagement amongst internal CGIAR stakeholders and amongst internal and external stakeholders
5. Integrated committee structure & functions
6. Decision making – what’s integrated vs coordinated vs independent
7. Host (partner) country participation & relations
8. Incentives both financial & non-financial that motivate contribution to the global good
SC-SB key proposed changes from workshop

• Shift from task-orientation to roles/responsibility orientation for SC-SB relationship clarity
  • 50 tasks for SB; 32 tasks for SC → few major roles
• Shift SB from governance body of the SO to governance body of the integrated partnership as enshrined in the IFA
• Focus of SC on oversight of:
  • Strategy, prioritization, KPIs, finance, assurance
• What’s not held by the SC is then the domain of the SB, which is accountable to the SC on SC oversight areas
• Clarity on the One CGIAR management role – responsible & reporting to the SB
• Increased engagement between SB and SC, regular bi-annual meetings
Next steps in the process
Completing governance refinement

• The UGR committee will develop and circulate the process plan, including defining the role of the “drafting group” – a small group that will work on final language – and report to the committee

• The drafting group will start working the week of Oct 23rd, delivering a first draft before the November 6th “drafting week”

• The drafting group will work in cycles with the large stakeholder group in the drafting week to refine language, have final language to incorporate in governing documents for the system

• November 10th circulation of that agreed language

• That language would be approved formally by all parties through appropriate processes by mid-December

• Where possible changes to governing documents should also be approved to enable full implementation in 2023
Open discussion

- Open floor for additional perspectives on the workshop and its outcomes
- Assure alignment and clarity on direction, and (key elements of) process map through year-end