

## Minutes for BOARD OF GOVERNORS MEETING 03-15

**Date:** 24<sup>th</sup> August 2015

**Start Time:** 8.00pm (24/08) MYT

**Venue:** Conference Call.

### Attendance

#### **BoG Members and Alternates**

AAK – Tim Stephenson (TS)  
AGROPALMA – Marcello Brito (MB)  
BOTHENDS - Paul Wolvekamp (PW)  
IOI – Ben Vreeburg (BV)  
MARKS & SPENCERS – Fiona Wheatley (FW)  
MONDELEZ – Sridhar V. (SV)  
OXFAM – Johan Verburg (JV)  
RABOBANK – Thomas Ursem (TU)  
RPOG – Belinda Howell (BH)  
SIPEF – Olivier Tichit (OT)  
WWF – Adam Harrison (AH)  
ZSL – Leonie Lawrance (LL)

#### **With Apologies**

UNILEVER – Biswaranjan Sen (BW) – Co-Chair  
MPOA Carl Bek Nielsen (CBN) – Co Chair  
AHOLD – Hugo Byrnes (HB)  
AAK – Martin Craven (MC)  
CONSERVATION INTL – John Buchanan (JB)  
FELDA – Norazam bin Abdul Hameed (NA)  
FLORA & FAUNA INTERNATIONAL – Damarwan Liswanto (DL)  
GOODHOPE – Edi Suhardi (ES)  
HSBC – Ian Hay (IH)  
HSBC – John Laidlow (JL)  
IOI – Too Heng Liew (THL)  
MUSIM MAS – Dr. Gan Lian Tiong (GLT)  
MONDELEZ – Jonathan Horrell (JH)  
MPOA – Khairudin Hashim (KH)  
OLAM – Audrey Lee (AL)  
OXFAM – Taufiqul Mujib (TM)  
RABOBANK – Geraldine Lim (GL)  
UNIVANICH – John Clendon (JC)  
ADVISOR - MR Chandran (MRC)  
ADVISOR - Prof. Bungaran Saragih (BS)  
Secretariat Staff - SalahudinYaacob (SY)

#### **Secretariat Staff**

Darrel Webber (DW)  
Patrick Chia (PC)  
Stefano Savi (SS)  
Sanath Kumar (SK)

Item	Description	Focal Point
1.0	<p><b>Chair of the meeting</b>            BW could not attend the meeting at the last moment as he had issues connecting to the meeting line. He however, recommended for either AH or TS to chair the meeting in his absence.</p> <p>TS kindly volunteered to chair the meeting.</p>	
2.0	<p><b>Renaming Secretary General role to CEO</b></p> <p>The BoG was briefed by DW on the reasoning behind the proposal. The brief was based on the decision paper that was sent prior to the board meeting (see annex 1).</p> <p><b><u>Decision:</u></b></p> <p>It was unanimously agreed for the BoG to submit a resolution, to amend the current statutes reflecting the renaming of the role of Secretary General to Chief Executive Officer. This resolution is to be presented to the membership at GA12.</p> <p>DW will draft the resolution on the BoG's behalf.</p>	DW
1.0	<p><b>A.O.B</b>  <b>Venue for RT13</b></p> <p>There has been some concerns expressed by BoG members, members and secretariat staff on the viability of Bangkok remaining a venue for RT13 given the bombings that has happened in the last week.</p> <p>DW explains that :</p> <ul style="list-style-type: none"> <li>• Options outside of Thailand are presently limited and because of the short time frame, the options considered will only be in Malaysia.</li> <li>• DW listed the options as per Annex 2.</li> <li>• There will be penalty imposed on the RSPO if there was a cancellation. However, the penalty may be minimised or avoided if a hotel from the same chain is used in this alternative venue.</li> </ul> <p>MB mentions that several countries have come out with travel advisories and that he and 2 others, at present, cannot get approval to attend RT13 if it's based in Bangkok. The other board members are unaware if organisational restrictions exists (or not) in attending RT13 in Bangkok.</p> <p>JV will seek feedback from his colleagues in Thailand, for their assessments of the situation.            DW will seek feedback from JC.            BV suggests that the secretariat takes the decision since it will be the secretariat who will be doing most of the work for the RT.</p> <p><b><u>Decision:</u></b></p> <p>TS suggests that more information should be obtained from JV, JC and the secretariat. This information should help the secretariat make a recommendation to the BoG by 28<sup>th</sup> September.</p> <p>TS also comments that it would make sense, if the decision is to move location, to choose a Shangri-La in another city. This will help minimise the potential penalties that we will have to pay Shangri-La Hotel in Bangkok.</p>	

**AGENDA ITEM: Renaming from Secretary General to CEO**

**Background**

The Board of Governors have committed, on numerous occasions, move more of the executive functions to the RSPO Secretariat. This has been happening in a gradual manner over the last years.

One of the more overt public signals of this shift, is the renaming of the RSPO “Executive Board” to the RSPO “Board of Governors”. It sent a clear signal to all stakeholders, the intentions of the board.

It was during this period of discussing the renaming of the, then Executive Board, that a proposal was made for the Secretary General’s role to be renamed as CEO. The proposal was rejected as there was a single objection from a board member.

**2.0 Action requested from the Board of Governors**

*In the discussions on renewal of his contract, the incumbent SG requests the BoG to revisit this proposal of renaming the Secretary General position to CEO. It completes the original intent and it shows progress of the Board in this process of transition.*

Some notes that may help clarify popular questions:

1. Many reputable and large non-profits use the term CEO.
2. The authority/”powers” of the SG/CEO does not change

## Annex 2

## List of Alternative RT13 venues in Malaysia

No	State Area	Hotels	PIC name	Contact	Email Address	Availability on 16 -19 November	Capacity
1	Johor Bahru	The Puteri Pacific Johor Bahru	Aisyah	07 219 8888	aisyah@persadajohor.com	Available	1900 theatre
2	Langkawi	Langkawi International Convention Centre	Lianshi	04-960 8888	lianshi.lee@westin.com	Available	1500 theatre
3	Sabah	Shangri-La's Tanjong Aru Resort	Ms Stacy	60 88 327852	<a href="mailto:stacy.lee@shangri-la.com">stacy.lee@shangri-la.com</a>	Tentative booking on 17 August but may be able to move this event	1000 theatre
4	Sarawak	Borneo Convention Centre Kuching	Mr Eric	6082 392 814		Available, provide shuttle bus	1000 theatre
5	Penang	The Gurney Resort Hotel & Residences		Raychel	<a href="mailto:raychel.mak@gurney-hotel.com.my">raychel.mak@gurney-hotel.com.my</a>	Available	Max 750- 800 pax without Staging
6	Penang	Bayview Beach Resort				Available	Max 1500 pax
7	Sarawak	Pullman Kuching	Ms Shuki	6082/222888	<a href="mailto:h6332-fl6@accor.com">h6332-fl6@accor.com</a>	Wait List. Tentative booking with cut off date this week	1000 theatre