

**Bank Information Center
Minutes of the Meeting of the Board of Directors
January 19, 2009**

Present:

Richard Bissell
Robin Broad
Alvin Carlos (development/finance)
Chad Dobson (ex-officio)
Jonathan Fox
Mamadou Goita
David Hunter (chair)
Bruce Jenkins (secretary)
Juliette Majot (treasurer)
Atila Roque

Absent:

Smitu Kothari

- 1. Call to order:** David Hunter convened the meeting at 10:00 AM.
- 2. Welcome to new Board member:** Directors warmly welcomed Mamadou Goita to BIC's Board of Directors. Mamadou is Executive Director at the Institute for the Research and Promotion of Alternatives in Development (IRPAD) in Bamako, Mali. Mamadou's three-year term began January 1, 2009.
- 3. Minutes:** The minutes of the December 16, 2008, Board meeting were amended and approved. They will be posted on BIC's website.
- 4. Finances:** Chad and Alvin reported on BIC's revenue and expenditures for 2008. BIC incurred an estimated \$2,075,421 in expenses with revenue of \$1,869,158, leaving a projected deficit of \$206,263. The deficit arose from delayed funding cycles of two funders, exchange rate variations, and projected income that did not materialize. The Board had authorized use of reserves to cover the deficit at the October 2008 Board meeting.

Chad updated Directors on 2009 revenue projections. He noted that BIC was approaching foundations that had not provided grants in the past year and that BIC would receive a two-year renewal from a long-time funder. Chad noted that future grants from this funder were in question given that the foundation was revising its strategic priorities.

Directors noted that the Board should further assist BIC with fundraising, particularly given the challenges many foundations are facing given declining portfolio values.

The Directors discussed the need for greater alignment between BIC's operational budget and its strategic plan, noting that the current budget is not organized by strategic priority but by regional/functional program. A budget that utilized the strategic plan as the organizing framework would provide a stronger management tool for planning and tracking progress.

5. Grievance Policy: Alvin discussed proposed changes to BIC's grievance policy. Staff members have raised questions regarding BIC's grievance process, and BIC's auditors have noted the need for an updated policy. Directors stated that the grievance process must be aligned with any other procedures in place at BIC (such as the policy on sexual harassment) and procedural steps for grievances should be analogous whether potential complaints involve staff members or the Executive Director. Procedures for contacting the Chair to the Board should be clearly defined, as should timelines for dealing with complaints as well as record keeping. The Board asked that the draft be revised with this input in mind, and re-circulated to the Directors.

6. Executive Director Vision Statement: The Directors discussed the ten-year vision statement that Chad had presented to the Board at the October 2008 meeting. The vision statement presents a platform for strategic discussion that extends beyond BIC's recently completed four-year strategic plan. In his statement, Chad posited three major reform objectives: (1) changing the IFI lending model that generally equates development progress with increased volumes of finance, (2) achieving equitable voice and representation of borrowing governments in the World Bank's governance structure, and (3) changing the Bank's internal incentive system to reward development impact. Chad envisions a significantly larger organization that will concentrate its energies largely on the World Bank Group and the IDB, but also works to ensure that civil society groups were closely monitoring other IFIs. BIC would provide a range of support services to civil society groups in approximately 25 IFI borrowing countries that seek to influence their national budgeting processes. BIC would seek to ensure that the emerging World Bank climate funds are progressively governed. Gender dimensions of BIC's work would be strengthened. In addition, BIC would seek to leverage a close working relationship with US Treasury and Congress in pursuing this agenda.

The Directors discussed the linkages between Chad's vision and BIC's current mission statement with its focus on environmental and social justice, environmental sustainability, and partnering with civil society actors. Tensions between the 10-year goals and BIC's current objectives of strengthening CSO partnerships were noted, acknowledging that at times those partnerships were not as strong as one would have hoped for. The need for forming connections to social movements, not just to NGOs, was mentioned. Articulating partner-oriented goals would have an impact on BIC's work program.

Directors discussed significant opportunities for addressing elements of the 10-year vision, from heightened questioning of current IFI business models to broad civil society interest in national level budget work. There was a call for BIC to more explicitly define the "social justice" objectives of its current mission statement, and to articulate why a focus on the Bank is critical to realizing them. Directors discussed whether analyzing

“social justice” impacts of Bank operations formed BIC’s comparative advantage or whether BIC’s strengths were better suited to pursuing a range of process goals. Another way of framing BIC’s goals would posit “harm-reduction” objectives versus promoting “positive alternatives.” The Chair noted that BIC’s goals toward working with CSO partners required more thought and that further Board discussion was needed.

7. Board Work Plan: The Directors discussed upcoming Board tasks. At the summer meeting (May 14) the Board will review the auditor’s findings and recommendations and the performance evaluation of the Executive Director. At the fall meeting (October 22) the Board would like to discuss the organization’s 2010 budget. Questions were raised how best to undertake program reviews, with the suggestion that one program present its work to the Board at each meeting. The Directors noted that they would like to engage in reviewing plans for BIC’s regional offices. The Board noted that more contextual discussions among Board members would be helpful, with the suggestion that the Directors meet the evening prior to official meetings.

8. Board Development: The Directors formed a Board Development Committee to be chaired by Richard Bissell to identify potential Board candidates. David Hunter will serve on the Committee as well. All Directors are encouraged to suggest candidates.

9. Evaluation of Executive Director: The Board established an Evaluation Committee comprised of David, Jonathan, and Richard to conduct a performance evaluation of the Executive Director. The evaluation will solicit input for BIC staff as well as external stakeholders. It was noted that the Executive Director should discuss the evaluation with staff members after it is completed.

10. Executive Session: The Directors met in Executive Session.

11. Next meetings: May 14, 2009, and October 22, 2009.

12. Adjournment: The meeting adjourned at 2:15pm.