

FINAL DECISIONS

BM.02/DEC.01: Ms Sue Breeze of the Canada/UK constituency is appointed as the Rapporteur of the 2nd Board meeting.

BM.02/DEC.02: The agenda for the 2nd Board meeting (BM.02/DOC.01) is approved.

BM.02/DEC.03: The Board notes the following changes in its membership (each without signatory authority) since the 1st Board meeting:

- a. **Australia:** His Excellency Ambassador Miles Armitage replaces Mr Ian McConville; and
- b. **Private Sector:** Mr Richard Barrett has resigned and the seat is currently vacant.

BM.02/DEC.04: The Board approves the Report of the Board Meeting via Conference Call (26 February 2015) attached as Annex 1 to BM.02/DOC.02 and requests the Secretariat to post it on the GCERF website.

BM.02/DEC.05: The Board:

- a. approves the Core Funding Mechanism Eligibility Policy attached as Annex 1 to BM.02/DOC.06; and
- b. requests the Secretariat to present for Board approval in 2016 an updated policy incorporating good practices and lessons learned.

BM.02/DEC.06: The Board approves the following addition to paragraph 1.9 of the Human Resources Policy (approved at the meeting via conference call on 26 February 2015 (CC.02.15/DOC.02)):

1.9 Employees may undertake work, whether paid or unpaid for another organisation, or serve on the Board or Advisory body of another organisation directly or indirectly related to GCERF, or hold public office, if to do so is compatible with and does not conflict with the proper discharge of their duties for GCERF **and, if the work is within Switzerland, the employee has the legal right to undertake such work**. Employees must obtain the prior written consent of the Executive Director before doing so, and in the case of the Executive Director, the consent of the Chair of the Board. Any such activity or engagement must be undertaken on the employee's own time, unless explicitly approved otherwise.

BM.02/DEC.07: The Board approves the following addition to Article 2.1 of the Bylaws approved at the 1st Board Meeting:

2.1 Functions

The Board is the supreme governing body of GCERF. The Board as the supreme body shall exercise all powers not expressly delegated to another organ of the foundation in the Statutes or these Bylaws. The inalienable duties include appointment of the right to sign and represent the foundation, appointment of the Executive Director, **appointment of Board members**, appointment of the auditors and approval of the annual financial statements.

BM.02/DEC.08: The Board:

- a. notes the efforts of the Secretariat to engage in communications activities to establish transparency and increase recognition of GCERF, as described in BM.02/DOC.10; and
- b. requests the Secretariat to continue to implement communications engagement and activity consistent with the Communications Guidelines, as described in Annex 1 of BM.02/DOC.10.

BM.02/DEC.09: The Board:

- a. approves:
 - i. the Policy on Ethics and Conflict of Interest attached as Annex 1 to BM.02/DOC.13; and
 - ii. the terms of reference of the Ethics Committee attached as Annex 2 to BM.02/DOC.13;
- b. requests the Executive Director to appoint an Ethics Officer in the Secretariat who should proceed with distributing the Declarations of Interest to Covered Individuals as soon as possible; and
- c. requests the Chair to consult with Board members interested in joining the Ethics Committee, and present a recommendation on the committee's membership for Board approval, using the no objection procedure set out in Article 2.9 of the Bylaws.

(signed) _____
Sue Breeze
Rapporteur

(signed) _____
Carol Bellamy
Chair