Appendix 3. Board Members' duties

BOARD POSITION DESCRIPTION FOR BOARD MEMBER RECRUITMENT

Background

The aim of ICAR is to promote the development and improvement of the activities of performance recording and the evaluation of farm livestock.
The Objectives of ICAR, an international non-profit organisation, is to promote the development and improvement of performance recording and evaluation of farm animals. This is to be achieved through establishing definitions and standards for measuring animal characteristics having economic importance, including:

a) establishing rules, standards and guidelines for the purpose of identifying animals, the registration of their parentage, recording their performance, evaluating their genetics, and publication of such;
b) promoting discussion and collaboration in all activities having to do with animal performance recording and evaluation within and among international organisations, public authorities and industry;
c) encouraging the use of animal records for the purpose of assessing the value of animals and farm management systems, given that both aspects have a bearing on the profitability of animal production;
d) facilitating the interpretation of animal records at the practical level by publishing reports showing the results obtained through the application of performance recording and evaluation.

The association has also as its aim the drafting of articles, publication and distribution of journals and books, the organisation of seminars and workshops, and granting scholarships to selected researchers or students.
Within the scope of its activities, the association can enter into any transaction having to do with movable or immovable property where such transactions are in pursuit of its aims.

The Role of the ICAR Board
The powers and duties of the Board Members (the Board) of the International Committee for Animal Recording (ICAR) are set out in the Statutes, internal regulations and policies and are in accordance with the current Italian legislation. These Guidelines have been prepared to give guidance to the Board Members with respect to their legal obligations and fiduciary duties and is intended to be reviewed annually or as required.

1. Functions of the Board
Without limiting the obligations and duties as stated in the Statutes and elsewhere shown above, the functions of the Board of ICAR shall include:

a) Approving the Strategic Plan of ICAR.
b) Approving plans, strategies and budgets to ensure accountable and efficient provision of services by ICAR and the long-term financial viability of the organisation.
c) Ensuring that the services provided by ICAR meet the needs of members, are science-based and that the views of all members and stakeholder groups are taken into account in such service provision.
d) Ensuring effective and accountable staff and structures are in place to:
   i. Monitor and improve the quality and effectiveness of services provided by ICAR.

ii. Address identified problems or issues with the quality and effectiveness of services in a timely manner.
iii. Foster innovation.

e) Approving and monitoring the annual goals which are consistent with the attainment of the mid and long-term objectives.
f) Monitoring and assisting activities of Sub-Committees, Working Groups and Task Forces.
g) The appointment, of the Chief Executive (CE).
h) Overseeing the management of ICAR by the CE.
i) Monitoring the annual performance of the CE and agreeing a compensation and performance package.
j) Establishing committees to assist the Board in the execution of its duties.

<u>2. The guiding principles used by the ICAR Board to make its decisions</u>

- Act with integrity and according to the ICAR statues and internal regulations and within Italian law.
- Aim to maximise the net benefit to ICAR members.
- Consider the views of technical experts and ensure all technical changes have been thoroughly researched and reviewed.
- Consider the relative cost and benefit of any initiative or change.
- Consider the practicalities of implementation including acceptance and uptake.

Executive Board

The Board shall elect annually from among its members an Executive Board, consisting of a President, one or two Vice-Presidents, a Treasurer and a Secretary. The President of ICAR shall also be the President of the Board and Executive Board.
The Executive Board is also the Board of SERVICE-ICAR Srl. SERVICE-ICAR Srl (S-ICAR) is a fully owned subsidiary of ICAR and is responsible for the commercial activities of ICAR.

Time Commitments - Meetings

The ICAR Board meets annually at the ICAR annual general assembly. These meetings take place in the country hosting the annual general meeting. From time to time the ICAR Board may hold a second meeting. Time commitment equates to approximately 3 days/annum plus travel time. Significant background reading is required to prepare for meetings.

Phone conferences may also be held throughout the year

Term

Board Members are elected for a four-year term by the General Assembly. Board Members may be re-elected once only.
For clarity, if a Board Member completes the term (mandate) of an out-going Board Member this will not be considered as the in-coming Board Member’s first mandate. As a result a Board Member may serve up to 9 years on the board.

Re-imbursement of Costs
Accommodation and meal expenses relating to ICAR Board and Executive Board activities at Annual General Meetings are to be covered by participating Board Members.
For activities outside Annual Meetings ICAR shall pay accommodation as authorised by the President. For members of the Executive board this includes accommodation related to Executive Board meetings.
All travel expenses shall be the responsibility of the Board Members.

Key Selection Criteria
Candidates for board positions should:
- Have a good verbal skills and written understanding of the English language.
- Have practical understanding and/or recognised technical expertise in either animal identification, phenotype recording (eg. milk recording, functional trait recording etc) or genetic evaluation in a livestock industry.
- Have a demonstrated ability to understand complex technical issues.
- Have demonstrated ability to make sound judgments.
- Understand corporate governance requirements.
- Have skills in either business strategy and/or finance.

For more information contact ICAR Chief Executive at +353-8766 72223 or via e-mail at martin@icar.org . Additional background information including ICAR Statues is available on our website www.icar.org.