THE GLOBAL STANDARD FOR LIVESTOCK DATA

MINUTES ICAR BOARD

ICAR Board meeting (face to face meeting in Utrecht, Netherlands)

DATE 14TH AND 15TH NOVEMBER 2019

TIME 8H30 TO 17H30 AND 8H30 TO 16H30

1. Call to Order & Approval of Agenda

In attendance: Jay Mattison (President), Daniel Lefebvre, Frido Hamoen, Antonio Martins, Niels H. Nielsen, Bevin Harris, Kaivo Ilves, Laurent Journaux, and Japie van der Westhuizen. Inspectors: Josef Kuçera and Ernst Bohlsen. Staff: Martin Burke (Chief Executive, CE), and Elena Couto.

Apologies: Bianca Lind.

Motion: It was duly moved, seconded and carried that the agenda is approved as presented.

2. Approval of the 22nd October 2019 minutes

Motion: It was duly moved, seconded and carried that the minutes of the Board of 22nd October 2019 are approved with the correction requested (this includes the filing of Service ICAR Board Q3 results which was incorporated into the same meeting on Oct 22nd)

3. Session 1

<u>ICAR Vision and Mission review</u>

<u>Mission statement</u> was discussed and the consensus was that rather than expend our energy and resources in 2020 on a full review it was agreed that the mission statement is currently fit for purpose but the Board asked the CE to make the following additions to the statement:

1) Add in the word 'independent' to the first line, so it now reads "…the global provider of **independent** Guidelines…."
2) Add wording around **animal care/adaptability** to the mission statement.

<u>Action</u>: CE to come back with new proposed wording in the January 2020 Board meeting.

<u>Vision Statement & ICAR Strategic and Alignment Plan</u>

Both the Vision and the Strategy of ICAR were discussed and the consensus was that we really did not have a clear 'why' statement – It was agreed the Board will review this as part of its strategy review in 2020.

<u>Action</u>: President and CE to come back in the January 2020 Board meeting and propose a framework to address ICAR strategy.

4. Sessions 2 and 3

ICAR 2020 Budget, staffing plan and job descriptions & ICAR NL relocation update

CE presented the ICR 2020 staffing plan and budget. The Board supported the proposed plan but with the following recommendations to be implemented:

- Provide a more detailed work plan for the Relocation with tasks identified, persons responsible and timelines to be shared with the Board in December.
- For the ICAR Budget it was recommended that the ICAR legal estimates for 2020 were under forecasted and the Board asked the CE to review and represent to the Board for approval in December.

Action: CE to develop and share a detailed Relocation plan and share with Board by December 10^{th}, 2019.

Action: CE to resubmit the ICAR 2020 budget in the first instance to the Finance Committee on December 11^{th}, 2019 and then to the ICAR Board on December 17^{th}, 2019.

ICAR 2020 Netherlands – Hans Willmink presented an update to the Board on behalf of the LOC2020. He shared the draft program, venues, details etc – and explain that the ICAR2020 website was to be released in the first week of December - It is now available at:
https://www.icar2020.nl/

The board asked Hans to include an introduction paragraph on the 'Circular Economy' which is the main theme of ICAR2020.

The board asked Hans and CE to include in the Program somewhere a mini survey/workshop for members so we can poll them re their feedback on ICAR and its services to members.

Action: Hans Wilmink to ask LOC2020 to add an intro to explain what the 'Circular Economy' is and as it pertains to Agriculture.

Action: CE and Prog Cttee to include that survey into the Friday Wrap up program.

5. Session 4

Invited speaker: Miel Hostens or Marleen de Rond-Schouten

Miel shared with the board a very interesting powerpoint and discussion on new technologies and the challenges and opportunities around the use of big data. The presentation was also shared with CDCB in Sept 19 and is available on youtube here:
https://www.youtube.com/watch?v=hh8AELptzH0

Nysingh Notary to come in for Board data cards

Ms. Evelien Schiffer – Boerrigter from Nysingh Notary attended the meeting and collected the original data cards signed and passports from the Board members to be used in the incorporation of the association in The Netherlands. In addition, she provided the necessary information to the two ICAR Members which will be part of the incorporation, namely NDHIA (USA) and Coöperatie Koninklijke CRV U.A. (The Netherlands). She informed the Board that the incorporation will take place once these documents will be available to the notary and following the acceptance of the last version of the ICAR Statutes.

6. Session 5

Governance Committee

Daniel Lefebvre, chair of the Committee, presented the ToR with objectives and priorities for Governance and Ethics and Human Resources. Among the priorities for 2020 the Committee proposed:

1. Board succession planning:
    a. Develop Competency matrix
    b. Develop list of potential Board members
2. Review Code of Ethics
3. Develop a Board evaluation process.
4. Other mutually agreeable and appropriate activities.

Board vacancies 2020

The CE presented the Chart Board with coming changes at the next Annual Conference. Jay Mattison and Kaivo Ilves, members of the Board, and Josef Kuçera, inspector, will finish their mandate in June 2020 following an extraordinary extension of two years agreed by the General Assembly in 2018.

In June 2020 Daniel Lefebvre will complete his first mandate and will be eligible for a second mandate.

Following the resignation of Jorge Lama there is still a vacancy in the Board, who may have up to 11 members according to the Statutes.

There was a discussion about the convenience of having replacements considering the change of the seat and legal issues with AR case, but the Board agreed that the smooth replacement of the members has been taken in consideration over the last few years and this will not cause any problem of continuity.

The Governance Committee will work on the profile of the Board members and Inspectors and the Secretariat will send the call on time to allow members to propose their candidates.

It was agreed that the geographic distribution could be a factor for consideration, but the technical and management profile of the candidates have to be at the basis of the selection.

Action: The Terms of Reference were approved, and Daniel and the Governance Committee were asked to schedule a meeting or two this side of the Christmas break with priority on Board Matrix and report back to the Board in due course.

7. Session 6

Interbull governance

Jay Mattison presented an overview of the Interbull governance and relationship between SLU (University of Uppsala, Sweden), Interbull Centre and ICAR. Following this presentation the Board agreed to proceed with contacts with the legal office of SLU and to establish a dialogue with them and the Interbull Director, from one side, and the ICAR President, CE and chair of Interbull Sub-Committee on the other side to agreed on the type of contract to regulate the different activities the Interbull Centre is providing on behalf of ICAR to its members.

Action: President and CE will work with SLU in Q1 2020 and engage appropriate legal advice as required as we review and modernise contracts

HR Committee & CE Appraisal / QPlus Contracts

CE was not present for this section.

8. Session 7

Wrap Up Strategic and Alignment Plan

Both the Vision and the Strategy of ICAR were discussed and the consensus was that we really did not have a clear 'why' statement – It was agreed the Board will review this as part of its strategy review in 2020.

Action: President and CE to come back in the January 2020 Board meeting and propose a framework to address ICAR strategy.

9. Session 8

AR appeal

President and CE informed the Board there was no update since the last meeting.

Future Meetings 2020 Review and agree schedule

CE presented the proposed meeting schedule of Board for 2020 and it was approved. The President offered to accommodate Bevin with a more suitable time for NZ if needed but Bevin kindly offered to continue with his early morning slot to accommodate the other board members.

The only date and location that was not fixed in 2020 was the face to face meeting in November 2020 – the proposal was Frankfurt again, but it was agreed to revisit that with Bianca in the new year.

Action: CE to ask Cesare to set up calendar invites and send to Board member so their diaries can be updated (with the exception of location and date for Nov '20 Board meeting which is TBD in the new year).

10. AOB

Legal Partner in NL: The President, CE, Frido and Elena met with two legal firms on Wed 13th November in Utrecht.

1. Nysingh and 2. Van Diepen, with a view to selecting a partner for ICAR NL. The recommendation from this small group was to go with Van Diepen – this was proposed and was subsequently approved by the ICAR Board. See https://www.vandiepen.com/en/

Action: CE was asked to develop an initial scope of work via an RFQ for Van Diepen, with priority for now on ICAR's contracts. CE to send this RFQ in week commencing Nov 18th, 2019 and ask Van Diepen to set a completion date within 4 weeks.

11. Adjourn

The President thanked all the ICAR Board members and ICAR staff for their attendance and for their contributions throughout the year, and duly closed the meeting.