



MINUTES of Governance Committee
International Committee for Animal Recording (ICAR),
Held by conference call (Zoom)
on 21st January 2022 at 15h00 CET

The meeting is chaired by Frido HAMOEN (ICAR Vice President), the minutes are taken by the Secretariat.

The chairman opens the meeting and records the fact that all committee members are present.

A. Call to Order & Approval of Agenda

In attendance: [Frido Hamoen \(Chair\)](#), [António Martins](#) and [João Dürr](#).

Staff: [Martin Burke \(Chief Executive, CE\)](#), [Elena Couto](#) and [Yvonne de Gier](#).

[Laurent Journaux](#) joined 40 minutes later. Approved the minutes as well as the new sentence for the SOP.

Agenda

- Minutes of Dec 15th Governance meeting
- SOP catering for Board Member leaving employ of nominating Member (changes highlighted in yellow)
- Board Chart -with term end dates
- Board Skill Matrix
- Uniform Agri – Harm Jan ??

[The agenda was approved as proposed.](#)

1. Minutes of Governance Committee 15 December 2021

Motion: [It was duly moved, seconded, and carried that the minutes of the Governance of 15th December 2021 are approved.](#)

2. SOP catering for Board member leaving employment of nominating Member

[The Governance Committee agreed with the following sentence to be added to the relevant ICAR SOP and this will be proposed to the Board for approval by email:](#)

Article 11 specifically addresses the maximum term length for Board members. One aspect it does not cover is in the event a current Board Member, for whatever reason he/she is no longer in the employ of a nominating ICAR member organisation or that the nominating member rescinds its nomination of a non-employee, then that ICAR member is duty bound to officially inform ICAR that the serving Board member is leaving their employ/or their nomination is rescinded.



João had some questions about the process.

- The SOP is an internal document and is not shared with members.
- *Can the Committee interview candidates?*

Martin answers that the Gov. Committee could, but never had a need for.

Frido added that the Governance Committee can advise, but the GA has to elect by vote.

- *What about the criteria to eliminate a candidate?*

It is a democratic election and any full member can nominate a candidate for the General Assembly election. The committee recommends based on criteria required, but the board decides whether a candidate becomes a nominee. The last call will be shared with the Governance Cttee on the restricted area.

3. Board Chart 2021 - with term end dates

It has been decided to publish an overview on the website of the Board Members, which year they were elected and for which mandate (first or second). MB will ask Cesare to update website accordingly.

Everyone agrees, for continuity, to nominate Niels for an extra term of two years and to bring this to the board on Jan 25th.

Laurent's 2nd term is up. FGE will nominate a replacement candidate.

António will be available for a second term.

There are 2 or 3 positions to fill. Depending on the quality of the candidates.

Inspectors are nominated by the General Assembly; a call for inspector should be sent.

João asks about Martin's renewed contract. Frido will consult with the HR Committee.

4. Board Skill Matrix

The Board Skill Matrix is a self-assessment. Martin will send it to the new members of the board and ask them to fill it in to help the Governance Cttee to finalise the 2022 'call' wording.

5. Uniform Agri – Harm Jan v/d Beek

Frido explains that Harm Jan expressed an interest to be a potential candidate.

Uniform Agri is an associate member of ICAR . Harm Jan is not an employee of a full member, but an employee of an associate member. Candidates need official support/nomination from a full



member. The ICAR Governance committee will need to consider if associate members can be nominated to be on the board and whether this may consist of a conflict-of-interest in ICAR.

MB to put up guidelines for members and associate members to share with the Governance Committee.

6. AOB

Next meeting will be scheduled in February before next Board meeting to review skills matrix and finalise 'call' criteria

There were no other matters to be discussed and the meeting adjourned at 16h04.

Chairman
Frido Hamoen

Secretary
Yvonne de Gier
