



International  
Code of Conduct  
Association

**ICoCA Q2 1<sup>st</sup> 2020 Board Meeting**  
**06 May 2020**  
**Virtual**

**Minutes**

**Present (Board)**

- Fredrik Ahlén
- Deirdre Brown
- Frédéric Chenais (Chair)
- Beatrice Godefroy
- David Hornus
- Clifton Johnson
- Charlie Mayne
- Michael Posner
- Michelle Quinn
- Margaret Roggensack
- Caleb Wanga

**Present (ICoCA Secretariat)**

- Dina Chantre (Executive & HR Assistant)
- Stéphane Coute (Project Officer)
- Christopher Galvin (Head of Communications & Outreach)
- Alexandra Garzotto (Finance Manager and Administrative Officer)
- Gina Menghini (Project Officer)
- Amir Sajjadi (Project Officer)
- Giuseppe Scirocco (Monitoring Officer)
- Jamie Williamson (Executive Director)

**Present (Observing/Supporting)**

- Susan R. Benda (US DoS)
- Annie McGee (UK FCO)

**AGENDA POINTS**

1. Opening of Meeting and Approval of the Agenda
2. Election Results
3. Approval of Q1 2020 Board Meeting Minutes
4. COVID-19: ICoCA Activities, Impact and Strategy
5. Budget update
6. Fundraising
7. Communication & Outreach
8. Wrap Up

## **1. OPENING OF MEETING AND APPROVAL OF THE AGENDA**

1.1. The Chairperson opened the meeting at 14:06 and asked the Secretariat to draw up the minutes. The Chairperson took note that each of the three stakeholder pillars was represented by at least two Board Directors and that at least eight Directors were present. The Chairperson declared that a quorum was present according to Article 7.6 of the Articles of Association (AoA), that the meeting was duly constituted and that the Board could adopt resolutions in compliance with the Articles of Association.

1.2. **The Board discussed and approved the meeting Agenda.**

## **2. ELECTION RESULTS**

2.1. The Secretariat presented the industry election results to the Board. Following Ryan Berry's resignation, a new election process for the 'Americas' seat was started and Michelle Quinn, Vice President of Patriot Group International, was elected as a result.

2.2. The Secretariat and the Board thanked Ryan Berry for his contribution to the work of the Association, welcomed Michelle Quinn and introduced themselves.

## **3. APPROVAL OF Q1 2020 BOARD MEETING MINUTES**

3.1. **The Board reviewed and approved the Q1 2020 Board Meeting Minutes.**

## **4. COVID-19: ICOCA ACTIVITIES, IMPACT AND STRATEGY**

4.1. The Secretariat presented the Briefing Paper on ICoCA's COVID-19 response and sustainability strategy. The document includes an overview of the actions taken by the Association since the virus outbreak as well as an analysis of the identified challenges and opportunities, the recognised objectives and a proposed plan of action for their achievement. In addition, the Secretariat provided a Membership update for the period covering January to April 2020.

4.1.1. Following the COVID-19 outbreak, a decision was taken to postpone all the planned field missions and to allow Secretariat staff to work from home. The Secretariat has ensured business continuity without significant disruptions and no major financial losses were suffered for those activities and projects that could not be implemented because of international travel restrictions.

4.1.2. The Secretariat explained that while Switzerland enters 'Phase Two' of the public health emergency, local authorities are still recommending to limit movements to the extent possible, and remote working is therefore likely to continue over the coming weeks.

4.1.3. The Secretariat stressed that the current pandemic is expected to have an impact on the industry landscape as well as on donors' capacity to fund proposed activities. There is thus a need to develop a revitalised approach to ICoCA's work in order to maintain visibility and strengthen the Association's credibility. Since the virus

outbreak, the Secretariat has been engaging Members regarding the impact of the pandemic on their work with the purpose of identifying potential risks and challenges in the implementation of the Code, and has publicly communicated on the security implications of COVID-19 through webinars.

4.1.4. The Secretariat and the Board analysed the anticipated impact of COVID-19 on the private security industry as well as the associated challenges and opportunities for ICoCA. While human security becomes even more important in the midst of the pandemic, the impossibility of conducting in-country monitoring underscores the importance of technology and access to relevant networks.

## 5. BUDGET UPDATE

5.1. Following the successful completion of the 2019 financial audit, the Secretariat provided a budget update to the Board detailing the adjustments made and the projected needs for 2020 and 2021. In particular, the Secretariat stressed that while the same level of core expenditure has been maintained for the current year, there is still a need to diversify the funding streams of the Association.

5.1.1. The Board analysed the financial situation presented by the Secretariat. Regarding the revision of ICoCA's policy covering the expenses of all Board Directors to participate in Board meetings, **the Board agreed to send a proposed amendment to the Secretariat in due course.**

5.1.2. The Secretariat provided clarification regarding the final costs for the website redesign.

5.2. The Secretariat informed the Board about the status of the termination process for unpaid dues and the engagement with Members. In light of the current pandemic and the challenges faced by many companies, **the Board decided to extend the termination deadline to September 2020.**

5.3. Taking into account the global health crisis caused by COVID-19 and the associated international travel concerns, the Board and the Secretariat discussed alternatives to an in-person Annual General Assembly (AGA) for 2020. **The Board decided to host a virtual AGA in 2020** and asked the Secretariat to propose a format to make the event engaging and interactive.

5.4. The Board requested the Secretariat to submit a revised 2020 Budget reflecting the decisions taken.

## 6. FUNDRAISING

6.1. The Secretariat presented the proposals developed so far and informed the Board that the Fundraising Committee had met for the first time on 25<sup>th</sup> March to discuss ICoCA's fundraising approach.

6.1.1. The Board requested to see the proposals developed by the Secretariat.

- 6.2. The Board and the Secretariat analysed the potential security implications of COVID-19 and discussed related fundraising opportunities.
- 6.3. **The new Board Member Michelle Quinn agreed to join the Fundraising Committee.**
- 6.4. The Secretariat introduced the idea of developing a new 'Client' pillar or mechanism to strengthen the role of this constituency within the initiative. The Board identified this as an element for further discussion.

## **7. COMMUNICATION & OUTREACH**

- 7.1. The Secretariat explained how communication had recently been adjusted to better reflect current trends and potential security and human rights concerns.
  - 7.1.1. The Secretariat presented the webinar for civil society organisations based in Iraq recently held and underscored the need for local engagement and locally driven solutions. In addition, it introduced the idea of using podcasts as a new means of communication.
  - 7.1.2. The Board praised the Association's effort to bring up voices from the field and demonstrated availability to support ICoCA's communication. Michelle Quinn and Annie McGee will work with Chris Galvin on the suggestion of an ICoCA event on Women, Peace and Security.
- 7.2. With regard to the new website currently being designed, the Board recommended the new design include a component with pages and fact-sheets tailored for each Pillar, similar to the website of the Voluntary Principles. The UK and US representatives volunteered to read drafts of proposed text upon submission from the Secretariat.
- 7.3. The Board also recommended the new website contain more dynamic and thematic content than presented on the current website.

## **8. WRAP UP**

- 8.1. The Chairperson provided a summary of the main points discussed and the decisions taken at the Q2 1<sup>st</sup> 2020 Board Meeting, and expressed his appreciation to the ICoCA Secretariat for planning and organising it.
- 8.2. The Chairperson closed the Meeting at 18:00 and reminded that the next Board Meeting will take place on 25 June 2020.