

External Evaluation of Aspects of IUCN's Governance

Final Report



November 2015

Executive Summary

Background

The International Union for Conservation of Nature (IUCN) has a unique governance structure that includes governmental and non-governmental members. Over the past two decades, the Union explored various approaches to improving its governance system. This evaluation serves as a formative account of the effectiveness of the various governance bodies. The report reviews aspects of the governing structures, and explores the Council (State actor, NGOs and Commissions) and their interface with the Secretariat. In addition, the evaluation reviews the progress made on recommendations from previous evaluations in 2007 and 2011 in areas related to governance improvement.

The architecture of governance for the IUCN is set out in the Statutes. The World Conservation Congress and Council are the governing bodies empowered to take decisions for the Union. The Congress is the highest body of the IUCN in which representatives of Member States and NGOs participate. The Council is the main governing body in between Congresses with up to 38 Council members. Council meets twice a year, and in addition can conduct business through various electronic communication tools or through its Bureau. The Council is responsible for oversight and general control of all Union affairs. A President is elected by Members at the Congress together with the Treasurer and the Chairs of the Commissions and the Regional Councilors. The Statutes allow committees to be appointed by the Council, and task forces on issues such as gender or climate change may be established.

Evaluation Rationale and Methodology

From the terms of references, Universalialia developed an analytical framework that guided the overall evaluation work. We developed five questions to guide the evaluation work:

1. What is meant by the governance structure of IUCN?
2. What are the characteristics of the governance structure and, more particularly, the Governing Council?

3. To what extent is the Governing Council using good or best practices?
4. To what extent is the Governing Council effective and contributing to the sustainability of the Union?
5. What recommendations could be made to improve the effectiveness of the Council?

Over 50 interviews were conducted, 80% of the Councillors completed written surveys, and an array of IUCN and general governance literature was analyzed. In completing the data analysis, we triangulated themes from different sources. We also used multiple perspectives by exploring how our findings were similar and or different from meta studies done on other councils. Our findings emerged from the themes and the triangulation of the themes.

Limitations included: 1) Governance is a normative field and thus is subject to many approaches, ways of analyzing, and ways of knowing. 2) With limited time and financial resources, most interactions were by electronic media that does not always provide the element of trust that needs to be developed in this type of evaluation. 3) IUCN has a unique democratic representational system and we found no comparator to use to make judgments. 4) Making judgments about the effectiveness of the IUCN Council can be done through criteria such as level of participation, quantity, and quality of outcomes, and contribution to the Union. Where possible, we used best practices as a guide to assess the council. While desirable, it was not possible to compare IUCN's effectiveness in decision-making and other areas of Council results,

Key Findings

Characteristics of the Governance Structure of IUCN

IUCN is a large membership organization having a number of organizational characteristics that make the governance structure complex.

IUCN's Congress consists of NGOs and government members, both of which have an equal voice in several key areas. The Congress elects most of the

Council, from regional nominees. In addition, it elects Commission Chairs who have key knowledge of the components of IUCN. A responsibility of a Commission Chair is to be a member of the Council. Councillors are appointed for an approximate four year term of office. The election process is viewed by virtually everyone as a **unique, valued, and central feature of IUCN**. The Congress also approves IUCN's strategy and a wide variety of resolutions intended to guide the Union over the four year period. The Governance structure legitimacy is grounded in the election process, the guidance from the approved strategy, and the adopted resolutions. Until the next election, Council is responsible for guiding the Union within the parameters set in the strategy and resolutions.

One of the key features of Council is the regional diversity and biodiversity knowledge of the Council members. The Council diversity is primarily geographical (culture, language, location) and its intellectual background and experience. The dedication of Councillors was identified as one of the main strengths of the Council, as serious time commitment is required of Council members. In spite of Councils' diversity, interviewees suggested that the Council lacks breadth of skills and the representation required to govern IUCN in the increasingly complex world. However, a number of informants argued that there are technical managerial aspects of governance that Council needs to have additional expertise, including expertise in finance, accounting, global mechanisms, and institutional building. Gender equity is an area of concern by some of those interviewed, as well, in particular, the focus on equity in leadership selection.

Commissions add to the complexity of the governance structure. The role of Commissions and Commission members in IUCN's governance is an important feature of the system. Commissions are networks of expert volunteers (12,000) who put together products and provide services under the IUCN brand, and thus further the mission of IUCN. Commissions have no formal voice in Congress, but the IUCN Statutes affords their Chairs a voice on the Council by way of Congress electing the Commission Chairs to the Council. Interviewees suggested that a potential conflict of interest exists for the Commission Chairs, as Council responsibilities include recommending Commissions to Congress, funding Commissions and overseeing Commissions' work. Interviewees suggested that Council's oversight of Commissions was a source of concern.

The size of the IUCN Council was identified as an issue. Specifically, some argued that the sheer size of Council was a factor contributing to a lack responsiveness and flexibility in decision-making. Some Council members and most Secretariat and Framework Partners indicated that they believed that the large size of Council creates problems in getting tasks completed, problems solved, and decisions made. They also worry that there is an increasing need for flexibility and responsiveness in decision making. However, the vast majority of Councillors argue that size is a trade off. They suggest that there would be significant loss in both geographic input and other valued aspects of representativeness and diversity if there were a smaller Council. The evaluators suggested that there were a number of structural and process oriented approaches to working with a large group of councillors, and these should be tried first before going through the Constitutional requirements of changing Council size.

Finally, IUCN's Statutes state that IUCN is a Member organization whose objectives focus on building Members capacity. However, IUCN has grown by responding to project and program funder's requests. Reconciling the needs of Members with those of funders is part of the complexity of governing and managing IUCN. This complexity is, in part, being resolved through the development and implementation of the "One Program" approach that attempts to bring coherence to all operating groups in IUCN (Commissions, programs, regions, and Members). Balancing the needs of Members and funders is a fundamental issue for IUCN. While IUCN management is working on this issue, the evaluation found that this was not an issue in which Council paid much attention.

Practices of IUCN's Governance Structure

IUCN faces many complex issues: it has a complex mandate, a complex governance structure, and a complex environment in which it operates. For Council to be effective in such a complex system, it must be especially proactive in developing and sustaining good governance practices. We chose seven practices that emerged from the data for discussion.

- 1. Responding to evaluations** The Council and Secretariat have partially addressed the governance challenges raised in the IUCN organizational assessments of 2007 and 2011.

However, this is only part of a wider set of challenges and barriers for the Council in its use of evaluations in carrying out its oversight function. The main challenge is the lack of procedural clarity on the follow up required once evaluations are completed. In general, Council deals with evaluation recommendations in an ad hoc fashion and is not systematic in addressing strategic recommendations. A review of practice and a formalization of practice would ensure that important components of evaluation do not “fall through the cracks.” In addition, evaluations are not under the supervision of the Council and it is unclear how much ownership the Council has in this process.

2. **Managing face-to-face meetings** Face-to-face Council meetings are what Council uses to get its work done. Interviewees have widely divergent opinions about the practices used to manage and obtain results from these meetings. In general, the overriding perception is that meetings can and should be improved as they are not striking the right balance between open discussion and getting things done. The Council instituted a number of reforms to improve meetings with respect to agenda setting using color-coded agendas, identifying time, using digital tools between meetings, and setting up the Bureau. While many of these helped, there is still an underlying perception that Council meetings are not effective. Time is wasted because issues are reviewed twice; in committees and in plenary, effort is put on “wordsmithing” decisions and time allotments are not respected.
3. **Organizing the Council** The governance structure of the Council generally follows a similar pattern to that of councils or boards in other international membership organizations. There is, however, a unique aspect of the Council's structure - the inclusion of Commissions - that creates particular challenges. Commissions and their Chairs play both an operating and policy role in IUCN. In other international bodies, it is unusual to have such a blatant potential for conflict of interest. Further, the data suggests that some components of the Council's structure could be better used. For instance, even though labor was divided into governing groups such as committees, the Bureau, and various task forces, these structures - most

notably the Bureau -have not been widely used as tools to improve the workings of Council.

4. **Managing the decision-making process** Most decisions taken by Council fulfill its legal responsibilities, including fiduciary responsibilities. However, only a few decisions provide the institutional guidance normally expected from a Council. In general, we found that a large proportion of the decisions taken during Council meetings were linked to procedural issues. The overall perception of informants and our own analysis of Council decisions was that Council spends too much time looking at specific procedural issues related to IUCN and not enough time providing strategic guidance. An important exception to this was the recent hiring of the DG. This is one of the most strategic decisions of Council.
5. **Enhancing internal and external communications** Internal communication by Council has increased transparency. In general, Council members indicate that their own communication patterns between and among themselves have been quite good. However, external communication follows the Transparency Policy which limits the amount of information that external actors have access to. Council members have not found effective ways to communicate their work or rationale for decision-making through relevant dissemination means. This is not in keeping with good governance practices leading to transparency.
6. **Managing Council independence** Best practice guidelines require some independence between the governance function of the Council and the management function ascribed to the Secretariat. In some ways, IUCN Statutes and practices make this separation clear. The selection process for Council and conflict of interest guidelines provide clear definitions and ways to assess whether or not a Council member is independent and owes allegiance to the best interests of the organization. However, when a conflict arises, the Council does not have the independence to investigate conflicts nor the resources to act independently. Being able to have some independent resources does not necessarily mean a big budget, but it would place the Council in the position where it

could make its own choices about some of its concerns, without asking the DG for additional funds.

- 7. Managing relationships** The relationship between the Secretariat and the Council is the most important and the closest Council has with an IUCN group. This relationship always has a dynamic tension since the Secretariat has an implementing role and the Council has an oversight role. Getting the right balance is a challenge, and a central factor in making this and other relationships work is trust. Interviewees suggested there was a significant trust deficit in the past relationship between the Council and the Secretariat. With the hiring of a new DG the relationship has significantly improved, but the deficit still remains. Other internal relationships include Councillors' relationships to the IUCN membership, and the partnership between Commission Chairs and the Regional Councillors that are complex and require constant attention. The data suggests these are working adequately. External relationships with Framework Partners and major funders are reported as very limited. Many of the Framework Partners indicated that they have no relationship with the Council per se and operate from hearsay. Given that in most INGOs the governing body plays an important role in resource mobilization, this is seen as an area of concern.

Effectiveness of the Governance Council

The assessment of Council effectiveness is based on the extent to which Council fulfills its functions (outputs), the extent to which Council adds value to the Union (outcomes), and the extent to which Council supports the Union's sustainability. These three areas are particularly relevant for Council to consider as it moves forward.

The extent to which Council fulfills its functions IUCN Council has two major functions: a fiduciary function, and a strategic function. Various self-assessments indicate that Councillors think they have been effective in fulfilling their statutory requirements. However, these perceptions are not shared by data collected from other stakeholders (Secretariat, Framework Partners). Stakeholders suggested that Council was perceived as too *reactive* as opposed to *setting* the strategic agenda for the Union. People

interviewed also questioned Council's interest in understanding and engaging in risk discussions.

The extent to which Council adds value to the Union We tried to understand how the Council adds value to the Union. Clearly it adds value by carrying out various fiduciary responsibilities. However, how does it add value helping IUCN move into the future? We tried to explore whether Council had objectives they set for themselves which would support the future of IUCN. In short, we found that although there was some early effort to create some strategic objectives by which Council could assess its worth to the Union, these attempts were rejected and no objectives were agreed to by Council. In the absence of such objectives, priorities were harder to set and more operational concerns became the focus of Council's work. This is not to say that Council does not make a contribution to IUCN, simply that its contribution does not appear to be guided by priorities the Council identified as important to development of the Union. Good practice suggests that there is a need for clear, strategic objectives for a council, and these objectives should be operationalized in a work plan and be subject to review through some feedback mechanism.

The extent to which Council supports the Union's sustainability A review of Council minutes suggests that Council seldom discusses the creation of a sustainable future for the Union. Issues concerning the future of IUCN are not on the agenda of Council meetings. Ensuring the future of IUCN is a long-term project of Council that requires ongoing reflection about how the global institutional context affects IUCN. Such analysis has both programmatic and financial repercussions. Thus such an analysis is central to the underlying business model of IUCN.

Conclusions & Recommendations

In short, this report found that while there is much value to Council and the way it is structured, the combination of missing skills, lack of strategic planning and focus, and a large number of decisions that focus on procedures rather than strategy all lead to a less than optimal Council. In a turbulent world like the present, having a strategic council is a necessary ingredient for the Union. As such moving from an operational to a strategic Council should be viewed as an immediate priority. To help in moving in this direction we propose the following six recommendations to

Council to improve their effectiveness. We see these recommendations as priorities that need to be reviewed and on which Council needs to take action. In the full report we propose a roadmap for action that builds on Council's own review of this report.

- 1) The Council should create an internal procedure for treating all strategic evaluations and oversight assessments they receive so that proper follow up will occur. With respect to the 2011 evaluation, Council should review the overarching recommendation and the 14 subsidiary recommendations to determine which of these recommendations are still needed and occupy a priority for Council. At a more specific level, the recommendation from the evaluation report pertaining to the evaluation of the DG should be put in place. Proposed follow-up procedures should be carried out as well.

The Council should request that the FASU, as part of their work with Members, carefully look at the Council Handbook to improve procedures that would lead to more diversity in various skills and experience of Council members. The purpose of this analysis would be to ensure a greater pool of applicants from which either Members in the regions and/or Congress can select.

- 2) Council should explore options for dealing with the conflict of interest that exists between Commissions' Chairs' role in Council and Commissions' roles in implementing IUCN's program.
- 3) The Council should hire a process consultant to help the President and the other leaders make better use of Councilors' and Secretariat time on Council matters.
- 4) The Council should improve the transparency policy to allow external stakeholders to have comprehensive information about the workings of Council and IUCN.
- 5) The Council should work with the process consultant identified in Recommendation 4 to develop tools that would monitor the Council's functional work and its contribution to the Union.

Acronyms

DG	Director General
ERP/CRM	Entreprise Resources Planning/Customer Relationship Management
FAC	Finance and Audit Committee
FASU	Framework of Action to Strengthen the Union
GCC	Governance and Constituency Committee
GEF	Global Environmental Facility
GPE	Global Partnership for Education
IFRC	International Federation of Red Cross
INGO	International Non-Governmental Organization
IUCN	International Union for Conservation of Nature
JWG	Joint Working Group
NGO	Non-Governmental Organization
NRC	National and Regional Committee
SIDA	Swedish International Development Agency
TOR	Terms of Reference
UNDP	United Nations Development Program
WCC	World Conservation Congress
WHO	World Health Organization
WWF	World Wildlife Federation

Contents

Executive Summary	i
1 Introduction	1
2 Approach to Study	3
2.1 Introduction	3
2.2 Data Collection and Analysis	4
2.3 Consolidation of Data	5
2.4 Limitations	5
3 Governance Structure of IUCN	6
4 Major Findings	8
4.1 Introduction	8
4.2 Characteristics of the Governance Structure of IUCN	8
4.2.1 Introduction	8
4.2.2 Summary and Suggestions	15
4.3 Practices of IUCN's Governance Structure	16
4.3.1 Introduction	16
4.3.2 Summary and suggestions	27
4.4 Effectiveness of the Governance Council	28
4.4.1 Introduction	28
4.4.2 Summary and suggestions	36
5 Conclusion and Recommendations	37

Exhibits

Exhibit 2.1 Analytical Framework	3
Exhibit 4.1 Council members' characteristics	11
Exhibit 4.2 Main Areas of Expertise of Council Members	12
Exhibit 4.3 Average number of hours spent on Council business per week	12
Exhibit 4.4 Progress and Challenges in Implementing Recommendations	16
Exhibit 4.5 Council-Secretariat Relationship	26
Exhibit 4.6 Characteristics of Council and Comments	29
Exhibit 4.7 Council members' view on sustainability of the Union.	35

Appendices

Appendix I List of Findings	43
Appendix II List of Recommendations	45
Appendix III Terms of Reference	47
Appendix IV Documents Reviewed	51
Appendix V People Interviewed	53
Appendix VI GEF Governance Case	55
Appendix VII IFRC Governance Case	59
Appendix VIII Survey Questionnaire	63
Appendix IX Complete Survey Data	69
Appendix X The Governance Models of INGOs	75
Appendix XI Progress Made on 2007 and 2011 External Reviews Recommendations	79
Appendix XII Governance of Environment/Conservation organisations	87
Appendix XIII Roadmap for Reform Areas	89

1 Introduction

The role of governance in international non-governmental organizations (INGOs) has dramatically changed over the past 25 years. Researchers largely agree that governance models need to adapt as the context within which they operate changes. (Alexander & Weiner, 1998; Hilb & Renz, 2009; Speckbacher, 2008). Change and adaptation is critical for a Governance Body to meet expectations of stakeholders.

While adaptation is required, there is no ideal model presented either. Adapting governance structures and processes to the organizational purpose, values, legal considerations, socio-political contexts and so forth, are crucial to the health of the governing councils and the INGOs they are guiding. Governance in modern INGOs is no longer a symbolic act of well-meaning volunteers, but rather a significant contributor to the overall organizational results and institutional sustainability.

IUCN, similar to other INGOs, has tried to keep pace with the increasing expectations and demands placed upon those who govern by their various constituencies. Stakeholders want more oversight, more accountability, more engagement, more value for money, more transparency, and clearer pathways to results¹. IUCN has a unique governance structure which includes governmental and non-governmental members, and over the past two decades, it has explored various approaches to improving its governance system. Reforms include changes in statutes, transparency, representation, clearer roles and responsibilities, structural changes (e.g. use of committees), changes in oversight activities, and so forth. As evidenced by documents reviewed and interviews conducted for this report, many changes were made, and as part of their regular review process more changes were proposed.

At its 84th meeting held in Sydney in November 2014, the IUCN Council discussed and designated two representatives from its Council as members to a Joint Working Group (JWG) established by the Council to liaise with the Framework Partners to solicit their views for further improvement and effectiveness of governance. This evaluation is the outgrowth of the process.

The evaluation serves as a formative account of the effectiveness of the several governance bodies. Resource limitation did not allow it to review IUCN membership, Regional and National Committees, nor an opportunity to observe the workings of Congress. However, this evaluation does review aspects of the governing structures, and as well, explores the Council (State actor, NGOs and Commissions) and their interface with the Secretariat. More explicitly, we explore the characteristics of the governance system and aspects of its effectiveness. In addition, the evaluation reviews the progress made on recommendations from previous evaluations in 2007 and 2011 in areas related to governance improvement.

The evaluation report is written for Council and Framework Partners. For Council, it is meant to support its ongoing reform efforts. In this regard, the report should provide timely and actionable evidence to be used for strategic decisions about how to improve the value added of the Governance Structure of IUCN—primarily Council-to the Union. For Framework Partners, the report provides insights into the effectiveness of Council, and as well, helps them better understand the value proposition of IUCN's governance arrangements. Finally, for other audiences, e.g. Secretariat and Members, the report provides evidence and opinions about the present state of governance and areas that should be improved.

The specific TOR for the evaluation is found in Appendix III.

¹ The desire to improve includes self-assessments, external reviews, and discussions at Council meetings. As

This evaluation consists of four sections, as follows:

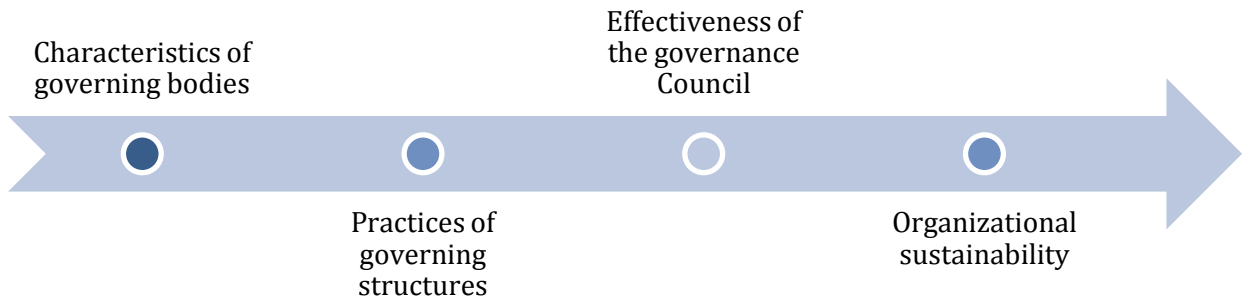
- **Section 2: Approach to Study** – we outline the steps taken to arrive at our findings and conclusions of this evaluation
- **Section 3: Governance Structure of IUCN** – we set out the architecture of governance for the IUCN
- **Section 4: Major Findings** – we introduce the various findings resulting from the evaluation
- **Section 5: Conclusion and Recommendations** – we present our recommendations for moving forward.

2 Approach to Study

2.1 Introduction

This section outlines the steps taken to arrive at the findings and conclusions of this evaluation. From the TOR provided, we developed an analytical framework that guided the overall evaluation work in a relatively simple model depicted below.

Exhibit 2.1 Analytical Framework



In short, the review explores the characteristics of the governance of IUCN with a focus on the Council and its relationships to other governing partners. It then looks at the management practices (efficiency) of the processes of interaction the Council uses to carry out its work and the effectiveness of the results of these interactions by exploring the outputs and outcomes of the Council. Finally, it explores the contribution the Council makes to the sustainability of the Union.

The analytical framework emerged from the purpose and scope section of the TOR, namely:

- 1) "To solicit structured feedback and concrete proposals from the Framework Partners, the Council itself, and other relevant sources as determined by the Governance and Constituency Committee (GCC), in consultation with the representatives of the Framework Partners, for improving effectiveness of the governance structure of taking into account the strengths and benefits of the current governance structure in light of the statutory functions.
- 2) To examine the previous two External Reviews of IUCN and to track progress on proposed recommendations relating to governance improvement, and in particular to identify barriers to improve working of all arms: Council, Secretariat, and the Commissions.
- 3) To assess Council's ability to perform its functions in the context of best practice in similar democratically elected and empowered representative organizations.
- 4) To assess similarities and constraints of governance as compared to parliamentary governance and oversight bodies.
- 5) To assess Council's effectiveness in discharging its responsibility for the "oversight and general control of all the affairs of the Union" and to fulfilling the representative mandate as defined in Article 37, paragraphs (a) and (b) of the Statutes.
- 6) To make recommendations for improvement of the governance structure with particular focus on furthering the recommendations of the 2011 Review, and if appropriate, propose alternative governance models."

Using the TOR and analytic framework as a guide, we developed five overriding questions to guide the study:

- 1) What is meant by the governance structure of IUCN?
- 2) What are the characteristics of the governance structure and, more particularly, the Governing Council?
- 3) To what extent is the Governing Council using good or best practices?
- 4) To what extent is the Governing Council effective and contributing to the sustainability of the Union?
- 5) What recommendations could be made to improve the effectiveness of the Council?

2.2 Data Collection and Analysis

We collected interviews, documents, and survey data to answer these questions. The following is data collected to answer the questions, and the method of analysis used to come to findings and conclusions:

- **Themes from analyzed documents:** We read and analyzed relevant sources of documented information related to governance. This included the statutes and regulations; Council minutes, documents, and reports; Annual Reports; and the 2007 and 2012 Evaluations. It also included an extensive bibliography related to best practices in governance, governance issues from several national governments, international organizations, academics, public and private institutes, as well as NGO's. A bibliography is found in Appendix IV.
- **Themes from analyzed IUCN Documents:** We explored, read, and analyzed relevant analytical reports that described and compared the governance and governance structure of large international organizations. While none had a comparable governance structure to IUCN, they did have characteristics that were comparable.
- **Themes from decisional reports:** We read and analyzed the minutes of meetings and documents that provide the formal decisions of IUCN.
- **Themes from interviews:** We interviewed 27 out of 32 IUCN Councilors, seven framework partners, 11 Secretariat staff, and seven other stakeholders. Notes were taken on each interview and themes that emerged from the notes were identified (see a complete list of people interviewed in Appendix V).
- **Themes from best practice and governance models used by other international organizations:** The International Federation of Red Cross (IFRC) and the Global Environment Facility (GEF) were used for a comparative assessment of the role of Council compared to similar representative bodies. (See Appendices VI and VII for the two cases)
- **Themes analyzed from initial GCC interviews:** Eleven GCC participants were interviewed to better understand the evaluation objectives, scope, and questions to be asked.
- **Survey data analyzed:** We asked IUCN Councilors to complete an on-line survey that included almost 50 questions. The survey was analyzed and categorized by themes (see Appendix VIII for an overview of the survey questions and Appendix IX for complete survey results). In addition, we used survey data from two previous IUCN Council self-assessments and compared the results to our survey. Finally, we participated in a Knowledge Survey of Members administered for the External Review of IUCN 2015. We placed three pertinent questions on this survey (data was available in October 2015 and included in the final version of this report).

2.3 Consolidation of Data

Patton (1999) identifies four types of triangulation methods that aim to improve the consistency and reliability of the findings that emanate from different sources and data collection methods. In evaluative work, it is common to have qualitative and quantitative data in a study. These generate different and complementary aspects of the same phenomenon. For example, we triangulated the themes from different sources - examining the consistency of document analysis, interview analysis, and survey analysis. We also explored these same issues from different points in time. In a third type of triangulation, we used different analysts to review our data and link the data to findings. This provides a check on selective perception and illuminates blind spots in an interpretive analysis. Finally, we tried to use multiple perspectives by exploring how our findings were similar and or different from meta studies done on other councils. Our findings emerged from the themes and the triangulation of the themes.

2.4 Limitations

There are a number of limitations to consider as this study is undertaken:

1. **Definitional Limitation:** Governance is a normative field and thus is subject to many approaches, ways of analyzing, and ways of knowing. What leads to good governance is still an area of controversy and inquiry. Nevertheless, there is consensus on some of the outcomes of good governance and a growing consensus on what constitutes good practice. While IUCN clearly has some unique governance characteristics, we endeavored to explore the relationship between good practice and the governance context.
2. **Resource and Expectation Limitations:** As a normative field, governance evaluations are built on trust between the evaluator and their stakeholders - both primary and secondary. With limited time and financial resources, most interactions were by electronic media. While this can provide rich data, it rarely provides the element of trust that needs to be developed in this type of evaluation. We mitigated this as much as possible, but this was a limiting factor.
3. **Comparator Limitations:** IUCN has a unique democratic representational system that is also associated with many of the challenges faced by its Council. We found no clear or perfect comparator to use to make judgments. We agreed with IUCN to use IFRC and GEF as comparators even though their membership and board member selection are different from IUCN. Detailed case studies on these two organizations are found in Appendices VI and VII.
4. **Criteria of Success:** Making judgments about the effectiveness of the IUCN Council can be done by comparator, but also through criteria such as level of participation, quantity, and quality of outcomes, and contribution to the Union. In the absence of such criteria, the evaluator used expert judgment to determine the degree of success Council is exhibiting.

3 Governance Structure of IUCN

The architecture of governance for the IUCN is set out in the “Statutes, including Rules of Procedure of the World Conservation Congress, and Regulations.” The World Conservation Congress (WCC or Congress) and Council are the governing bodies empowered to take decisions for the Union. The Congress is the ultimate authority. The Congress is the highest body of the IUCN in which representatives of Member² States and NGOs participate. Their authority is identified in Statutes Part V and Part VI. According to the Statutes, the Congress is to meet every four years. It is responsible for reviewing and evaluating the general policies, strategies and operations, although most of these functions are delegated in practice to the Council. The Congress approves the multi-year plan for the Union, decides on membership issues, approves the financial plan, and appoints the auditor. It is also responsible for considering and approving proposed amendments to the Statutes. Many Commission members participate in the Congress and discussions, but if Commission members do not belong to a State or NGO Member organization, they cannot vote.

The Congress combines governance work with an opportunity for the Union Members and others to both formally and informally discuss the state of the environment and the conservation movement, and it takes decisions as the highest governing body of IUCN. It combines plenary meetings with high-level panels, exhibits, side events, and project site visits.

Governance structure in other INGOs:

The **GEF Assembly** is the highest political body of GEF in which representatives of all 183 member countries participate. It is supposed to meet every three years but according to the website meets every three or four years.

The **IFRC General Assembly** is the highest decision-making body of the IFRC. It meets every two years and comprises representatives from all member National Societies of which there are 189.

The Council is the main governing body between Congresses with up to 38³ Council members⁴. The Council members are elected at Congress along with the President of Council, Treasurer, Regional Councillors, and Chairs of Commissions. Although the Statutes foresee at least one meeting per year, the Council meets in practice twice a year for three days, and also conducts business through various electronic communication tools or through its Bureau. Council members serve terms that start at the end of the Congress at which they are elected, and continue until the end of the next Congress. They may be re-elected if nominated by Members, but cannot hold the same office consecutively for more than two full terms.

² There is a widely-adhered practice of referring to Members from Member NGO and State with capital letters and other members, mostly Commission members, with small m.

³ Article 39 of the Statutes was adopted in 2012 to apply from 2016 onwards. It redistributed the Regional Councillor seats over the 8 regions, increasing the number of Regional Councillors from (currently) 24 to 28, but decreasing the number of appointed Council members from 5 to 1, so that the maximum number of Council members remains 38 (as was the case up to 2012 when the amendment was made and from 2016 again).

⁴ While candidates for Regional Councillors have to be proposed by Members from the region of the candidate, they are elected by the global membership, and Article 62 clearly says that they serve (the global interest of IUCN) in a personal capacity and not as representatives of their constituencies (i.e. the Members of their home countries or of their region with whom they may develop close ties).

The Council is responsible for oversight and general control of all the affairs of the Union⁵. It approves the program and budget for the following year and monitors the implementation of the program. It appoints the Director General, and reviews and evaluates his or her work. It evaluates the work of

Commissions. Council establishes a Bureau that acts on its behalf and under its authority, and consists of 10 members selected by the President against established criteria from among its members. Council approves the selection formally. The Bureau meets by conference call or takes decisions by email when a decision from Council is required that cannot wait for the next Council meeting, or when the Council has delegated a matter to it. For financial reasons, the Bureau only exceptionally meets face-to-face and then only in connection with a Council meeting.

A President is elected by Members at the Congress along with the Treasurer and the Chairs of the Commissions, and the Regional Councilors. He/she conducts the deliberations of the Council and the Bureau whether meeting physically or remotely, or via email correspondence. The Statutes allow committees to be appointed by the Council; these include (but are not limited to) Program and Policy Committee, Finance and Audit Committee, and Governance and Constituency Committee. Traditionally, the Council also appoints task forces on issues such as gender, climate change, implementation of Congress Resolutions, and cooperation with the private sector. In the year preceding the next Congress, the Council also establishes a Congress Preparatory Committee, a Motions Working Group, and a Nominating Committee.

Apart from their formal role as the Council's Ethics Committee, the Vice-Presidents appointed by the Council assist the President with any matter pertaining to the Council.

The Director General (DG) sits on the Council as an ex-officio (non-voting) member.

The **GEF Council** is responsible for developing, adopting, and evaluating policies and programs for GEF-financed activities. The Council is composed of 32 GEF constituencies – 16 from developing countries, 14 from developed countries, and two from countries with economies in transition. Council meets twice a year.

The **IFRC Governing Board** meets twice a year. The Board has 28 voting members plus the Secretary General who is a non-voting member. Once elected, Directors on the IFRC Board represent the interest of the whole organization.

⁵ Statutes, Art. 37 expects the Council to oversee all the components (i.e. the statutory bodies) of Union listed in Article 15.

4 Major Findings

4.1 Introduction

The term “governance” is used in a variety of contexts to describe the structures and processes that support overall decision-making in organizations. Governing sets the framework within which managers manage. Even though there is an immense amount of research and discussion on the application of the concept of governance in different contexts, the term lacks a common interdisciplinary definition.

While there is not a unique, formally agreed definition of governance today, there is a general understanding of what is meant by governance - much of which has come about by descriptive analysis of governance activities in a wide assortment of organizations. In general, governance is the exercise of legitimate authority, by an elected or appointed body, over the activities carried out by the entity. The authority is normally legal.

4.2 Characteristics of the Governance Structure of IUCN

4.2.1 Introduction

The personality of the Governance Structure of IUCN is shaped by a number of characteristics identified in the Statutes, as well as other characteristics that have emerged as IUCN has done its work. Taken together, they make IUCN’s structure unique and important; at the same time, they present challenges for governing. Five of these characteristics, with associated challenges, are discussed in the findings on characteristics.

- Balance IUCN as a member organization and its funder priorities
- Democratically-elected representative governance model
- Diversity of members
- Role of Commissions in governance
- Size of governance structures

Finding 1: The objectives of IUCN are clearly outlined in its Statutes: to support Members’ work in conservation and in the environment. Yet most of its funders support environmental and conservation projects that are not primarily Member focused. Reconciling interests of Members with those of funders is a challenge for the governing structures and the Secretariat⁶.

The objectives of IUCN as outlined in its Statutes are clear. IUCN is a membership organization set up to support Member’s work in conservation and the sustainable development. The conservation and environment work is guided by IUCN’s mission which is to:

“Influence, encourage and assist societies throughout the world to conserve the integrity and diversity of nature and to ensure that any use of natural resources is equitable and ecologically sustainable.”⁷

⁶ This was one of the main findings of the 2011 External Review of IUCN.

⁷ IUCN website: <http://www.iucn.org/about/>

The approach to operationalizing the mission is also clear. IUCN is seen in the Statutes as a platform on which Members have an opportunity to engage in discourse and practice related to “evidence” of good practice. This platform of over 1,200 organizational Members and 12,000 Commission members probably represents the largest gathering of conservation and environmental actors. As a membership organization, the Statutes suggest that IUCN is expected to:

- Mobilise its Members to build alliances for Conservation
- Strengthen the institutional capacity of its Members
- Promote enhanced co-operation between Members
- Encourage research and disseminate information about research
- Provide a forum for discussion
- Develop expert networks and information systems
- Prepare and disseminate statements about conservation
- Influence national and international legal instruments
- Make representations to governments and international agencies
- Assist the development of mechanisms for debating and resolving environmental issues
- Contribute to the preparation of international agreements

The 2011 Evaluation of IUCN described the organization as follows:

“It is striking that the objectives are fundamentally those of a Member organization which is primarily concerned with: strengthening the individual and collective capacity of its membership; acting as a convener to mobilize Members’ expertise and influence, using the strength derived from its membership to influence national and international policy and law.”⁸

Yet most of its funding derives from environment and conservation projects that are not primarily Member focused. Reconciling the needs of Members with those of funders (project demand) is a component of the complexity of IUCN. This complexity is, in part, being resolved through the “One Program” approach, which attempts to bring coherence to all operating groups in IUCN (Commissions, programs, regions, and Members).

The 2011 evaluation suggests that IUCN has drifted from its membership focus and objectives by focusing more on providing projects directly to beneficiaries and less on services to Members. Balancing the needs of Members and projects is a fundamental issue for IUCN generally, and an oversight issue for those governing. The basic governance issue is what type of organization is being governed: a membership organization or a project management organization. IUCN Members are also part of a third organizational type - “knowledge networks” - which are made up of Commissions. Each of the three organizational types requires an approach to governance. The governance question is: Can the three organizational types be adequately governed by a single governance structure as well as a single operational or management structure (the Secretariat)?

This challenge is starting to be addressed by the DG and Secretariat and should become an important strategic issue for Council as IUCN evolves.

⁸ ITAD (2012). External Review of IUCN 2011: Final Report.

Finding 2: IUCN's democratically elected representative governance model⁹ is viewed by virtually everyone as a unique, valued, and central feature of IUCN. At the same time, this model poses organizational, logistical, and financial challenges of bringing these representatives together to elect the governing Council.

NGOs generally and INGOs more particularly have an assortment of governing structures and models. (See case studies in Appendix VI and VII). One of the basic distinctions is whether a Council representative of a constituency is appointed or self-selected. Many INGOs have representatives; however, none have representatives from both state organizations and civil society or NGOs. Furthermore, most require majority votes from multiple constituency groups, making consensus and approvals more difficult (e.g. GEF has a double majority vote).¹⁰ Finally, none have an elaborate democratic process for governing decisions as does IUCN. This is what makes IUCN unique. Below is a further explanation of the uniqueness and complexity of IUCN's governing structure:

- A constituent assembly called the World Conservation Congress. This Congress is seen by some as the "Parliament¹¹ of IUCN".
- The certification of individual (Commission) and organizational (States, NGOs) Members with only organizational Members having the right to vote in Congress.
- The Regional Fora gathering used to plan for IUCN's strategy, resolutions to be put to the WCC, and the nomination of potential Councillors.
- A WCC voting process that requires a majority of each of the two organizational categories (NGOs and States)—individual Commission members cannot vote.
- An election of a majority of the individual Council members "representing" IUCN regions - although their mandate is global. This is also true of the IFRC - there are 20 national societies from different countries represented on the 29 member Governing Board.
- An election of six Commission Chairs. One function of a Chair is to sit on Council and govern IUCN - again from a global perspective. Yet, their function is to further IUCN's program and be accountable to Council and WCC.
- The discussion and approval of the IUCN Program and Resolutions -again by a majority of State and NGO Actor.
- A Council responsible for governing IUCN between Congresses and interpreting Congresses' direction.

Taken together, this process is unique in the world and represents a very special governance arrangement. Some interviewees suggested the governance system is similar to a Parliament. For the Congress of IUCN this analogy seems to fit. However, at Council, the analogy works less well. Council appears to operate similar to other member-driven Councils.

⁹ By democratically elected we mean that there are statutory procedures that are open and transparent which provide rules that guide voting for those that govern IUCN

¹⁰ While GEF and others differentiate donors from recipient states, IUCN differentiates State actors from NGO actors. The GEF case also illustrates the use of a double majority in decision making—but it uses this at the Council level.

¹¹ There are many definitions and Parliamentary models. IUCN depiction of its governance structure as a Parliament refers primarily to Congress's ability to legislate, and that this legislation is supported by both NGO and State (representatives). Many groups have constituent assemblies that legislate. None we found have the unique characteristics of both state and NGO actors. This is a source of pride.

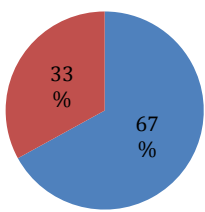
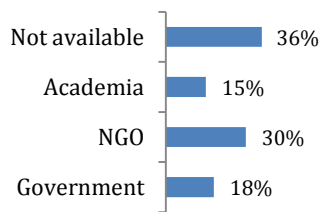
The Governance structure strength is that the approved strategy, resolutions and the elected Council that emerges from Congress are perceived to have a high level of legitimacy to act and to govern IUCN until the next Congress is formed. Given the size and diversity of Members and conservation\sustainable development mandates of IUCN, legitimacy is crucial. In fact, this is a source of extreme pride. All categories of interviewees suggest IUCN's democratic traditions, the global representation, and the two voting membership groups in Congress are the most important characteristics of the governance structure.

On the other hand, they also recognize that these characteristics have important negative consequences when they are put into a governing Council. Similar to the issues identified in Finding 1, IUCN's strength also contains potential weaknesses.

Finding 3: Respondents said that they highly valued the diversity of the elected Council members. Nevertheless, some suggested that in spite of its diversity, the Council still lacks breadth of skills and the representation required to govern IUCN in the increasingly complex world.

The Statutes and the Councillor's Handbook provide guidance for the election of Councillors. A result of this process, Congress elected a Council - which represents global diversity as well as many aspects of the biodiversity world. The diversity of Council was the most frequently cited strength of the IUCN Council members in our survey; 11 out of 25 respondents identified diversity as the main strength of the Council. Council interviewees consistently talked about the different perspectives and different insights Council members brought to issues facing the Council. Clearly, the data suggests the Council is diverse in a wide assortment of ways as illustrated in Exhibit 4.1.

Exhibit 4.1 Council members' characteristics

Geographic distribution		Gender	Connection with IUCN	Affiliation
West Europe	24.2%	 <p>67% of Council members are men and 33% women. Women hold three of 13 leadership positions of the Council (23%)</p>	<ul style="list-style-type: none"> 9% have been part of IUCN for less than 10 years. 27% have been part of IUCN between 10-20 years. 27% have been part of IUCN for more than 20 years. <p>This information was not available for 12 Council members.</p>	 <p>16 Council members are affiliated with an IUCN member, which means that 17 Council members are not organizational members of IUCN.</p>
Meso and South America	15.2%			
South and East Asia	12.1%			
Oceania	12.1%			
Africa	9.1%			
North America and Caribbean	9.1%			
West Asia	9.1%			
East Europe, North and Central Asia	9.1%			

As can be observed, the Council diversity is primarily geographical (culture, language, location) and intellectual background and experience. The issue raised by interviewees is whether or not this diversity is adequate. First interviewees voiced concern that State Actors need to continue to play an equal decision-making role in Council as they do in Congress. The Statutes do not make this provision. Secondly, some argue there are technical managerial aspects of governance that Council needs to have that are not always easy to obtain by the existing process¹². This is also true with

¹² The IFRC addresses this by ensuring there are members appointed to the Committees with skill sets that are not represented by the Board Directors. IUCN has this option but has chosen not to make use of it.

respect to Council members having a global perspective when exercising their strategic and oversight responsibilities. Gender equity concerns were also seen by about 20% of those interviewed. In particular, the focus of equity was directed toward leadership selection. Though not identified as a significant problem, it is nevertheless an area that needs some attention.

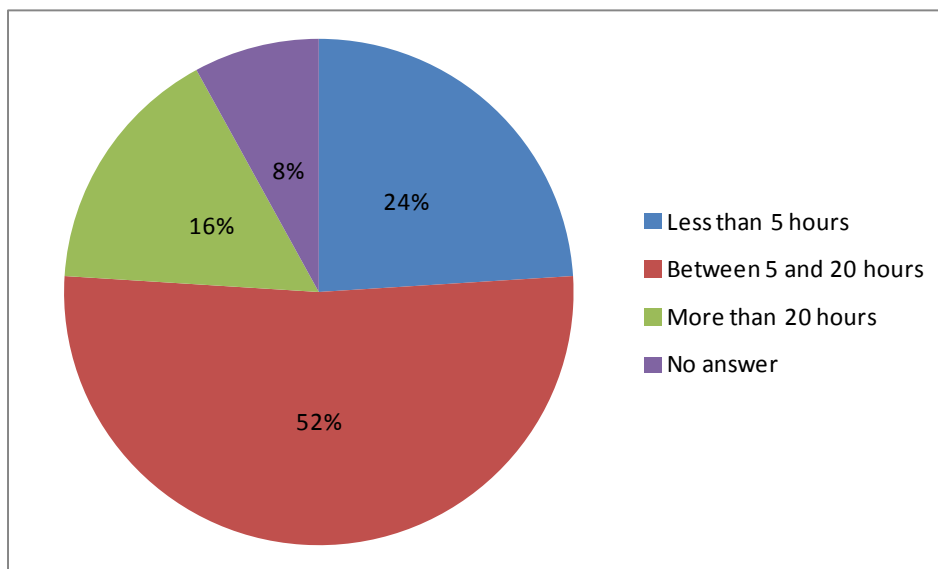
The table below summarizes the main areas of expertise of Council members. Many have the same areas of expertise. Yet very few have expertise in finance, accounting or institutional building. According to their bios, Council members have all held some managerial or leadership positions in either NGOs or government. Previous managerial experience was evident for 32 of the 33 Council members. A large number of Council members seem to have served on other boards as well, and 13 Council members (39%) served a previous term on the IUCN Council.

Exhibit 4.2 Main Areas of Expertise of Council Members

Areas of expertise	%	Areas of expertise	%	Areas of expertise	%
Law and policy	64%	Wetlands	42%	Social equity	27%
Sustainability	61%	Food	30%	Economy and markets	24%
Protected areas	55%	Islands	27%	Gender	21%
Climate change	52%	Livelihoods	27%	Indigenous people and traditional communities	21%
Forests	45%	Marine and coastal	27%	Polar	21%
Species management	45%	Mountains	27%	Energy production and mining	18%

The final issue is the diversity of expectations related to Council work. As part of our survey, we asked Councilors to provide us with the approximate number of hours they spend on governance activities each week. As expected, there was a wide discrepancy amongst members. The range was from one hour to 60 hours per week as shown below. Given the size and complexity of IUCN, it is clear that significant time must be set aside to perform Council duties.

Exhibit 4.3 Average number of hours spent on Council business per week



As seen from the data, Council members spend a great deal of time volunteering for their governance role. Our survey identified dedication as one of the main strengths of the Council. Councillors are involved not only in two meetings a year, but also functions including Committee meetings, representational activities, document analysis, and so forth. New Councillors indicated surprise at how much time and effort the Councillors' role required. As one survey responder indicated:

"The challenge is to reconcile Board-type responsibilities with representative-type roles, both features being difficult to find concurrently in any given individual Councillor. The required skill sets are very different. This conundrum, which is amplified by the sheer size of Council, requires strong leadership by the President as well as effective management of - and participation in - committees." (Council member)

To summarize, Council diversity requires people who have a wide range of skills, are familiar with the intricacies of large networks and bureaucracies, and who can make a serious time commitment. Obtaining the right skill set is crucial for the functioning of IUCN.

Finding 4: The role of Commissions and Commission members in IUCN's governance is an important feature of the system and adds to its uniqueness and complexity. On the one hand, it provides more than 12,000 individual volunteers with a governance voice; on the other hand, it presents a potential conflict of interest.

"Commissions are networks of expert volunteers entrusted to develop and advance the institutional knowledge, experiences, and objectives of IUCN."¹³ In essence, volunteers are one of the implementation arms of IUCN; seven interviewees indicated that the Commission's work is the key to IUCN's brand. Commissions produce products and provide services under the IUCN brand, and thus further the mission of IUCN.

As mentioned earlier Commissions have no formal voice in Congress, but Congress affords them a voice on the Council by electing their Chairs.¹⁴ Being on Council represents a potential of conflicts of interest: Council reviews Commissions work and activities; Council makes recommendations to Congress on adding and closing Commissions and their mandates; Council approves overhead costs of Commission.

Commission Chairs - similar to Regional Members - bring to Council a wealth of knowledge about a critical constituency of IUCN. They bring global knowledge about their areas of expertise. In interviews with Councillors and stakeholders, it is clear that they recognize this potential conflict of interests, and have taken some steps to remediate. However, the dilemma remains. On the one hand, Commissions play an important volunteer role on Council, as do the other volunteer members on Council. On the other hand, Council members, when pushed in our interviews, did suggest that it was difficult to fully exercise their oversight and fiduciary responsibilities as related to program activities of Commissions and the assessment of whether or not there should be changes in Commission composition. Interviewees mentioned that oversight on issues such as seeking funds, branding, adhering to One Program, undergoing audits¹⁵ were all areas of oversight concern with little ability for Council to play its oversight role.

¹³ IUCN (2013). Review of Roles and Responsibility within the Union. Document of the Framework of Action to Strengthen the Union.

¹⁴ Council Chairs by Statute are provided a seat on Council.

¹⁵ In IUCN financial statements, this is identified as a control issue.

Finding 5: IUCN's governing structures are very large: there is a Congress of more than 1,200 voting Members and a Council of more than 30 members. These large bodies enable the organization to keep its representative nature. However, some Council members and most stakeholders expressed concern about whether such large sizes create problems in getting tasks completed, problems solved, and decisions made. They also worry that size leads to a lack of flexibility and responsiveness in decision making.

Size is a conundrum¹⁶ in many representative governance structures. Eighteen of the 52 interviewees suggested that the size of the Council, prescribed by the Statutes, should be modified to make the Council smaller and easier to manage. Framework donors and Secretariat staff represented a majority of the 18 interviewees; however, this was also an issue with some Council members. Concerns about the present “large” size of the Council suggest that the large size leads to difficulties for Council to make timely decisions, to be strategic, and to use time effectively. They further argue that in today’s environment, having a small, responsive “Council” provides the flexibility the Secretariat needs to deal with the strategic issues they face regarding issues of both content (Climate Change) or strategy (working with Private Sector).

While a small Council may be of benefit and lead to more flexibility and responsiveness, the majority of Councillors argue that there would be significant loss in both geographic input and other valued aspects of representativeness and diversity. In fact, of interest to us was the same people often indicated that “we need both broader diversity (skill level) and a smaller Council”.

The issue of the size of Council was an emotional issue in our interviews with all stakeholders.

While some suggested compromise positions—“Can we have a Council of 20? Or 12?” others thought the Council needed to be more diverse and larger. To obtain perspective on this issue, we spoke to international NGOs (WWF and IFRC), some multilateral organizations (GEF, GPE), and we reviewed the governance literature. In general, we

Characteristics of other governing bodies:

The GEF Council has 32 members and it is felt that decision-making is not as efficient as it could be but it represents a better regional balance in terms of representation and opportunity for members to have their views considered in the decision making process. Most members agree that it would be politically difficult trying to negotiate a smaller, more executive Council

found that IUCN’s size was quite similar to many INGOs and multilateral organizations. For example, IFRC has 29 Board members (one is non-voting). In the multilateral categories, GEF has 32 members, UNDP (36), and WHO (34). Of interest: WWF recently reduced the size of their board from the mid-20s to 12. We found this to be an exception—albeit an interesting one¹⁷ (See Appendices VI and VII for additional details on GEF and IFRC).

Our interviews suggest that while most Councillors see a problem with a large Council, only a few are willing to suggest that the Council be smaller. Furthermore, 10 of the interviewees suggested that the skill set of Council needs to be broader, implying an even greater diversity or a change in the selection process. Size is an interesting variable. The research on size is not definitive, but it does follow the small group literature which suggests that for problem solving teams, a small group provides the best opportunities for efficient and innovative decision-making. However, this

¹⁶ Size is a conundrum in many aspects of governance and management and thus is a source of rich research; unfortunately, little of the size research is linked to INGO governing Councils. There are a few exceptions. See findings of Evaluation by Del Castillo in the case of GEF.

¹⁷ While WWF is not seen as a good comparator with IUCN, its reduction in the size of its Board is reported to be a significant improvement in the Board Efficiency.

research was not done on global membership organizations' governing structures. These types of membership organizations require their governing structures to be legitimate and representative of members. Other organizational literature sees size as a contingent variable. Thus when size is a problem, this literature suggests solutions such as new organizational groups, delegation of authority to improve process management, and so forth as ways out of the dilemma. While it may be seen as an issue, size needs to be dealt with carefully.

Interviewees did argue that what might be gained in efficiency would be lost in representation, diversity, and legitimacy -- which come from representativeness. Making the Council bigger to include more diversity, and/or smaller are both options for IUCN. While there is no clear definitive answer to the size dilemma, there is a variety of considerations and options that we think should be debated by the Council. These are presented in Appendix X.

4.2.2 Summary and Suggestions

IUCN is a membership organization that has a number of organizational characteristics which make the governance structure unique and not easy to compare. The governance system consists of a constituent assembly with both state and NGO actor having equal voting power. This unique feature is not carried into the Council. A key feature is the global diversity of people and biodiversity knowledge. Both the Commissions and the governance structure of IUCN add to its complexity.

Emerging from these complex characteristics are a number of suggested areas of change.

Suggestion 1: The Council, through the FASU, should clarify the expectations of Members, and the role Members and Commissions play in governing IUCN.

Suggestion 2: Given the importance of the One Program Policy in bringing the various components of the Union together to leverage IUCN's impact, we suggest the Council through one of its committees or task forces, monitor the "One Program" policy to ensure its implementation is consistent with membership expectations.

Suggestion 3: The GCC should work with Region Committee and Fora to explore options for improving the pool of candidates, transparency and competitiveness of the selection process. The purpose of this would be to diversify the skills and representativeness of the Council. This could be done by a number of procedures.¹⁸

Suggestion 4: The GCC should develop a mechanism for Council to mitigate the possible conflict of interest that is inherent in Commissions sitting as both implementers (receiving funds and being accountable for Program implementation) and governors. In particular, the mechanism should consider how Council can adequately review and evaluate the TOR of Commissions, their workplans, and their results.

Suggestion 5: Council should set up a task force to explore the possibility of changing the Council size, composition (representativeness) and meeting practices¹⁹. The Council models presented in Appendix X should be used as a starting point for such deliberation.

¹⁸ A number of suggestions have been made to strengthen the selection process. The most frequently mentioned was to update the Council Handbook to give guidance on ensuring a strong pool of candidates from which Regions and Congress can make a choice.. Other suggestions include creating credential committees, updating needed characteristics and skills, ensuring Councilors come from IUCN Mmbers, creating standardized election procedures, etc.

¹⁹ We understand that Council does not have the authority to change its size and composition. This would need to be a decision of Congress.

4.3 Practices of IUCN's Governance Structure

4.3.1 Introduction

IUCN is faced with enormously complex issues. It has a complex mandate, a complex governance structure, and a complex environment in which it operates. It is expected that in any such organization, there will be major challenges to the governing body. It is a difficult task to manage governance structures that are as unique, representative, diverse, large, and complex as those of the World Conservation Congress and the Council. Yet it is clear from a review of the documents, surveys, and interviews that the Council has been making a consistent effort to meet these challenges. It is a difficult undertaking, with no clear recipes for success, and many obstacles and questions to confront along the way.

For Council to be effective in such a complex system, it must be especially proactive in developing and sustaining good governance practices. The analysis that follows, which explores some of the Council's practices, is focused on practices that we feel could be improved upon to empower Council to build its capacity to tackle the challenges it faces.

Seven practices that emerge from the data have been chosen for discussion: 1) responding to evaluations; 2) managing face-to-face meetings; 3) organizing the Council; 4) managing the decision-making process; 5) enhancing internal and external communications; 6) managing Council independence; and 7) managing relationships.

Finding 6: The Council and Secretariat have partially addressed the governance challenges raised in the IUCN organizational assessments of 2007 and 2011. However, this is part of a wider set of challenges and barriers for the Council in its use of evaluations in carrying out its oversight function.

In 2007 and 2011, IUCN underwent evaluations that identified a wide variety of management and governance recommendations aimed at improving the effectiveness of IUCN. Good practice would indicate that both the Secretariat and Council explore the reviews and the recommendations in order to ascertain changes they would commit to make.

Our TOR asks us to “track progress” on the recommendations related to governance recommendations and identify barriers to change (see Appendix XI for a complete summary). In reviewing the list of recommendations, we found seven addressed to governance areas, though none were directed to Congress nor to Council. The recommendations were addressed to the Secretariat, and the Secretariat has and continues to address issues raised.

In general, there is progress, but there are important barriers to change following result from evaluation recommendations. These are also challenges to the management and governance of IUCN. Exhibit 4.4 provides our analysis.

Exhibit 4.4 Progress and Challenges in Implementing Recommendations²⁰

Recommended area to change	Progress being made	Challenge
The 2011 evaluation recommended a major organizational development exercise	While a significant OD exercise did not take place, many of the subsidiary recommendations are taking place.	Redefining the purpose of IUCN would be an extremely costly and time consuming exercise—this would have to be led by the Council and Secretariat.

²⁰ These are the recommendations that are primarily in the responsibility of the Council.

Recommended area to change	Progress being made	Challenge
that included 14 subsidiary recommendations all linking to a redefinition of IUCN's purpose		<p>It is unclear if any donor would invest the needed resources required for such a venture though the recommendation is very much linked to Finding 1 of this evaluation.</p> <p>Our data suggests the Council is not engaged in closely examining the changes required to engage in the alignment of IUCN as suggested in the 2011 evaluation.</p>
<p>The 2007 evaluation made a recommendation around the relationship of Members to IUCN: Develop a compact and a strategy for serving Members and Members' role in "influencing societies".</p>	<p>Some improvements made, though still a fundamental issue. Membership strategy has lapsed with only some progress identified—no evaluation done of the strategy and implementation.</p> <p>New strategy or an updated strategy planned for after 2016.</p> <p>There seems to be no urgency with respect to implementing this recommendation.</p> <p>Member relation officer placed in each Region, support members.</p> <p>IUCN is a project-driven institution that uses Members and builds membership capacity as it relates to funded projects.</p> <p>Use of Members and capacity building of Members are on a project by project basis.</p> <p>Seen as a future issue.</p>	<p>This is an ongoing challenge for all membership organizations. The new FASU committee of the Council has taken up this issue and is presently conducting regional consultations on this.</p>
<p>DG should report to Council on enhancing organizational capacities</p>	<p>Part of DG overall reporting. Always a work in progress for organizations-matching resources to products and service requirements</p>	<p>High cost of general training without clear benefits holds this back. This is part of good HR practices—Not a role of Council unless lifted to a strategic level.</p>
<p>Diversify funding</p>	<p>This has been generally left to Secretariat who has a unit that focuses on this. The FAC of Council does have a sub-committee looking into this.</p>	<p>Relatively little Council involvement. There is no clear Council function identified in Statutes although mentioned in Handbook and FASU document.</p> <p>Ad hoc use of Council members has helped Secretariat. Compared to other Boards, small role for Council.</p> <p>Council members reported missed opportunities for Council and the Secretariat to jointly work on raising funds, e.g. when the DG or Secretariat members visit countries where Council members are based.</p>

Recommended area to change	Progress being made	Challenge
Build more coherence into planning documents	The One Program policy is meant to do this.	This will be an on-going work in progress for IUCN Council. Council role in implementing the One Program is not well articulated.
Develop a Committee to provide oversight of DG	DG objectives approved by Council with oversight by President.	Council and Boards have historically had a difficult time with this. Best practice is to have a clear process based on a results compact of performance with DG which is endorsed by Council and DG and monitored and evaluated by President.
Contract a commission review (this is a role of Council-though the recommendation is not aimed at Council)	There is presently a review of Commissions happening mostly managed by Secretariat. Council role is unclear.	Commissions report only to Council and WCC. This presents a governance challenge, as they are both colleagues and under Council's authority.

In general, progress has been made on many of the recommendations. However, the organizational reviews or evaluations were not under the supervision of the Council and it is unclear how much ownership the Council has in this process. Finally, at a more general level, the Council does not set procedures or guidance on how evaluations of IUCN projects, programs, and the institutional reports need to be managed. Council deals with evaluation recommendations in an ad hoc fashion and is not systematic in addressing strategic recommendations. A review of practice and a formalization of practice would ensure that important components of evaluation do not “fall through the cracks.”

Besides this general issue, the barriers to implementation of these recommendations are:

- 1) Neither the recommendations nor the Secretariat response to the organizational review stipulate the role Council is asked to play.
- 2) Council's expectations with respect to these evaluations are unclear. As part of the TOR for these evaluations, the Council's role should be stipulated.
- 3) Although we have been told that these evaluations were shared with Council, there was no internal Council process used to follow up on these evaluations.
- 4) The 2011 organizational review suggested a large scale change that requires significant leadership and buy-in. This never occurred at the Council level because Council members did not agree.
- 5) There were no significant resources set aside for the change processes required for implementing the recommendations. This is both a Secretariat and Council issue about budget allocations.
- 6) The Council Handbook is vague on the responsibilities of Council in relation to evaluating performance. It simply states that “It is the responsibility of Council to stay informed about Programs and activities, to receive and review evaluation results, and to ask questions”.²¹ Although this may give Council members much flexibility, they do not make use of it.

²¹ We were told that the Secretariat is working on a dashboard for Council to enhance Council's ability to govern at a strategic level.

While this section primarily discussed Council's role in following up on recommendations from the two external evaluations, the Secretariat also has a role to play. In the minutes of the Council meetings, we found few references to the work the Secretariat does on evaluations, risk assessments, and audit²². While the Secretariat supplies these reports, the follow-up processes are unclear. In general, we found four roles that the Secretariat could play that presently are barriers to Council's follow up responsibilities. The roles are to have:

- To prepare a list of present and future oversight reports undertaken by internal and external bodies that will require Council attention
- To have a clear process to follow up on the list
- To have a determination of follow-up activities with identified responsibilities
- To develop a process to follow up activities

Evaluations and other oversight reports are significant investments that need to be taken seriously and followed up. Interviews indicate they are taken seriously, but the follow up lacks procedural clarity.

Finding 7: Face-to-face Council meetings are the practice Council uses to get its work done. Interviewees have widely divergent opinions about the practices used to manage and obtain results from these meetings. In general, the overriding perception is meetings can and should be improved. The question is how?

Recent research has shown that boards of not-for-profit organizations will meet as a group between 30 and 80 hours over a course of a year in face-to-face meetings. In this time, the board must carry out a wide assortment of fiduciary and strategic activities including priority setting, approval of budgets, review of financial and audit information, assessments of various institutional risks, taking positions on strategic issues, and discussing and approving organizational level policies and guidelines. In addition, they are asked to make decisions on a wide assortment of items many stipulated as a statute requirement. The size and complexity of an organization complicates getting their work done in meetings. Using time efficiently is a key component of council practices and meetings and is associated with high performing Councils.

"The Council seeks to build consensus. This is time consuming at first but it builds ownership for implementation and it builds trust amongst Council members. Time is a problem but not as big a problem as building consensus."

Data from our survey and interviews with Council members suggest plenary (or face-to-face) meetings of Council are seen as an opportunity to understand the values and thinking of colleagues. These meetings held twice a year are highly valued by Council members. Most Council members indicated that the discussion at Council meetings, both plenary and committees, were important to them. They indicated that having two face-to-face meetings was required if they were to fulfill their minimum fiduciary responsibilities²³. However, they also indicated that meetings were not striking the right balance between open discussion and getting things done.

²² Risk assessments and audits are viewed as the work of the FAC; a committee that is technical and trusted by the Council.

²³ In reviewing the frequency of meetings in international board and in our comparators GEF and IFRC, 2 meetings a year appeared to be the norm and not excessive.

Time presents most Councils generally and IUCN particularly with a dilemma. On the one hand, Councils want to use the best organizational and time management techniques to ensure issues are managed within time available. At the organizational level, creating committees and utilizing delegation tools is a mechanism to improve time management. In addition, Council can use a wide assortment of meeting techniques to facilitate getting Council work done. However, getting work done is not the only objective of Council meetings. Councils often see member ownership as an issue that requires Council members to feel comfortable about decisions, and as such, can go beyond time allotted.

*"I am a **new** councillor and really enjoy the plenary sessions. Although I have not spoken as yet I enjoy hearing members speak their mind."*

Council member

This is the dilemma identified by almost all Council members and most of the external stakeholders. Six Council members and a majority of stakeholders indicated that Council meetings wasted too much time. Each of these interviewees diagnosed the problem differently as represented below:

- "Council members go on and on about the same thing. They need to be more respectful of time." (Council member)
- "Council meetings waste time because the agenda time allotments are not respected." (Council member)
- "The issue is that we waste time at meetings—committees review issues and then the plenary reviews it again." (Council member)
- "We developed a Bureau to support more delegation and if delegation to the Bureau occurred we would have much more strategic conversations at the Council." (Council member)
- "IUCN should reduce the size of the Council. This would help a lot." (Stakeholder)
- "We need to make use of the new communication technologies between Council meetings. This should allow us to get information, vote on simple issues and express our views on issues. We do not need as much face-to-face time." (Council member)
- "While most Council members are well prepared for meetings, some are not. Pandering to them wastes time." (Council member).

Meetings are a critical practice of IUCN, and are costly. The Council has instituted a number of reforms to improve meetings with respect to agenda setting using color coded agendas²⁴, identifying time, using digital tools between meetings, and setting up the Bureau. While many of these have helped, there is still an underlying issue that Council meetings do not represent good practice.

Six out of the 25 interviewed Councillors and a majority of the external stakeholders suggested that the problem of meetings is related to the size of the Council.

Clearly this might be a contributing factor and we explore the role size plays in hampering effective meetings in Finding 5.

Practices of other governing bodies:

At each meeting, the GEF Council elects Chairperson from among its Members for the duration of that meeting. The position of Elected Chairperson shall alternate from one meeting to another between Council members from developed and developing countries.

²⁴ Color coding is according to three of main roles of Council: Strategic direction, Oversight, and Fiduciary responsibility. Previous Council applied this coding, but current Council has not.

Finding 8: The governance structure of the Council generally follows a similar pattern to that of councils or boards in other international membership organizations. There is, however, a unique aspect of the Council's structure: the inclusion of Commissions that creates particular challenges. Further, the data suggests that some components of the Council's structure could be better used.

Councils are socially constructed ways to organize and reach goals. IUCN's Council, similar to other councils, is constructed to represent its Members interests and as well to engage in the oversight and accountability functions normally assigned to a Council by its Statutes. The structure refers to the roles and responsibilities attached to the Council, the grouping of Council's plenary, committees, taskforces, etc. Council structure is also created to respond to the demands placed on it by the context within which the Council operates.²⁵ We provide a full description of the governance structure in Section 3.

"The time it takes for decisions to be effective is a burden, waiting four years in the best of cases but much more usually is a hurdle to IUCN's relevance. This is in my opinion the biggest risk-challenge."

An important difference between IUCN's structure and that of other international bodies is the role of Commission Chairs. Commissions and their Chair play both an operating and policy role in IUCN. In international bodies it is unusual to structure conflict in this role. (See Finding 4 for more details).

On another note, the Statutes suggest that the structure divides the full Council into permanent committees, the Bureau, and various task forces. The purpose of dividing labor into these governing groups is to help make the Council more efficient. In general, survey data and individual interviews indicate that the Bureau has not been used widely as a tool to improve the workings of Council. Instead, a variety of informal mechanisms were used, but as discussed in Finding 7, the effective use of time at meetings is seen as a challenge. In contrast to the Bureau's role, discussions with Council Committee chairs indicate that the roles and functions of their committees are overloaded and suggest that their committees be re-organized. They also suggest that there needs to be priorities set on what comes to plenary and what can be decided in Committees.²⁶ The two phrases that interviewees kept coming back to are *priority setting* and *delegation from plenary to committees*. While both were tried, results are not as forthcoming.

Three potential models have been identified in this report as potential options for Council to organize. These models are further expanded in Appendix X and they are:

- 1) **Status Quo:** This option has the virtue of being representative and highly democratic, but creates several duplications and heavy workloads.
- 2) **Give more responsibilities to the Bureau and Committees:** Making a large group function well is possible. However, delegation of authority should be increased and matters that are not strategic in nature should be dealt with by the Bureau or Committees.
- 3) **Have a smaller Council:** Although a smaller Council may be less representative, it may very well be more functional and flexible.

²⁵ An example of the context is that IUCN operates in a global rather than a national or local context. This means face-to-face meetings are costly. This affects structure, process, and content of meetings.

²⁶ This is a complicated issue. In most councils issues are discussed in Committees and then recommendations made to the Governing Body. Final decisions are not made but almost all discussion takes place at the committee level with members who have the skill sets in the particular area the committee is dealing with (eg. Finance or Human Resources.). It is reported that at Council, there is sometimes a repeat of the Committee discussions.

The governance structure of IUCN can work better. We have suggested some structural changes and some alternative models to improve Council's functioning. In the next sections, we will also recommend some process changes²⁷.

Finding 9: Decisional analysis made from minutes of meetings indicates that most decisions fulfill the legal responsibilities of the Council. However, only a few decisions provide the institutional guidance normally expected from a Council. An important exception is the hiring of the DG, Council's most strategic decision.

Governance decision making is one of the most critical organizational practices: it offers a window into understanding the type of governance provided to an organization. Good governing practice requires that Council make decisions that fulfill its legal obligations (including fiduciary responsibilities) and guide the institution toward its goals and objectives.

Our primary data source was the Minutes of Council meetings of the four last meetings (80th to 84th meeting). We content analyzed the decisions taken by Council members. A total of 139 decisions were analyzed and classified into six areas. In general, we found a large proportion of the decisions taken during Council meetings were linked to procedural issues. Out of 139 decisions analyzed, 42 (or 30%) were linked to basic Council procedures such as the adoption of the meeting agenda, approval of minutes from previous meetings, approval of terms of reference for Committees, taking notes of verbal reports, etc.

Of the remaining decisions, a majority were classified as fulfilling statutory obligations including items such as confirming appointments or making minor amendments to Regulations.

Unfortunately, we did not have an opportunity to attend Council meetings, but several interviewees commented on the time wasted in Council attempting to "wordsmith" decisions that needed to be made. If this occurs during these more procedural decisions, it is another meeting issue that needs to be addressed.

Very few decisions were found to be decisions that would help guide the Union even though the Council Handbook specifies that "it is the responsibility of Council to determine and safeguard the mission of IUCN [...] and to use the mission as a guide for planning, setting priorities and allocating resources".

"A few Council members seem to like focusing on the language of resolutions—they act like lawyers in a court."

Council member

Council members who completed the survey were asked to share their perceptions on their work and whether they thought their focus was sufficiently strategic. Forty-six percent (46%) of respondents believed that Council focused enough attention on strategic issues. Fifty-eight percent (58%) of Council members were of the opinion that Council spent too much time micro-managing the Secretariat. We take that to mean that Council spends too much time looking at specific procedural issues related to IUCN decisions and not enough time providing decisional guidance. One Councillor put this issue as:

"Structurally the Council meetings and work are not geared towards strategy development and vision setting, but rather emulate a multilateral/ UN-type decision making. Personally, I am not convinced that this is the most effective, efficient and relevant way of using Council for IUCN in the 21st century. A bureaucratization of the Union may not

²⁷ See Appendix XII for other models used by other environment/conservation organizations.

position the IUCN favorably in a medium to long-term context of reaching much needed conservation impacts in the world. Council function needs to follow Union function.”
(Council member survey response)

Finding 10: Internal communication by Council has increased transparency. However, external communication follows the transparency policy which limits the amount of information that external actors have access to. This is not in keeping with good governance practices leading to transparency.

Council communicates with stakeholders in two ways: 1) internally through the Union Portal which is a password protected website for information sharing between IUCN Members, members of Commissions, Council and the Secretariat; and 2) externally through IUCN's website. Information that is shared by Council is regulated by the IUCN's Council's Transparency Policy. The Policy states which documents are to be shared internally and externally.

In general, Council members indicate that their own communication patterns between and among themselves has been quite good. There is a feeling of esprit de corps and Council members indicate that most communications inside Council works well. There is one exception expressed by a couple of Councillors. While most formal meetings have translations, most other oral meetings are not translated. While this is financially sensible, a few Councillors indicated that they thought more sensitivity to this issue needs to be shown.

According to the Council's Transparency Policy, information on background analysis, summary minutes, decisions of Council meetings and Council agendas is shared on the internal portal and members may send requests for specific documents by email. The Policy specifies that Councillors have a role to play in informing and obtaining feedback and input from IUCN members on provisional Council meeting agendas and in reporting the results of Council meetings. Internally, communications seem adequate, and some IUCN Members even complain about information overload.

Information shared with external stakeholders such as Framework Partners is limited by the Transparency Policy; only the decisions of Council and Bureau meetings are to be posted on the IUCN website. Council members have not found effective ways to communicate their work or rationale for decision-making through other dissemination means such as newsletters. Overall, there is little effort or capacity to publicize positions or to report on the work of the Council itself²⁸.

External stakeholders wanting to get in touch with Councillors may also experience challenges. Over the years, individual Councillors developed their own way to meet with stakeholders and communicate ideas, but this is quite ad hoc. In general, there is basic information on Council members on the IUCN website, but there is no contact information available for any of the Council members, except for the President. Some opinion pieces or blog posts written by Councillors are available on the IUCN website, but they are not centralized or easily accessible through the Council's webpage. Another example is the 2012 Congress documents. There is plenty of information from the 2012 Congress available on the IUCN website, but extensive research may be required to find something specific since they have not been centralized. These

Practices of other governing bodies:

Both the IFRC and the GEF have been commended for their transparency based on the communications and information they provide. This is largely done by having documents, minutes and evaluation responses posted on their websites which is open to the general public.

²⁸ Even though one of the main responsibilities of Council is to communicate IUCN objectives, policy and programme to the World Community through Article 37.

deficiencies were also noticeable in our survey results, where 88% of Councillors surveyed did not have a favorable opinion on Council's communication tools used to keep stakeholders informed about IUCN issues.

These perceptions are confirmed by a review of Council's meeting minutes that showed very little activities or decisions reported regarding communication products. Only 9% of decisions were related to communication with Members, the Secretariat or the DG.

Finding 11: Best practice guidelines require some independence between the governance function of the Council and the management function ascribed to the Secretariat. In some ways, IUCN Statutes and practices makes this separation clear; however, as it relates to resources (human and financial), the Council does not have the independence it needs.

One of the key tenets of best practices is that the Council should be able to exercise objective independent judgment on all affairs of an organization. In the private sector this tenet is linked to the selection of Board members. Private sector boards often face attempts by managers to appoint board members who have a common stake with management and as such cannot be independent. In the not-for-profit world this tenet relates to a similar concern—often with self-appointed boards—but it also applies to the ability of the Board to make independent judgments related to their assigned function. While Councils need to support and provide insights, they also need to be free of management influence for proper oversight. It is a balancing act.

In general, IUCN does a good job at ensuring its Council members are independent actors²⁹. Their selection process for Council and conflict of interest guidelines provide clear definitions and ways to assess whether or not a Council member is independent and owes allegiance to the best interests of the organization (confirmed by 76% of surveyed Councillors).

"A better strategy could be developed to enhance the role of Council in representing the IUCN globally, regionally and locally. There is no budget for this and no media support. This limits Council members' abilities to engage with larger community. Council should be representing IUCN officially much more than currently. The DG and President cannot be everywhere given limits on time and physical realities, whereas Council members could be used much more to represent IUCN globally."

Council member

This is less true when it comes to its ability to act independently as a Council member. Interviews with Council members indicated that they felt detached from the resources given to the Council to fulfill their role. They implied that in both the human resources associated with working with Council and the annual budget provided to Council to operate, there is no set process for exploring whether the resources are adequate or not. Nor is there any ownership by Council with respect to the resources they use. The costs associated with the functioning of Council have been a source of discussions and query. Can we afford to have meetings outside of Gland? Can the Council ask for a study to be done? Do we have funds to do Council investigations for fiduciary purposes? Can we have funds to meet with our regional constituencies?

On the other hand, stakeholders have consistently mentioned to us the cost of Council and relating these costs to the size of Council and the frequency of meetings. The problem is that we only have guesses at the full, real cost (human and financial) of Council activities—but not a systematic look at the costs. Furthermore, we have little data on the costs as they relate to the implementation of Council work. For example, we do not know the costs nor the benefits of Council members being more engaged in representing IUCN. As one Councillor relayed in an interview, "I go to meetings of

²⁹ The one exception is the Commission issue mentioned earlier.

other organizations all the time. I tell them I am an IUCN Councillor—I am proud of this—however, we do not even have a business card to present ourselves—nor do we have a budget for any sort of representation.” More closely aligned with the issue of independence is the ability of Councillors to carry out their own investigations in those areas where there is concern that oversight information is inadequate. Being able to have some independent resources does not necessarily mean a big budget, but it is a symbolic act that can be made operational thus placing the Council in the position where it will have to make its own choices about expenses.

Good practice is for organizational units, including Councils, to negotiate a budget that allows the unit to carry out assigned tasks. This budget process should occur between Council and the Secretariat at the start of a fiscal year to include not only resources for meetings, but other expenses such as the ability to use staff time, attend relevant meetings, and hire advisors and other incidentals. Such a budget system allows for a degree of independence to make work decisions. At present, the Council has a modest budget made for meetings and some staff. While in theory the Council can obtain the resources it needs by virtue of its authority, in practice, neither the Council nor the Secretariat have formally engaged in thoughtful discussions about the “real” costs of operating the IUCN Council, as well as costs that should be identified to fulfill all statutory functions assigned to Council. Having the ability to make decisions about your resources is a source of independence. Council now lacks this source.

Finding 12: Both the internal and external relationships among Council members and between the Council and various components of IUCN have improved over the past 18 months. It is once again becoming a partnership.

Building partnerships amongst the various internal and external constituencies of IUCN is the final practice of discussion. By partnerships we mean creating both formal and informal relationships that allow the Council to fulfill its functions. The most immediate relationship is that of the DG and Secretariat.

The relationship between the Secretariat and the Council is the most important and the closest relationship Council has with an IUCN group. This relationship always has a dynamic tension since the Secretariat has an implementing role and the Council has an oversight role. When the oversight role strays into the details of implementation it often causes a conflict and the plea to end “micromanagement”. On one hand, when Councils micromanage there is often conflict and tension and the partnership is strained. On the other hand, when Councils feel that their fiduciary function warrants close scrutiny of the Secretariat’s work, this close scrutiny is perceived as micromanagement. In a similar situation, Council relies on management to provide it with the

Data suggests that IUCN does a good job at tracking the direct costs of meetings, but has less data on the costs of servicing meetings by IUCN and volunteers.

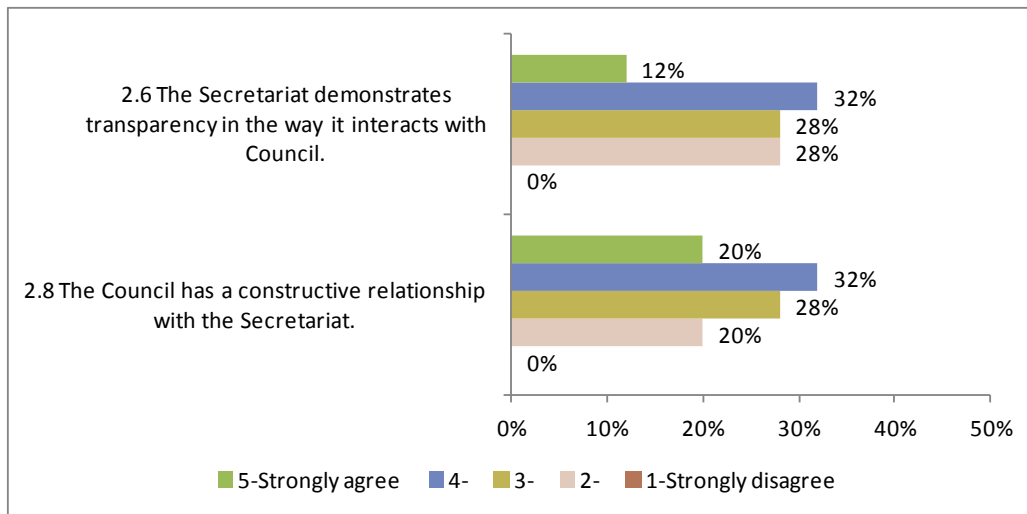
information they need to carry out their functions. Yet it is often difficult to know precisely what Council “needs to know”. When the Council receives too much information it causes role overload with the Council members and leads to material produced by the Secretariat that is not read. However, if the Secretariat tries to limit information, Council members think this indicates a lack of transparency. Getting the right balance is a challenge. A central factor in making this and other relationships work is trust.

An example conveyed to the evaluation is interviewees felt set back in their relationship with the Secretariat at the initial engagement of IUCN with Shell. The trust between the Council and the Secretariat was hurt by the process used to negotiate the deal with Shell. At the macro level, the Secretariat knew that many IUCN Members and Councillors were suspicious about IUCN working with the private sector, and especially the resource sector. The

Council felt that working with the private sector generally, and Shell in particular, was a strategic issue that needed to be resolved in the Council. Without much forewarning, the Council was informed that a contract ‘was being finalized between the IUCN Secretariat and Shell’. This led to a serious breach in the Council-Secretariat relationship. While the issue was managed toward a positive result, the impact of the perceived breach of trust still lasts.

In fact, in our interviews with Councillors (six interviewees), they identified trust and or transparency between the Council and the Secretariat as a major barrier for obtaining good partnership relations with the Secretariat. Council needs to trust that all strategic issues and appropriate fiduciary issues –positive and negative come to its attention. There is a perception that in the past, this was not true. On the positive side, almost all Councillors indicated that the change in leadership made and continues to make a significant difference in the relationship of the groups. Survey results on the relationship between the Council and the Secretariat are shown below.

Exhibit 4.5 Council-Secretariat Relationship



Councillors’ relationship to IUCN membership generally, as well as their particular geographical constituency, is a second internal partnership. This is another dilemma for Councillors. First, while they are nominated by their region, they are elected by the whole Congress and are supposed to act for all Members. Second, even if they wanted to engage with either their regions or the whole membership, there are no planned resources with which to do so.

The third relationship that is critical to Council is the internal partnership between the Commission Chairs and the Regional Councillors. This relationship is complex. First, the Commission Chairs formed an informal group to discuss Council and other issues. As a group, there are internal norms and values that give the Commission Chairs some cohesion. Regional Councillors have no such group. Second, the Council is the only unit in IUCN charged with oversight responsibilities for the Commissions. Similar to the Secretariat, when a group has oversight responsibilities towards a second group there is a natural tension. In this case, where the Commissioners are Councillors, it is even more complex to carry out the oversight responsibilities.

The final relationship that is critical to the Council is the relationship with the Framework Partners and major funders. Framework Partners provide non-restrictive funding for IUCN to carry out a myriad of tasks not allowed to be funded by project funds. Framework Partners and membership dues make up the bulk of the non-restrictive funds from which Council draws those resources it needs to operate. During our interviews, Framework Partners indicated that they have no relationship with the Council per se. There are some individual contacts, but the relationship is with

the DG and Secretariat. Given that in most INGOs the governing body plays a role in resource mobilization this was a bit unusual. It was even more unusual when one of the Framework Partners was criticizing Council governance practices—without any firsthand knowledge.

4.3.2 Summary and suggestions

Organizational practices provide insight into the behavior of governing structures. Seven practices were reviewed in this section and, where appropriate, we compared these IUCN practices to known best practices. These practices are:

- 1) **Incorporating relevant assessment feedback:** Council has partially addressed the governance challenges raised in previous IUCN organizational assessments, and this review found a number of important barriers that work against full implementation of evaluation recommendations.
- 2) **Managing face-to-face meetings:** General perception is that the management of face-to-face meetings can be improved.
- 3) **Organizing the Council:** The inclusion of Commissions in Council is unusual as they play both an operating and policy role. This was considered a conflict of interest by some.
- 4) **Managing the decision-making process:** Only a few decisions taken by Council in recent meetings provide the institutional guidance normally expected from a council.
- 5) **Enhancing internal and external communications:** Council communication practices are currently not adequate.
- 6) **Managing independence:** Council does not have the independence it needs to manage resources (human and financial) and to carry out assigned tasks.
- 7) **Managing relationships:** Relationships between the Secretariat and the Council can be tense and are not always based on trust.

Emerging from these practices are a number of suggested areas of change:

Suggestion 1: Clarify the role Council is to play in responding to evaluations and evaluation recommendations. A simple solution would be to clearly specify in the evaluation the role the Council is expected to play. Another is to track progress of recommendations that are priorities for Council. Linked to evaluations is the need of Council to have summary reports on the progress of the Program and other strategic issues. We have been informed that a dashboard is being developed to aid in this. Normally a dashboard is backed up by evaluative or audit documents—providing data for those interested

Suggestion 2: Reconsider the usefulness of reviewing issues both in committees and in plenary. Delegate decisional power so plenary can have more time for strategic discussions.

Suggestion 3: Hire an external facilitator to improve the meeting processes of Council.

Suggestion 4: Ensure that decisions that are not strategic in nature be made out of plenary by delegating more decision-making powers to committees. Make sure this is also true for wordsmithing activities.

Suggestion 5: Examine simple ways of advertising the work of Council with external stakeholders through online platforms and centralized existing documentation. Ensure that contact information is readily available for each Councillor. Another option is to update the Transparency Policy and have the information shown in the Union Portal available to all.

Suggestion 6: Develop an inclusive budget process that gives Council more responsibility for managing resources it uses.

Suggestion 7: Ensure that a process to evaluate the work of the DG is formalized.

Suggestion 8: As much as possible, Council should facilitate conversations in languages other than English. Possibly ensure a criterion for President to be multi-lingual.

4.4 Effectiveness of the Governance Council

4.4.1 Introduction

We observed that IUCN is rather unique in the complexity it faces, from the vastness of its mandate, to the broad representation of its Members, to its large, democratically-elected governance structures. We also discussed practices that Council could improve upon to become better able to manage the challenges it faces. How then to comment on how effective it is?

We chose to look at three areas of effectiveness that emerge from the data. These are particularly relevant for Council to consider as it goes forward.

- 1) The extent to which Council fulfill its functions
- 2) The extent to which Council adds value to the Union
- 3) The extent to which Council supports the Union's sustainability³⁰

Finding 13: The functions of IUCN's Council are articulated in its Statutes and other official documents. Various self-assessments indicate that Councilors think they have been effective in fulfilling their statutory requirements. However, these perceptions are not entirely shared by data collected from other stakeholders.

The expectations of Council and their functions are outlined in three documents: the IUCN Statutes, the Council Handbook (2011), and the FASU document titled "Strengthening the Union."

In general, IUCN Council, like all Councils, has two major functions that it must carry out: a fiduciary function, and a strategic function. At its core, the "fiduciary function" is the responsibility of Council to treat the resources (people, money, the brand, infrastructure etc.) of the organization as a trust, and ensure that these resources are used in a reasonable, appropriate, and legally-accountable manner. Strategic function is a bit different: it is about strategic leadership. It is the process of selecting among alternative courses of action, using the chosen goals and outcomes as the basis for the selection, and assessing the implementation of these strategies to achieve these results and outcomes. The process involves gathering information and using it to inform choices.

Protecting IUCN's assets and making choices about the future are the two general functions of Council.

We were asked to compare IUCN governance structure to other similar organizations (See case studies in Appendices VI and VII). As mentioned in previous sections, from a governance perspective IUCN's structure is unique. However, the functions performed by the governance structure are not unique. Although we have not found organizations with similar governance structures, we have found organizations whose governing bodies are asked to perform "similar" functions. We also found a robust literature about these functions. Using this literature about best practices for carrying out Council functions, we compiled a list of attributes of performing councils

³⁰ Sustainability in this section of the report refers to organizational sustainability. This occurs when a Council is intimately engaged in the scanning of the social, political, economic, etc. environments, in order that programmatic and fundraising goals have a greater probability of being attained.

(see Sidebar). An analysis of these characteristics provides the strengths and areas for improvement the IUCN Council should consider.

Survey and interview data allowed us to identify and confirm a number of strengths: Council composition was perceived very positively in surveys but less positively in interviews.

Other areas were also perceived positively, but also had some challenges that require change. While almost half of survey respondents were of the opinion that Council generally acts strategically to help set direction and policy, there was a strong belief that Council was too *reactive* as

opposed to *setting* the strategic agenda for the Union. The identification of risks and opportunities rated poorly: 28% of respondents thought that Council had access to good risk analyses when it deliberates its work and 32% thought that Council ensures that proper risk assessments were done for important program decisions. People interviewed questioned Council's interest in understanding and engaging in risk discussions. Finally, when asked about ethical values, 68% of respondents were satisfied with how Council models these values. A higher proportion, 72%, believes that Council properly manages conflicts of interest. Interviews, on the other hand, identified concerns regarding ethical issues and the potential for conflict of interest with Commissions.

Survey data showed that only 44% of respondents were satisfied with how Council evaluates the results attained by IUCN programs, and only 32% thought that Council looked at the results of the Commissions carefully enough. Interview data support this view and there was a general agreement that evidentiary reports on results were not adequately critiqued or analyzed by Council. Council members also felt that evidence was not adequately provided. An analysis of the specific functions, or characteristics, and our comments are below.

Attributes of Performing Councils

1. Is mission driven
2. Engages in due diligence
3. Acts strategically to help set direction and policy
4. Demonstrates sustainability
5. Is performance oriented and accountable
6. Contributes to a positive institutional culture
7. Identifies risks and opportunities
8. Acts ethically
9. Selects diverse and competent Council
10. Operates transparently
11. Is collaborative and collegial
12. Engages in resource mobilization

"We need clear and consistent sets of metrics to enable us to honestly assess the performance of different programs, Commission delivery, and other relevant smaller projects, with linked financial information."

Council member

Exhibit 4.6 Characteristics of Council and Comments

Characteristics of a high performing Council	Definition	Identified in the statutes	Comments
1. Is mission driven	Council continues to shape and uphold the mission, articulate a compelling vision, and ensure the congruence between decisions and core values.	Statutes Part II Regs. Part I	Self-assessments of Council members indicate that a vast majority is satisfied with how they guide IUCN in its mission and purpose (over 80%). Interviewed stakeholders, while generally satisfied, admit that there is no criteria set to assess this characteristic.

Characteristics of a high performing Council	Definition	Identified in the statutes	Comments
2. Engages in due diligence	The Council ensures the organization is well-managed financially, that its accounting systems are designed and applied with professionalism, that program budget is approved, and that there is independent audit.	Statutes Part VI s. 37. S. 46 Regs Part IX	<p>Self-assessments of Council members indicate that a vast majority is satisfied with how they oversee the effective management of financial resources (over 80%).</p> <p>The Universalia survey showed that about half of Council members (48%) are satisfied with financial decisions made using clear criteria. When asked whether the IUCN Council executes its oversight /fiduciary responsibilities competently, 64% of respondents were satisfied.</p> <p>While Council is positive on these aspects, those engaged in due diligence indicate that more could and should be done.</p>
3. Acts strategically to help set direction and policy	The Council allocates time to what matters most and continuously engages in strategic thinking to hone the organization's direction.	Statutes Part VI s. 37	<p>Self-assessments of Council members indicate that most are satisfied with how Council has ensured effective organizational planning and priority (over 70%).</p> <p>The Universalia survey showed that 56% of Council members are not entirely satisfied or have no strong opinion on whether the Council focuses its attention on strategic rather than operational issues. On the other hand, 72% of survey respondents expressed appreciation on the Council work to provide important guidance in helping IUCN move towards its strategic objectives.</p> <p>Interviews indicate that Council reacts to strategic issues and is rather passive. One of the main criticisms of Council, both internally and externally, was that too little time was put on providing strategic leadership.</p>
4. Demonstrates sustainability	The Council links bold visions and ambitious plans to financial support, expertise, and networks of influence. It hires and retains the right leaders.	Statutes Part VI s. 37 s. 46	<p>The Universalia survey showed that 80% of respondents were satisfied with how the selection of the new IUCN director general was managed by Council. Less than 50% of respondents thought that governance practices of the Council support the long-term sustainability of IUCN.</p> <p>Interviews indicate that while Council sets plans to respond to Congress's direction, however relatively little time is devoted to</p>

Characteristics of a high performing Council	Definition	Identified in the statutes	Comments
			Council discussing how changes in the social, political economic contexts can or will affect the future of the programs or fundraising activities of the IUCN. ³¹
5. Is performance oriented and accountable	The Council is results-oriented. It ensures the organization has in place information systems that track performance against established objectives, and that timely reviews are conducted and adjustments/ adaptations made as required.	Statutes Part VI s.46	<p>Self-assessments of Council members indicate that about 60% are satisfied with the effective practices in Council and its M&E of IUCN work. When assessing their own performance as Councilors or the performance of the whole Council, over 50% revealed that they were either satisfied or very satisfied.</p> <p>The Universalia survey showed that 44% of respondents were satisfied with how Council evaluates the results attained by IUCN programs and only 32% thought that Council looked at the results of the Commissions carefully enough. When asked whether governance practices demonstrate IUCN's commitment to results, 56% of respondents agreed.</p> <p>Interview data indicate general agreement that evidentiary reports on results are not adequately critiqued or analyzed by Council. Council members also felt that information was not adequately provided.</p>
6. Creates institutional culture	The Council helps institutionalize a culture of inquiry, mutual respect, and constructive debate among its members and with management so that there is sound and shared decision making. Councilors are prepared for meetings with pre-readings supplied in a timely manner.	Not mentioned	<p>Self-assessments of Council members indicate that 70% of respondents thought that members were well prepared for meetings. The Universalia survey shows that 44% of Councilors are well prepared for Council meetings. The level of participation in Council meetings was judged as high enough by 68% of respondents. The management of different points of view was considered to be well managed in Council meetings by 64% of respondents.</p> <p>Interviews revealed strong support for the positive climate of present Council. Some concern that more attention should be paid to linguistic diversity among other diversities to ensure full participation was expressed.</p>
7. Identifies risks and opportunities	The Council ensures that key risks are identified and	Not mentioned	The Universalia Survey shows that a low 28% of respondents thought that Council had access to good risk analyses when it

³¹ For example, recent political changes in Scandinavian countries might directly affect IUCN Core funding. We found no discussion in the minutes.

Characteristics of a high performing Council	Definition	Identified in the statutes	Comments
	mitigation plans are in place. There are regular reviews and assessments undertaken with reports back to the Council.		deliberates its work. Thirty-two percent (32%) of respondents thought that Council ensures that proper risk assessments were done for important program decisions. Interviews demonstrated strong support for committees engaged in risk analysis. However all people interviewed question Council's interest in understanding and engaging in risk discussions.
8. Acts ethically	The Council ensures that there are documented conflicts of interest and code of ethics policies and codified governance guidelines for Council and its committees. It promotes strong ethical values and disciplined compliance with appropriate mechanisms for oversight.	Statutes and Regulations Council Handbook includes Code of Conduct and Ethics Committee Procedures	The Universalia survey shows that 68% of respondents are satisfied with how Council models strong ethical values. A higher proportion, 72%, believes that the Council properly manages conflicts of interest. Interviews confirm strong concern for ethical issues by Council. However, the potential for Conflict of interest with Commissions was not transparently addressed during the period of review.
9. Effective Council composition	The Council's size is managed in a way that is conducive to efficient and effective decision-making and that its membership reflects the mix of skills, abilities, experiences and competencies required to meet the needs of the organization. It evaluates itself and has a succession plan to replace Councillors.	Statutes Part V s. 27 Statutes Part VI s. 38-44 Regs part V s. 45	Interviews conducted showed that diversity of the Council was one of the most valued characteristics of IUCN. Council members should have the right mix of skill sets. The diversity is respected and held as a "badge of good practice." Open-ended survey comments confirm that view.
10. Operates transparently and information is available to constituency	The Council promotes an ethos of transparency by ensuring that donors, stakeholders, Members, and the world community have access to appropriate and	Statutes Part III s. 12 Statutes Part VI s.37, 45 and 58	The Universalia survey shows that 72% of respondents believed that Council is transparent in the way it carried out its work. A smaller proportion, 64%, thought that Council has good communication tools to keep Council members informed about IUCN issues. Interviews established that while the Council feels it is transparent, it is not the same for Council members' perceptions of the

Characteristics of a high performing Council	Definition	Identified in the statutes	Comments
	<p>accurate information regarding finances, operations, and results. It ensures that effective communication tools are in place to receive and give key messages to stakeholders.</p>		<p>Secretariat. Almost a third of the Councillors felt that the Secretariat was not transparent in sharing information. Council members did concede that it has improved in the last 18 months. This is confirmed by survey data. Only 44% of survey respondents believed that the Secretariat demonstrated transparency in the way it interacts with Council.</p> <p>However, information sharing by Council is limited by its Transparency Policy, which does not allow for much external information sharing.</p> <p>There are very few institutional ways Council members can communicate with their constituencies. Many use personal resources or their affiliated organizational resources. This is ad hoc.</p>
<p>11. Is collaborative and collegial</p>	<p>The Council governs in constructive partnership with all constituent groups, committees, Commissions, regions, funding partners, Member NGOs, and governments.</p>	<p>Regs Part III</p>	<p>Self-assessments of Council members indicate that over 80% of respondents agree that Councils functioned as a cohesive body and that members treated each other with respect. The Universalialia survey showed that 52% of respondents believed that Council had a constructive relationship with the Secretariat. However, 76% of Council members admit to having a great deal of trust in colleagues on the Bureau.</p> <p>While most Council members feel that the Council works together, interviews indicate that there is a feeling amongst some that the effort to gain cooperation on issues comes at the cost of inefficiency.</p>
<p>12. Engages to support resource mobilization</p>	<p>The Council ensures that it collaborates with Secretariat to generate the financial and human resources necessary for its strategy and priorities</p>	<p>Council Handbook identifies mobilizing resources as a basic responsibility of Council</p>	<p>Ad hoc engagement in resource mobilization. FAC reports it does have a sub-committee but Council members have not been very active.</p> <p>In most Councils and Boards, the Council plays a strategic role in resource mobilization and working with the Secretariat to understand and adjust their business model. Resource mobilization is mentioned in the FASU document, but interviews and analysis of meetings suggest that both the Council and the Secretariat are unclear about Council's role in this area.</p>

To summarize the findings on the table, we conclude that the Council is carrying out most of the functions identified as good practice. Our survey showed that 68% of respondents believed that Council members fulfilled the roles and responsibilities outlined in the statutes. The data also suggests that there is considerable room for improvement. As mentioned earlier, Minutes of Council meetings indicate that the Council engages in many activities. The more general hypothesis of this section is that a high performing Council contributes to the effectiveness of IUCN as a Union. We explore this in the next section.

Practices of other governing bodies:

The IFRC Board agenda is largely driven by the Secretariat and the extent of involvement of the President in setting the agenda depends on the relationship with the Secretary General. The Board sets priorities after being prompted by the Secretariat. There is ongoing communication between them on a monthly basis.

Finding 14: The Council lacks strategic priorities which can guide their actions and demonstrate their contribution to the Union. In the absence of such priorities more operational concerns become the focus.

For more than 50 years, organizations have been creating strategic plans that provide a central guide for their work and a framework for measuring their progress toward results. IUCN has a strategic plan and its success is judged against this plan. Similarly, Councils set strategic priorities against which both internal and external stakeholders can judge the type of contribution they are making (see sidebar).

IUCN approved Council Strategic Priorities:

- 1- Raising IUCN's leadership, profile, and influence within and beyond the conservation community
- 2- Strengthening and updating IUCN as an effective Union, including its membership, governance, and structure
- 3- Mobilizing resources from existing and new sources for the implementation of the IUCN Programme and the Union strengthening.

(Source: 81st Meeting of the IUCN Council)

At the first meeting of the new IUCN Council, the following observation was made regarding strategic priorities: "Councillors questioned the need for a decision as well as the broad wording used and suggested that a more elaborate outcome of the retreat be prepared and merely noted. The DG explained that the purpose of the draft decision was for Council to take note that, in line with its role to set strategic direction, it would pay particular attention to these priorities in addition to its many fiduciary responsibilities defined in the statutes." Unfortunately this was an opportunity lost.

After additional discussions, Council made a decision (C/81/9) to establish the FASU to address the first two priorities. Minutes say that the priority on mobilizing resources will be addressed through the FAC³².

In general, we found that these priorities were never owned by Council³³ nor new priorities developed. As such, little if any indicator of Council's progress on implementing these strategic priorities exist. We were unable to:

- Find an operational plan or implementation plan for the priorities
- Trace discussion of these priorities in meetings
- Find documents or communication about these priorities.

³² Our data suggests that though the FAC took this on as part of their mandate, they had little time to engage in this critical area.

³³ FASU continues to consult about these issues, however, strategic priorities for a Council needs to be owned by the Council. They need to be understood as guideposts for transparently identifying results. These guideposts were never identified nor operationalized.

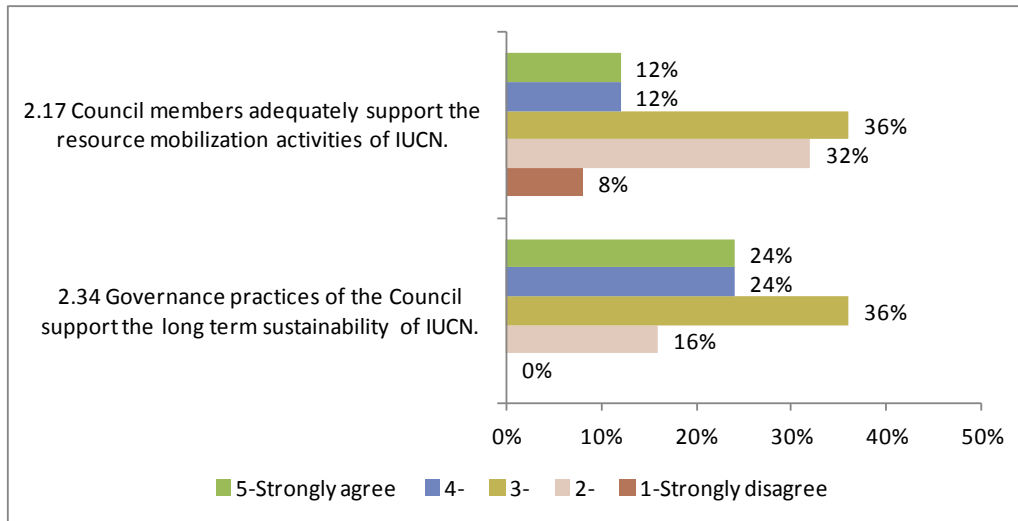
This is not to say that Council does not make a contribution to IUCN - just that its contribution does not appear to be guided by priorities the Council identified as important to the Union.

Good practice suggests that there is a need for clear strategic objectives for a Council. In addition, objectives alone are not enough. They need to be operationalized in a workplan and be subject to review through some feedback mechanism. The Council has delegated some of this to FASU but has not followed up to ensure that they – the Council – have guidance with respect to the contribution they want to make to further clarify the direction provided by Congress.

Finding 15: Council seldom discusses the creation of a sustainable future for the Union. Ensuring the future of IUCN is a long-term goal that requires ongoing reflection about how the global institutional context affects IUCN.

The review of Council meetings’ minutes (80th to 84th meeting) revealed that issues concerning the future of IUCN were not on the agenda. No clear discussion has taken place on the evolution of issues or context in between WCC, issues that could require urgent attention from Council and which would call for a re-alignment of IUCN strategies. The issue of the future direction of IUCN and its governance is delegated to a fact finding task force—FASU. When asked about the future of the Union and sustainability, Council members agreed that they do not provide adequate support on resource mobilization (76%), and most of them did not have a strong favorable opinion on whether their governance practices support the long-term sustainability of IUCN (52%).

Exhibit 4.7 Council members’ view on sustainability of the Union.



As Council deliberated on issues over the last four years, there seems to be a common desire to get involved in resource mobilization, however, little is shared during Council meetings regarding actual resource mobilization activities. The IUCN Secretariat is ultimately accountable for resource mobilization, but Council is expected to provide assistance through the FAC. The discussions on resource mobilization in Council meeting minutes are limited to what Council members should do, e.g. be more involved in fund raising for more influence and visibility, but no evidence of specific action or step taken to mobilize resources is provided.

The review of minutes also showed that there has been limited discussion on updating the business model for the Union, i.e. how IUCN creates, delivers, and captures value in economic, social, or other contexts. To remain a relevant actor in the field, constant adaptations are required to the organization’s business model. The IUCN DG made reference to this challenge in her presentation to Council. In this presentation she indicated that IUCN should continue to move from an individual

project driven “retail model”, to one in which IUCN is provided program money so that they can provide grants and projects to meet programming needs—a wholesale model. This has potential to be a major business model shift and a significant attempt to improve the longer term prospects of IUCN. It is an issue discussed by Council but we have not seen any analytical work to demonstrate the effect such a shift would have on IUCN.

4.4.2 Summary and suggestions

The assessment of Council effectiveness was based on the extent to which Council fulfills its functions (outputs); the extent to which Council adds value to the Union (outcomes); and the extent to which Council supports the Union’s sustainability.

This review found that the Council is carrying out most of the functions identified as good practices for similar governance bodies. Council composition, management of conflicts of interest, and ethical values of Council were for the most part³⁴ perceived positively. There was, however, a strong belief that Council was too reactive as opposed to being the one setting the strategic agenda for the Union.

With regard to adding value to the Union, there is little data to suggest that implementing strategic objectives are at the forefront of the Council’s work. Data indicates that strategic priorities were replaced by more operational concerns. Overall, Council’s contribution to IUCN are not guided by strategic priorities.

In terms of supporting the Union’s sustainability, Council has had few discussions on ensuring the future of IUCN. Council has also not been involved in mobilizing resources. Finally, updating the business model for the Union has not been a priority of Council’s discussions either.

These observations on effectiveness led to the following suggestions to Council:

Suggestion 1: Council members should review and have a common understanding of all the functions they are responsible for, i.e. functions identified in the Statutes, in the Council Handbook, and in the FASU document. A review of these functions should be part of a yearly Council reflection or evaluation.

Suggestion 2: Council should develop strategic objectives and operationalize them in a workplan that would be subject to review through a feedback mechanism. This should focus on how the Council sees its work contributing to the effectiveness of the Union.

Suggestion 3: Council should be more involved in ensuring the sustainability of the Union, e.g. through resource mobilization activities or strategic discussions on issues affecting the future of IUCN.

³⁴ It should be clear that while many councilors indicated a concern about the role of Commission Chairs on Council only a handful saw it as a conflict of interest.

5 Conclusion and Recommendations

Five major questions guided this evaluation: What is meant by the governance structure of IUCN? What are the characteristics of the governance structure, and more particularly the Council? To what extent is the Council using good or best practices? To what extent is the Council effective and contributing to the sustainability of the Union? What recommendations could be made to improve the effectiveness of the Council?

Over 50 interviews were conducted, 80% of the Councillors completed written surveys, and an array of IUCN and general governance literature was analyzed. Particular emphasis was placed on studies that compared governance structures. Two mini case studies were undertaken on IFRC and GEF.

We started our assessment by identifying particular **characteristics** that make IUCN's governing structure complex and unique. It is a member-based organization that brings its Members together every four years (or so) at the World Conservation Congress to set direction for the next four years and take positions via Resolutions. Its members are divided into two groups, namely: Governmental Members and NGO Members. IUCN also includes Commission who are key players on Council through their Chairs. Congress elects Councillors and delegates to the elected Council the responsibility to align the wishes of the Members with the activities being implemented under the brand of IUCN. The Council is global and seen to be diverse. It has unique qualities or characteristics that make comparisons difficult. At the same time, this unique model poses organizational and logistical challenges. The sheer size of Council was perceived as a factor contributing to a lack of flexibility and responsiveness in decision-making. And in spite of its diversity, Council still lacks breadth of skills and the representation required to govern IUCN in an increasingly complex world. Skills such as finance, accounting, or institutional strengthening were not common among Council members. A potential conflict of interest was also identified with having Commission Chairs as Council members.

We then looked at Council's **practices**. In general, we found that the Council uses a set of management practices that have both positive and negative consequences. The evaluation suggests that it receives evaluations, reviews reports such as the 2007 and 2011 evaluation, but does not have good practices to follow up these and other oversight reports. Most of Council's work is done in Committees. However, both the plenary and sub-committees are purported to be overburdened, with plenary processes identified as areas for improvement (agenda, time, focus, etc.). A great deal of Council work is done in three major committees and in different task forces or working groups. TOR are provided as are chairpersons. Committees are reported to provide a good discussion, but the lack of fixed committee membership³⁵ and an overburdened agenda causes difficulties. Finally, the Bureau created to help these issues is underused. We identified over 130 decisions made by Council over the last two years, the most important being the hiring of the present DG. Many of the other decisions were seen as important to the functioning of the Union, but did not provide oversight or strategic direction. Internal and external communication was done through ad hoc interpersonal means including attendance at regional and other meetings, and the web site. These channels were seen as very limiting and in need of improvement. Council's role in providing oversight and strategic direction requires a level of independence from the operating groups in IUCN. The study suggests that independence works at an individual level, but is less functional with regard to the Commissions and Secretariat. Council directly controls few resources. Finally, we

³⁵A Council practice allows members to move from one committee to another. Interviewees say that this is disruptions.

provide an analysis of the relationship between the Council and various stakeholders. Similar to many relationships or partnerships, there are strengths and weaknesses.

We then turned to exploring the **effectiveness** of the Council. In general, we found that the Council fulfilled its function and assessed its relative success in carrying out these functions. We also queried the extent to which the Council was contributing to the Union's success. While strategic priorities were suggested by the Council President we found they were delegated to committees and new ones not developed. As such we found relatively little evidence that these objectives guided Council's work nor was it clear how it intended to make a contribution to the Union. In terms of ensuring the future of the Union, Council had little discussions on issues related to updating strategies or business models in between WCC.

We did two short **case studies** to obtain a feel for how IUCN compares to other international agencies that have some similarities related to their global mandate and governance. While we found no comparable organizations, these organizations were recommended to us by Councillors as possible interesting comparator. In general, we found that while there were characteristics that were different, many of the same strengths and challenges confront these organizations. In these and all organizations we have looked at, the challenge is for governing structures to make important contributions to the effectiveness and sustainability of the entity. Interviews with all Councillors at IUCN indicate that they want to do this; however, many Councillors see the road to improvement quite differently.

In short, this report found that while there is much value to Council and the way it is structured, the combination of missing skills, lack of strategic planning and focus, and a large number of decisions that focus on procedures rather than strategy all lead to a less than optimal outcome. To mitigate those issues, we provided suggestions for improvements within each of the substantive sections. These suggestions should be part of the overall discussion of the report and the changes the Council wants to make. With regard to recommendations, our TOR provide several instructions:

- 1) Make concrete proposals for improving the effectiveness of the governance structure in light of statutory functions
- 2) Further the recommendations of the 2011 review
- 3) Make recommendations that can be implemented by Council.

The following are six recommendations we make to Council to improve the effectiveness of their work. We see these recommendations as priorities that they need to review and on which they need to take action. For each recommendation we provide a short rationale. To explore the recommendation further we suggest the reader review the findings which are noted in parentheses.

Improve Council management of oversight reports

Recommendation 1: The Council should create an internal procedure for treating all strategic evaluations and oversight assessments they receive so that proper follow up will occur. With respect to the 2011 evaluation, Council should review the overarching recommendation and the 14 subsidiary recommendations to determine which of these recommendations are still needed and occupy a priority for Council. At a more specific level, the recommendation from the evaluation report pertaining to the evaluation of the DG should be put in place. Proposed follow-up procedures should be carried out as well.

Rationale: The overarching issue of the 2011 evaluation was for IUCN to re-discover its purpose in an attempt to integrate its membership, knowledge, and project focus work. Evaluations and

oversight reports are critical feedback and learning tools for an organization generally and the Council more specifically. They also represent a significant organizational investment and are an important part of the trustworthiness of an organization. These reports are critical for both internal and external stakeholders. We found that though Council views these reports, there is no systematic procedure for identifying critical reports, evaluating their use, or for following up the recommendations they deem important.

Council should set up a roadmap for tracking progress on recommendations found in this report and the actions it took to respond to them. A draft roadmap is proposed in Appendix XIII.

This recommendation is linked to Finding 6. A summary of suggestions presented throughout the report that are linked to this recommendation follows:

- Clarify the role Council is to play in responding to evaluations and evaluation recommendations.
- Given the importance of the One Program Policy in bringing the various components of the Union together to leverage IUCN's impact, we suggest the Council through one of its committees or task forces, monitor the "One Program" policy to ensure its implementation is consistent with membership expectations.

Improve Council selection process

Recommendation 2: The Council should request that the FASU, as part of their work with Members, carefully look at the Council Handbook to improve procedures that would lead to more diversity in various skills and experience of Council members. The purpose of this analysis would be to ensure a greater pool of applicants from which either Members in the regions and/or Congress can select.

Rationale: Diversity in experience, geographical and biodiversity expertise, have been a major source of pride in IUCN. IUCN Council has seen the benefits and the cost of diversity. Interviewees suggest while this is a strength of the Council, even more diversity is required, particularly as it relates to risk analysis, finance, resource mobilization, senior level government, and policy experience, and so forth. This type of diversity can be achieved through election or appointments of members from leadership positions outside of the conservation arena³⁶.

FASU should also look at ways to encourage senior women Members or associated with Members to run for Council to ensure diversity and gender balance in Council leadership positions.

This recommendation is linked to Finding 3. A summary of suggestions presented throughout the report that relate to this recommendation follows:

- The Council, through the FASU, should clarify the expectations of Members, and the role Members and Commissions play in governing IUCN.
- The GCC should work with Regional Committees and Fora to explore options for improving the pool of candidates, transparency and competitiveness of the selection process. For instance, the Regional Committees should be provided with a list of desirable skills when they start their search for potential candidates. The purpose of this would be to diversify the skills and representativeness of the Council. When specific skills cannot be found in selected candidates, appointments should be made by Council to fulfill those skills.

³⁶ Statutes allow IUCN's Council to second one new Councilor to round out skill and experience set. This can be increased (not under current Statutes; Committees could include non-Council members).

- Council should set up a task force to explore the possibility of changing the Council size, composition (representativeness) and meeting practices. The Council models presented in Appendix X should be used as a starting point for such deliberation.

Improve Council's Review of Commissions

Recommendation 3: Council should explore options for dealing with the conflict of interest that exists between Commissions Chairs' role in Council and Commissions' roles in implementing IUCN's program³⁷.

As noted earlier, many informants underlined the apparent conflict of interest that exists with having Commission Chairs sitting on Council. We have been told that this conflict of interest reduces the ability of Council to engage in proper oversight of Commissions. On the other hand, we have also been told that Commissions are valuable contributors to Council's work.

Our recommendation suggests that IUCN should explore potential options to resolve this conflict of interest:

- 1) Removing Commissions Chairs from Council and have Council do its oversight function without Commissions being part of Council. This would require statutory changes.
- 2) Creating a set of procedures that would allow proper oversight with Commission Chairs remaining on Council. This would first include a clear identification of conflicts of interest, and then, the development of proper measures and rules to deal with them.
- 3) Commission Chairs could become resource persons on Council with no voting rights.

Other options may also be considered.

This recommendation is linked to Finding 4. A summary of suggestions presented throughout the report that are linked to this recommendation follows:

- The GCC should develop a mechanism for Council to mitigate the possible conflict of interest that is inherent in Commissions sitting as both implementers (receiving funds and being accountable for Program implementation) and governors. In particular, the mechanism should consider how Council can adequately review and evaluate the TOR of Commissions, their workplans, and their results.

Improve time management

Recommendation 4: The Council should hire a process consultant to help the President and the other leaders make better use of Councilors and Secretariat time on Council matters.

Rationale: Time is a scarce resource. As such, it needs to be managed effectively. This is both an individual and organizational responsibility. Some people argue it is due to the size of the Council. Others argue it is due to internal processes and organization. The data suggests both are right or wrong. From our review of the Council, internal processes and structures could be fixed without significant changes in Statutes. The changes that could be made are:

- Use the Bureau more effectively

³⁷ A number of Council members developed a full response to this recommendation with potential solutions and their effects on Commission members. See "The Commission Chairs on IUCN Council: Conflict of Interest or Essential Effectiveness of the Commissions".

- Distribute the responsibilities and leadership in such a way so that all aspects of the Committee mandates can be filled
- Improve understanding regarding requests made on Secretariat's time
- Stop the practice of moving or roving committee-membership: have fixed membership
- Proper use of time in between face-to-face meetings (e.g. electronic communication, requests)
- Better use of time during Council meetings (e.g. no wordsmithing)
- Minimize the number of decisions made by Council—ensure that only important strategic issues are dealt with
- Improve control of items on Agenda and time allotments

Our perspective is that with a good process consultant size would become less of an issue and a source of conflict. The objective is to make Council face-to-face interaction more effective.

This recommendation is linked to Findings 5, 7, and 8. A summary of suggestions presented throughout the report that relate to this recommendation follows:

- Council should be more involved in ensuring the sustainability of the Union, e.g. through resource mobilization activities or strategic discussions on issues affecting the future of IUCN.
- Reconsider the usefulness of reviewing issues both in committees and in plenary. Delegate decisional power so plenary can have more time for strategic discussions.
- Hire an external facilitator to improve the meeting processes of Council.
- Ensure that decisions that are not strategic in nature be made out of plenary by delegating more decision-making powers to committees. Make sure this is also true for wordsmithing activities.

Council communication, relationship building, and transparency

Recommendation 5: The Council should improve the transparency policy in order to allow external stakeholders to have comprehensive information about the workings of Council and IUCN.

IUCN has done a good job of improving its internal communication systems, including that of the Council. However, external stakeholders can not access this information. Two things have been identified as problems. First, the existing Transparency Policy limits the information available to external stakeholders. Second, relatively little investment is made in communicating to external stakeholders. Good practice today suggests greater transparency for external stakeholders.

This recommendation is linked to Finding 10. A summary of suggestions presented throughout the report that are linked to this recommendation follows:

- Examine simple ways of advertising the work of Council with external stakeholders through online platforms and centralized existing documentation. Ensure that contact information is readily available for each Councillor. Another option is to update the Transparency Policy and have the information shown in the Union Portal available to all.

Focusing on results

Recommendation 6: The Council should work with the process consultant identified in Recommendation 4 to develop tools that would monitor the Council's functional work and its contribution to the Union.

Rationale: Councils are no longer simple watchdogs of organizations. Today, councils are expected to contribute to the strategic objectives and the long-term viability of the entity (sustainability). In general, the theory of change associated with governing Council is that the quality of a council's practices makes important contributions to the effectiveness and sustainability of an entity. Creating ways to improve Council's worth to the organization is strategically important- Daniel Kaufman, formerly of the World Bank, has argued strenuously over the past two decades that "Governance Matters" for both the effectiveness and sustainability of government or an entity. Learning how to be a better governing body is critical for the Council and IUCN.

This recommendation is linked to Findings 9, 13, 14, and 15. A summary of suggestions presented throughout the report that relate to this recommendation follows:

- Council members should review and have a common understanding of all the functions they are responsible for, i.e. functions identified in the Statutes, in the Council Handbook, and in the FASU document. A review of these functions should be part of a yearly Council reflection or evaluation.
- Council should develop strategic objectives and operationalize them in a workplan that would be subject to review through a feedback mechanism. This should focus on how the Council sees its work contributing to the effectiveness of the Union.
- Develop an inclusive budget process that gives Council more responsibility for managing resources it uses.
- Ensure that a process to evaluate the work of the DG is formalized.
- As much as possible, Council should facilitate conversations in languages other than English. Possibly ensure a criterion for President to be multi-lingual.

Appendix I List of Findings

- Finding 1: The objectives of IUCN are clearly outlined in its Statutes: to support Members' work in conservation and in the environment. Yet most of its funders support environmental and conservation projects that are not primarily Member focused. Reconciling interests of Members with those of funders is a challenge for the governing structures and the Secretariat.
- Finding 2: IUCN's democratically elected representative governance model is viewed by virtually everyone as a unique, valued, and central feature of IUCN. At the same time, this model poses organizational, logistical, and financial challenges of bringing these representatives together to elect the governing Council.
- Finding 3: Respondents said that they highly valued the diversity of the elected Council members. Nevertheless, some suggested that in spite of its diversity, the Council still lacks breadth of skills and the representation required to govern IUCN in the increasingly complex world.
- Finding 4: The role of Commissions and Commission members in IUCN's governance is an important feature of the system and adds to its uniqueness and complexity. On the one hand, it provides more than 12,000 individual volunteers with a governance voice; on the other hand, it presents a potential conflict of interest.
- Finding 5: IUCN's governing structures are very large: there is a Congress of more than 1,200 voting Members and a Council of more than 30 members. These large bodies enable the organization to keep its representative nature. However, some Council members and most stakeholders expressed concern about whether such large sizes create problems in getting tasks completed, problems solved, and decisions made. They also worry that size leads to a lack of flexibility and responsiveness in decision making.
- Finding 6: The Council and Secretariat have partially addressed the governance challenges raised in the IUCN organizational assessments of 2007 and 2011. However, this is part of a wider set of challenges and barriers for the Council in its use of evaluations in carrying out its oversight function.
- Finding 7: Face-to-face Council meetings are the practice Council uses to get its work done. Interviewees have widely divergent opinions about the practices used to manage and obtain results from these meetings. In general, the overriding perception is meetings can and should be improved. The question is how?
- Finding 8: The governance structure of the Council generally follows a similar pattern to that of councils or boards in other international membership organizations. There is, however, a unique aspect of the Council's structure: the inclusion of Commissions that creates particular challenges. Further, the data suggests that some components of the Council's structure could be better used.
- Finding 9: Decisional analysis made from minutes of meetings indicates that most decisions fulfill the legal responsibilities of the Council. However, only a few decisions provide the institutional guidance normally expected from a Council. An important exception is the hiring of the DG, Council's most strategic decision.

- Finding 10: Internal communication by Council has increased transparency. However, external communication follows the transparency policy which limits the amount of information that external actors have access to. This is not in keeping with good governance practices leading to transparency.
- Finding 11: Best practice guidelines require some independence between the governance function of the Council and the management function ascribed to the Secretariat. In some ways, IUCN Statutes and practices makes this separation clear; however, as it relates to resources (human and financial), the Council does not have the independence it needs.
- Finding 12: Both the internal and external relationships among Council members and between the Council and various components of IUCN have improved over the past 18 months. It is once again becoming a partnership.
- Finding 13: The functions of IUCN's Council are articulated in its Statutes and other official documents. Various self-assessments indicate that Councilors think they have been effective in fulfilling their statutory requirements. However, these perceptions are not entirely shared by data collected from other stakeholders.
- Finding 14: The Council lacks strategic priorities which can guide their actions and demonstrate their contribution to the Union. In the absence of such priorities more operational concerns become the focus.
- Finding 15: Council seldom discusses the creation of a sustainable future for the Union. Ensuring the future of IUCN is a long-term goal that requires ongoing reflection about how the global institutional context affects IUCN.

Appendix II List of Recommendations

- Recommendation 1: The Council should create an internal procedure for treating all strategic evaluations and oversight assessments they receive so that proper follow up will occur. With respect to the 2011 evaluation, Council should review the overarching recommendation and the 14 subsidiary recommendations to determine which of these recommendations are still needed and occupy a priority for Council. At a more specific level, the recommendation from the evaluation report pertaining to the evaluation of the DG should be put in place. Proposed follow-up procedures should be carried out as well.
- Recommendation 2: The Council should request that the FASU, as part of their work with Members, carefully look at the Council Handbook to improve procedures that would lead to more diversity in various skills and experience of Council members. The purpose of this analysis would be to ensure a greater pool of applicants from which either Members in the regions and/or Congress can select.
- Recommendation 3: Council should explore options for dealing with the conflict of interest that exists between Commissions Chairs' role in Council and Commissions' roles in implementing IUCN's program.
- Recommendation 4: The Council should hire a process consultant to help the President and the other leaders make better use of Councilors and Secretariat time on Council matters.
- Recommendation 5: The Council should improve the transparency policy in order to allow external stakeholders to have comprehensive information about the workings of Council and IUCN.
- Recommendation 6: The Council should work with the process consultant identified in Recommendation 4 to develop tools that would monitor the Council's functional work and its contribution to the Union.

Appendix III Terms of Reference

Terms of reference of the External evaluation

(Version 3.11, 10.05.2015)

Approved by the Bureau during its 63rd Meeting on 10 May 2015 and subsequently endorsed by the Council on 13 May 2015 (decision C/85/38)

Background

The World Conservation Congress, in particular the Members' Assembly, brings together its membership every four years to, among others, define the general policy, approve the Program for the period until the next Congress, elect the Council, and amend the Statutes. Between sessions of the Congress, the Council - and acting on its behalf and under its authority, the Bureau - set strategic direction for the Union, provide oversight and guidance for the components of the Union, fulfil fiduciary responsibilities to the membership, and render account to them.

Other components (statutory bodies) of the Union such as the Secretariat, the Commissions, and the Regional and National Committees and Regional Fora, exercise the mandates and the authority assigned to them under the Statutes.

Governance has fallen within the scope of each External Review since 1991, and several recommendations have been proposed regarding governance and operation of its various functional arms including Council, Secretariat, and Commissions. The Governance Task Force, which worked from 2001 through 2004, proposed additional governance changes, many of which were addressed at the Bangkok World Conservation Congress (2004). As a result of both processes, considerable analysis on Council and governance issues already exists.

At its 84th Meeting held in Sydney in November 2014, the Council discussed and designated two representatives from Council as members to a Joint Working Group (JWG) established by the Council to liaise with the Framework Partners to solicit their views for further improvement and effectiveness of governance.

The main target groups for this review are the Framework Donors and the Council.

Purpose and scope

The purpose of this review is:

- 1) To solicit structured feedback and concrete proposals from the Framework Partners, the Council itself and other relevant sources, as determined by the GCC³⁸ ¹in consultation with the representatives of the Framework Partners, for improving effectiveness of the governance structure of taking into account the strengths and benefits of the current governance structure in light of the statutory functions.
- 2) To examine the previous two External Reviews of and track progress on proposed recommendations relating to governance improvement, and in particular to identify barriers to improved working of all arms – Council, Secretariat and the Commissions.

³⁸ Governance and Constituency Committee of the Council.

- 3) To assess Council's ability to perform its functions in the context of best practice in similar democratically-elected and empowered representative organizations.
- 4) To assess similarities and constraints of governance as compared to parliamentary governance and oversight bodies.
- 5) To assess Council's effectiveness in discharging its responsibility for the "oversight and general control of all the affairs of the Union" and fulfilling the representative mandate as defined in Article 37, paragraphs (a) and (b) of the Statutes.
- 6) To make recommendations for improvement of governance structure with particular focus on furthering the recommendations of the 2011 Review, and if appropriate, propose alternative governance models.

The scope of the evaluation will include the governance structures of Council, Secretariat, and the Commissions, with a focus on the Council and its relationship with the Secretariat. The evaluation will make use of the Recommendations made by the External Reviews 2007 and 2011 to identify any outstanding implementation gaps as well as avenues for improvement.

Modus operandi

The GCC, which is tasked "to advise Council on matters relating to the effective and efficient governance of and on any reforms needed," will manage this review of the Council with the assistance from the IUCN's Planning, Monitoring and Evaluation Unit. The representatives of the Framework Partners will also be duly consulted as appropriate by the Director General.

The Council, after the Evaluation is made available, shall also discuss a follow-up "management response" to the recommendations of the review and specify, as appropriate, intended results, activities, and timelines, also taking into consideration ongoing work e.g. Framework of Action to Strengthen the Union (FASU).

The Director General and senior managers will also provide their input in this review and will be secondary users of its findings and recommendations.

Ways and means

As the aim of the exercise is to arrive at recommendations for improving performance, the review will use mixed methods which include:

- 1) An analysis and synthesis of findings / recommendations from previous studies and reviews on the effectiveness and efficiency of IUCN's governance. This analysis will provide a consolidated assessment of Council's ability to fulfil its statutory roles and functions.
- 2) Interviews with current Councillors from developed as well as developing and less-developed countries, Framework Partners, Chairs of Commissions, Regional Director, and other stakeholders. The consultant may also be invited to participate as an observer to the forthcoming Council meeting in May 2015.
- 3) Identification of opportunities and barriers to improved governance.
- 4) Best practice and governance models used by other international organisations, noting their unique democratic structure, including a comparative assessment of the role of Council compared to similar democratically elected and empowered representative bodies.
- 5) Identify previous best practices and performance of Council and use of the *Council Handbook and Performance Tools* (Regulation 48) and the modus operandi of the Council.

- 6) Development of alternative models particularly suited to IUCN with an assessment of pros and cons.
- 7) Recommendations for improvements, identifying reforms that can be implemented by Council itself and those that would require decisions of the World Conservation Congress ("WCC") in 2016. Such improvements and reforms, if approved by Council, will be fed into the Framework of Action to Strengthen the Union (FASU) process.

The budget for this Evaluation using the above methods is set at 40 000 CHF and will be covered by the Framework Donors.

Qualifications of the evaluator

IUCN seeks a senior evaluator with a proven track record in evidence-based evaluation and in reviewing organizational governance, in particular. The senior evaluator will be given a time-bound mandate, such mandate to end by November 30, 2015. The candidate should be able to demonstrate a track record in delivering "high stakes" evaluation with a high degree of professionalism and ethical standards. Candidates should have a deep understanding of governance and management issues of international organizations and/or bodies similar to IUCN. The candidate should also communicate well in at least two of three languages (English, French, or Spanish).

The consultant will be responsible for providing the following:

- 1) A draft report of maximum 20 pages, including:
 - Written synthesis and analysis of the findings and recommendations from previous reviews and interactions with the Council, Framework Donors, and other stakeholders.
 - Description of similar democratically-elected governance bodies and their empowerment as compared to IUCN's governance model, with opportunities and constraints.
 - Description of alternative models of governance based on other similar, international organisations, and in particular having a democratically-elected nature with a summary of pros and cons of the different options.
 - Summary of barriers to implementing changes and opportunities to reform IUCN's governance.
 - Recommendations for improvement.
- 2) A final report incorporating relevant feedback from the GCC, the representatives of the Framework Partners, Council, FASU Steering Committee, and Secretariat.
- 3) A PowerPoint presentation of the key conclusions of the report.

Timetable

- April 2015: approval of the Terms of Reference and sourcing of the evaluation consultant by the Bureau.
- Early May 2015: preliminary discussions of the GCC with the evaluation consultant on the review, objectives, questions, methods and interviewees, leading to a short inception report describing how the consultant will approach the assignment.
- May 2015: initial data collection (including the option of attendance at the May Council meeting by the reviewer).

- 11-13 May 2015: preliminary discussion at Council (may include interviews and/or focus groups).
- June – September 2015: data collection, report writing.
- September 2015: circulation to the GCC, the representatives of the Framework Partners, Bureau, FASU and Secretariat.
- 19-21 October 2015: presentation of the draft report to Council.
- November 2015: finalization of the report and, if agreed, preparation of the management response by Council.
- 2016 onward: implementation of the agreed recommendations.

This timetable should allow the Council adequate time to work with the recommendations of the review, preparing any amendments if so required and as appropriate, for instance the Statutes or Regulations which may be necessary in time for the 2016 World Conservation Congress.

Appendix IV Documents Reviewed

- (March 2015). Instrument for the Establishment of the Restructured Global Environment Facility, as amended by the Second, Third, Fourth and Fifth GEF Assemblies.
- Armstrong, R. R. (1998). *Nonprofit Governance: The Next Generation—Evolution of Structure and Function*. Toronto, ON: Vision Management Services Paper.
- Baret, S., Sandford, N., Hida, E., Vazirani, J., & Hatfield, S. (2013). *Developing an effective governance operating model: a guide for financial services boards and management teams*. Deloitte.
- Bezanson, K. A., & Isenman, P. (2012). Governance of new global partnerships: Challenges, Weaknesses and Lessons. *CGD Policy Paper 014*. Washington, DC: Center for Global Development. Available at <http://www.cgdev.org/content/publications/detail/1426627>
- Bradshaw, P., Hayday, B., Armstrong, R., Levesque, J., & Rykert, L. (2007). Non-profit governance models: Problems and prospects. *The Innovation Journal: The Public Sector Innovation Journal*, 12(3), 5.
- Fullbrook, M., Rowley, T., & Van der Heyden, L. (2014). *Benchmarking Boards: Europe and North America – Survey Report 2013*. INSEAD.
- Gill, M. (2001). *Governance Models: What's right for your organization*. Synergy Associates Inc.
- Hermanson, D. R., & Rittenberg, L. E. (2003). Internal audit and organizational governance. In A. D. Bailey, Jr., A. A. Gramling, & S. Ramamoorti (Eds.), *Research Opportunities in Internal Auditing* (pp. 25-71). Institute of Internal AudiTOR Research Foundation.
- IFRC (20-22 November 2007). IFRC Constitution Revised and adopted by the 16th Session of the General Assembly Geneva, Principles and Rules for Red Cross and Red Crescent Humanitarian Assistance, Adopted by the XXI, XXII XXIV, XXV and XXVI International Conferences, Tehran (1973) Bucharest (1977), Manila (1981), Geneva (1986,1996).
- Independent Evaluation Office of the International Monetary Fund (2008). Aspects of IMF corporate governance - including the role of the executive board. *Background Documents*.
- IUCN (2004). *IUCN Council Handbook and Performance Tools*. Gland, Switzerland: author.
- IUCN (2012). *Statutes [last amended on 14 September 2012], including Rules of Procedure of the World Conservation Congress [last amended on 27 April 2015], and Regulations [last amended on 26 January 2015]*. Gland, Switzerland: Author.
- IUCN (2012). Summary Minutes of the 80th Meeting of IUCN Council. *80th meeting of the IUCN Council*. Jeju, Korea: Author.
- IUCN (2013). Summary Minutes of the 81th Meeting of IUCN Council. *81th meeting of the IUCN Council*. Gland, Switzerland: Author.
- IUCN (2014). *Strengthening IUCN: Consultations on the Framework of Action to Strengthen the Union*. IUCN.
- IUCN (2014). Summary Minutes of the 82nd Meeting of IUCN Council. *82nd meeting of the IUCN Council* Gland, Switzerland: Author.
- IUCN (2014). Summary Minutes of the 83rd Meeting of IUCN Council. *83rd meeting of the IUCN Council* Gland, Switzerland: Author.
- IUCN (2014). Summary Minutes of the 84th Meeting of IUCN Council. *84th meeting of the IUCN Council* Sydney, Australia: Author.

- IUCN (2014). The IUCN Council's Transparency Policy. Approved by Council at its 73rd meeting and modified at its 83 meeting.
- IUCN (2015). DRAFT Summary Minutes of the 85th Meeting of IUCN Council. *85th meeting of the IUCN Council* Sydney, Australia: Author.
- IUCN Director General (2013). Organization of the work of Council. *81th meeting of the IUCN Council: Council Document C/81/15*. Gland, Switzerland: Author.
- IUCN Program and Policy Committee (2015). 2014 Annual Progress Monitoring Report by IUCN Secretariat to Council. *85th meeting of the IUCN Council: Council Document C/85/5.2.1.1*. Gland, Switzerland: Author.
- Kapila, Mukesh. The Red Cross and Red Crescent: Going Strong at 150 Years Professor of Global Health & Humanitarian Affairs, University of Manchester, Former Undersecretary General, International Federation of Red Cross and Red Crescent Societies.
- Lusthaus, C., Adrien, M. H., Anderson, G., & Carden, F. (1999). *Enhancing organizational performance: a toolbox for self-assessment*. Ottawa, ON: IDRC.
- Maassen, G. F. (2002). An international comparison of corporate governance models (3rd edition). *Ph.D. Series in General Management, Nr.31*. Rotterdam, Netherlands: Rotterdam School of Management.
- Organisation for Economic Co-operation and Development (2004). *OECD principles of corporate governance*. Paris, France: author.
- Pérez del Castillo, Carlos (August 2009). OPS4 Technical Document # 5: Governance of the GEF.
- Rochlin, S. A., Zadek, S., & Forstater, M. (2008). *Governing Collaboration: Making partnerships accountable for delivering development – Executive Summary*. AccountAbility.
- Spear, R. (2004). Governance in democratic member-based organisations. *Annals of public and cooperative economics*, 75(1), 33-60.
- Streck, Charlotte. The Global Environment Facility – a Role Model for International Governance?

Appendix V People Interviewed

#	Name	Position on Council / Organisation	Country
1	Aguilar, Grethel	IUCN, Regional Office for Mexico Central America and the Caribbean	Costa Rica
2	Bas, Luc	IUCN, Regional Director for Europe	Belgium
3	Bignell, Andrew	Councillor, GCC Member	New Zealand
4	Bos, Gerard	IUCN, Secretariat Focal Point, 2013-2016 Private Sector Task Force	Switzerland
5	Carton, Richard	Head, IUCN Oversight Unit	Switzerland
6	Davis, Michael	IUCN Chief Financial Officer	Switzerland
7	de Heney, Patrick	IUCN Council Treasurer	Switzerland
8	De Wever, Luc	IUCN's Senior Governance Manager, Union Development Group	Switzerland
9	Diallo, Mamadou	Councillor, GCC Member	Senegal
10	Du Castel, Christophe	Agence Française de Développement	France
11	Enkerlin-Hoeflich, Ernesto C.	Chair of World Commission on Protected Areas, GCC member	Mexico
12	François, Jean-Luc	Agence Française de Développement	France
13	Gehor, Hanna	Minister for Foreign Affairs Finland	Finland
14	Geiger, Willy	Councillor	Switzerland
15	Greene, George	Councillor	Canada
16	Gruenberger, Jenny	Councillor	Bolivia
17	Gupta, Meena	Councillor, Deputy Chair of GCC	India
18	Haddane, Brahim	Councillor	Morocco
19	Horie, Masahiko	Councillor	Japan
20	Hosek, Michael	Councillor	Czech Republic
21	Hughes, Jonathan	Councillor	Scotland
22	Kabraji, Aban Marker	IUCN, Asia Regional Office	Thailand
23	Kakabadse, Yolanda	President of WWF Past president of IUCN	N/A
24	Khan, Malik Amin Aslam	Councillor, IUCN Vice-President, GCC Member	Pakistan
25	Khosla, Ashok	IUCN, Commission member	India
26	Lahmann, Enrique	IUCN Global Director, Union Development Group. Secretariat Focal Point for Governance and Constituency Committee	Switzerland

#	Name	Position on Council / Organisation	Country
27	Mackey, Brendan	Councillor	Australia
28	Maginnis, Stewart	IUCN Global Director, Nature-based Solutions Group. Director, Global Forest and Climate Change Programme. Focal point Commission on Environmental, Economic and Social Policy	Switzerland
29	Mansson, Lynda	Fondation Mava	Switzerland
30	Marton-Lefèvre, Julia	Former IUCN DG, Commission member	Switzerland
31	Maselli, Daniel	Federal Department of Foreign Affairs, Switzerland	Switzerland
32	Mead, Aroha Te Pareake	Councillor, Chair of Commission on Environmental, Economic and Social Policy	New Zealand
33	Moiseev, Alex	IUCN, Head, Planning, Monitoring and Evaluation Unit	Switzerland
34	Nilsson, Margareta	Swedish International Development Agency (SIDA)	Sweden
35	Nummelin, Matti	Minister for Foreign Affairs Finland	Finland
36	Olsen, Flemming Winther	Ministry of Foreign Affairs, Denmark	Denmark
37	Oral, Nilufer	Councillor, GCC Member	Turkey
38	Pataridze, Tamar	Councillor	Georgia
39	Pellerano, Miguel	IUCN Vice-President, Councilor, GCC Member	Argentina
40	Robinson, John G.	IUCN Vice-President	USA
41	Salcido, Ramon Perez Gil	Councillor, GCC Member	Mexico
42	Sendashonga, Cyriaque	IUCN, Global Director of Program and Policy, Program & Policy Committee focal point	Switzerland
43	Shahbaz, Mohamed	Councillor, Chair of GCC	Jordan
44	Smart, Jane	IUCN, Species Survival Commission, Global Director of Biodiversity and Director of Global Species Program	Switzerland
45	Stuart, Simon	Councillor, Chair of Species Survival Commission, GCC Member	UK
46	Thomas, Spencer L.	Councillor	Grenada
47	Tiraa, Ana	Councillor, GCC Member	Cook Islands
48	Von Weissenberg, Marina	Councillor, IUCN Vice-President	Finland
49	Wit, Piet	Councillor, Chair of Commission on Ecosystem Management, GCC member	Netherlands
50	Wulff, Francisco	IUCN, Commission on Education and Communication	Switzerland
51	Xinsheng, Zhang	Councillor, IUCN President	China
52	Zeidler, Juliane	Councillor, Chair of Commission on Education and Communication	Namibia

Appendix VI GEF Governance Case

We explored a wide variety of INGOs and have produced two mini cases that helped us explore lessons learned about the ability of Council to perform its function. As noted previously, IUCN governance legitimacy comes from its statutes which indicates that a membership constituency comes together to discuss IUCN's Program, to review a series of resolutions proposed by members to guide the Union, and to elect the governing Council that will guide the implementation of Congress's decisions. In addition, and what makes IUCN unique, is that it recognizes the different interests of State actor and NGO actor and thus placed in its Statutes is the need to have a majority of State members and NGO members to agree on key governance issues. IUCN is the only organization that requires both the State members and NGO members in order to approve. Of interest is that while this distinction is made for voting in Congress, the same distinction is not made for election of Council members' equal representation, nor for making Council decisions. Interviews and survey responses from Council members highly value the representativeness of Council, the democratic nature of the process, the feeling of legitimacy and ownership the election processes convey.

The downside of this type of institutional characteristic is that change is slow. For example, the environment and conservation movement 60 years ago was dominated by state actor and a few NGOs and IUCN was clearly the key player in this sector. Today, however, whole sets of new actor are on the scene, e.g. municipalities and cities, indigenous people's groups, universities and research centers etc. Today, the issue is: does IUCN need new membership categories? This is an issue that Congress has struggled with and is an example of the difficulty of making significant changes. Also, by seeking some diversity within geographic groups, the absolute number of Councillors has risen substantially and to some has become too large (this is discussed in finding 5.) Similar to other large membership organizations, the process of change is slow because the constituency is diverse and the interests of the constituency are also diverse. This is both positive and negative.

The following two appendices explore the differences of two other INGOs, namely the Global Environmental Facility and the International Federation of the Red Cross.

Global Environmental Facility (GEF): Governance Overview

Background

The Global Environment Facility is a partnership for international cooperation where 183 countries work together with international institutions, civil society organizations and the private sector, to address global environmental issues. Since 1991, the GEF has provided \$13.5 billion in grants and leveraged \$65 billion in co-financing for 3,900 projects in more than 165 developing countries.

The GEF is established under the "Instrument for the Establishment of the Restructured Global Environmental Facility" (March 2015) with an Assembly, a Council, the Secretariat, the Implementing and Executing Agencies and the Scientific and Technical Advisory Panel (STAP).

Characteristics of the Governance Structure of the GEF

The **Assembly** is the highest political body of GEF in which representatives of all 183 member countries participate. According to the Instrument it is supposed to meet every three years but according to the website meets every three or four years. It is responsible for reviewing and evaluating the GEF's general policies, strategies and operations, although most of these functions are delegated in practice to the Council. The Assembly keeps the membership under review and admits new members and approves the financial Replenishment process of the organization. It is also responsible for considering and approving proposed amendments to the GEF Instrument. The

Assembly is attended by Ministers and high level government delegations of all GEF member countries.

The **Council** is the GEF's governing board of directors, responsible for developing, adopting, and evaluating policies and programs for GEF-financed activities. The directors are referred to as Council members, who represent 32 GEF constituencies– 16 from developing countries, 14 from developed countries, and two from countries with economies in transition.

The **GEF Secretariat** is based in Washington, D.C. and reports directly to the GEF Council and Assembly, ensuring that their decisions are translated into effective actions. The Secretariat coordinates the formulation of projects included in the work programs, oversees their implementation, and makes certain that operational strategies and policies are followed.

The **Scientific and Technical Advisory Panel** is mandated to provide strategic, scientific and technical advice to the Council on its strategy and programs. The Panel consists of six members who are internationally recognized experts in the GEF's Focal areas of work. UNEP provides the STAP's secretariat and operates as the liaison between GEF and the STAP. The Evaluation Office (EO), established as an independent body from the GEF Secretariat, conducts periodic reviews of GEF's work and publishes lessons learned so that the GEF's effectiveness can be enhanced. Although not mentioned in the Instrument, it is supportive of governance in the GEF.

The **GEF Independent Evaluation Office** was formed by Council in 2003. It promotes accountability for the achievement of GEF objectives through the assessment of results, effectiveness, processes, and performance of the partners involved in GEF activities. GEF results will be monitored and evaluated for their contribution to global environmental benefits.

Practices of the Council

Appointment of the CEO/Chairman: Council appoints the CEO for a period of four years and with a possible one time renewal. An annual performance review of the CEO is done by Council.

At each meeting, the Council elects Chairperson from among its Members for the duration of that meeting. The position of Elected Chairperson shall alternate from one meeting to another between Council members from developed and developing countries.

The GEF CEO is also the Chairman of the Council and conducts the deliberations on six issues related to the review and approval of the work programme; guidance to the GEF agencies, the utilization of GEF funds and mobilization of financial resources and the operational modalities of the organization, including strategies and directives for project selection, preparation and execution.

Oversight and Evaluation: The GEF Council keeps operations of the Secretariat under review; ensures regular monitoring and evaluation of policies, programs, operational strategies and projects; reviews and approves the work program; directs the utilization of funds; reviews the availability of resources, and; act as the focal point to the Conferences of the Parties of major Environmental Conventions.

The GEF Independent Evaluation Office (IEO) – reports into Council and plays an important role in the evaluation of the effectiveness of the GEF as an independent body.

Meetings

Council meetings are open to Council Members, Council Alternate Members, and the GEF CEO or his/her representative. Two advisors may accompany each Council Member. Representatives from each of the participant countries shall be invited to observe the Council meetings.

Representatives from the Civil Society Organizations, Implementing Agencies, the Trustee, the STAP, the IEO, and the Environmental Conventions are invited to attend the Council meetings as observers.

The Council meets twice a year, (which according to members, this is adequate³⁹) for two or three days in order to develop, adopt and evaluate GEF activities, in accordance with the directives from the Instrument, as well as with the reviews conducted by the Assembly. Council decisions are taken by consensus and mostly during the meeting days, but may also happen by mail correspondence if necessary.

Diversity and Size of Council

The Council has 32 members and it is felt that decision-making is not as efficient as it could be but it represents a better regional balance in terms of representation and opportunity for members to have their views considered in the decision making process. Most members agree that it would be politically difficult trying to negotiate a smaller, more executive Council.⁴⁰

Communication

Documents, including minutes of meetings, work plans and responses to evaluations of the GEF are available on the website. The 2009 evaluation by Del Castillo indicated that there was satisfaction with the transparency in the flow of information from GEF to the public because of the way communications were handled.

Conclusion

Based on the interviews done and evaluation by Del Castillo, GEF scores very well in terms of transparency and relatively well in terms of voice and representation in comparison with other international organizations. With regards to effectiveness and efficiency, most members seem to be in agreement that the Council is living up to its obligations. However there are several areas where the governance structure and practices could be changed to improve the effectiveness of the organization.

The Assembly should meet more often. It is not as effective as it should be in a policy and strategy role especially given the rapidly changing environmental landscape.

There is not a clear delineation between management and governance functions. This is not helped with the role of Chair and CEO being one as the roles become even further blurred. It is difficult for the Council to do a performance evaluation. The separation and proper performance of the functions of governance on the one hand, and management on the other, is perhaps the major contribution that can be made to aligning the GEF with the best international governance practices.

³⁹ Pérez del Castillo, Carlos OPS4 Technical Document # 5: Governance of the GEF, August 2009

⁴⁰ *Ibid.*

Appendix VII IFRC Governance Case

International Federation of the Red Cross (IFRC): Governance Overview

Background

The International Federation of the Red Cross (IFRC) is made up of 189 National Red Cross and Red Crescent Societies around the world, with more currently being formed. This unique network forms the backbone of the International Red Cross and Red Crescent Movement.

Each National Society is made up of volunteers and staff, who provide a wide variety of services, ranging from disaster relief and assistance for the victims of war, to first aid training and restoring family links.

There are three primary Statutory Texts that guide the governing bodies of the IFRC:

- Constitution of the IFRC
- Statutes and Rules of Procedure of the IFRC
- Fundamental Principles.

Characteristics of the Governance Structure of IFRC

The **General Assembly** is the highest decision-making body of the IFRC. It meets every two years and comprises representatives from all member National Societies of which there are 189.

The **Governing Board** acts between general assemblies, meeting twice a year with the authority to make certain decisions. The Board has 28 voting members plus the Secretary General (SG) who is a non-voting member. It comprises the IFRC's President and Vice Presidents, representatives from elected member Societies, the Chair of the Finance Commission and the Chair of the Youth Commission. The IFRC has four constitutional commissions/committees: Finance Commission, Youth Commission, Compliance & Mediation Committee and Election Committee. The Governing Board might in addition set up working groups according to specific needs of the IFRC. Although not a formal committee, the Vice-President's and President work much like an executive committee. The Vice Presidents support the President.

The **Secretariat** is responsible for the day-to-day running of the IFRC but the decisions on its direction and policy are made by the governing bodies. These bodies define a framework of purpose, policies, goals and programmes, and provide a mechanism for accountability and compliance.

Practices of the Governing Board

Appointment of the Secretary General: The SG is appointed by the Board for a four year period which is renewable. This person is accountable to the board and has an annual performance assessment. The SG is responsible for the Secretariat and ensuring it fulfills its mandate.

Setting the Agenda and Priorities for the Board: Strategy 2020 (adopted in 2009) is a framework of policies and directions and guides the work of the IRFC for the current decade. There are two midterm reviews, the first in 2015 has just been completed with no changes to the policies and the next review to be undertaken in 2019.

The Board agenda is largely driven by the Secretariat and the extent of involvement of the President in setting the agenda depends on the relationship with the SG. The Board sets priorities after being prompted by the Secretariat. There is ongoing communication between them on a monthly basis. The Undersecretaries do present to the Council –but the extent of their involvement at the Board meetings depends on the SG.

Communications

The IFRC has an open public system for sharing information and reports. All documents are stored on a platform called Fed Net which is a very open system– even to the general public. Communications are formalised with a good system of tracking. Resolutions are followed up and reports are prepared.

Communications within the Board –simultaneous translation is used but fall back language is English. There is no major issue around managing the board meetings in terms of diversity.

The Four Committees

Committees do much of the work on policies. These policies are developed and then presented to the Board for approval. This means that decision making still takes place at the Governing Board but broad discussions and work is done at the committee level.

Diversity on the Board

Directors on the Board are chosen to represent regions – not for any particular skill set. Each Board member is elected and sits on the Board to serve the whole IFRC. This has not lead to any particular issues in the past. The committees undertake much of the policy work and people can be added to the committees if certain skills are required.

Risk and Accountability – a key factor in transparency

Compliance and Mediation Committee – Suspected issues with a National Society such as suspected corruption, integrity and issues potentially damaging to the reputation of the IFRC are referred to this committee.

A new⁴¹ Accountability and Transparency Plan of Action for 2014/2015 based on the Principles and Rules for Red Cross and Red Crescent Humanitarian Assistance has been adopted. Under this framework the IFRC strives to meet the highest professional and practice standards. The Principles and Rules outline, among other things, the responsibilities of the National Societies and the Federation in terms of financial accountability and reporting of risk assessment. Appropriate security mechanisms for staff and volunteers have also been instituted.

⁴¹ In 2014, the IFRC Governing Board confirmed an Accountability Framework methodology. Under this model, accountability is defined as: *“An ongoing process that creates relationships of respect between an organization and those affected by its work. In being accountable, one fulfils a commitment to enable and facilitate stakeholders to assess one’s actions against defined commitments and expectations, and to respond to the assessment appropriately.”*

Conclusion

As in many membership organizations, there are tensions in the IFRC between the Secretariat and its members.⁴² However, there are three governance practices that enable the IFRC to be more accountable, transparent and effective than many other INGOs.

- The Accountability Framework: The IFRC provides necessary information and opportunities for stakeholders to hold them to account.
- Stakeholders are able to evaluate the IFRC against pre-established standards, norms or expectations. In order for assessments to be meaningful, the IFRC must respond to findings of assessments, whether by making alterations recommended by the assessment or by justifying maintaining the status quo.
- Communications are accessible and open. On the website, the IFRC shares detailed operational, financial and narrative information as well as external audit reports and evaluations. As needed, further information is available upon request to the Office of the Secretary General.

In 2009, IFRC adopted its *Strategy 2020* – a framework of directions and policies for the current decade. It is a document that sets out the mission and the IFRC has just completed the first midterm review with no substantive changes to the direction set out in the initial document.

⁴² See THE RED CROSS RED CRESCENT: GOING STRONG AT 150 YEARS, Mukesh Kapila Professor of Global Health & Humanitarian Affairs, University of Manchester, Former Undersecretary General, International Federation of Red Cross and Red Crescent Societies.

Appendix VIII Survey Questionnaire

If you require further information concerning this survey or if you experience any technical difficulties, please contact Dr. Charles Lusthaus at clusthaus@universalia.com.
<http://universalia.fluidsurveys.com/surveys/umgadmin/01801-iucn/>

INTRODUCTION

The IUCN is currently undertaking an evaluation of Governance. The methodology of this evaluation includes this survey, document reviews, and key informant interviews. Universalia Management Group has been engaged to carry out this survey. Universalia is an independent evaluation firm, and the information you provide will be completely confidential. Responses will be combined so that no individual responses will be identifiable. Data collected through this survey will be used to inform the Council and Framework Partners about the strengths and weaknesses of the present governance approach. Your personal participation in this survey is crucial and greatly appreciated. We would like to have this questionnaire completed by no later than July 21, 2015. As well, all Councillors will be asked if they would participate in a 45 minute interview. The survey should take about 15 minutes. Should the respondent wish to complete the survey in stages, the survey data can be saved and retrieved at any time for the respondent to continue. IUCN and Universalia wish to thank you for your participation in this survey.

1. BACKGROUND CHARACTERISTICS

1.1 Are you a Council member of IUCN?

- Yes
- No
- Other, please specify _____

1.2 Do you work for...

- A National Government
- An International Agency
- An NGO
- Other, please specify _____

1.3 What position do you hold on the Council?

- Commission Chair
- Regional Councillor
- Other, please specify _____

1.4 Are you a member of the following group?

(check more than 1 if required)

- Bureau
- Finance and Audit Committee
- Governance and Constituency Committee
- Program and Policy Committee
- FASU
- PPC
- Private Sector TF
- Climate Change RF
- Gender TF
- WCC Resolution TF
- CPC
- None

1.5 In which area of the world are you based?

- Africa
- Meso and South America
- North America and the Caribbean
- South and East Asia
- West Asia
- Oceania
- East Europe, North and Central Asia,
- West Europe
- Other, please specify

1.6 Approximately how many hours a week do you spend on issues of IUCN Governance?

2. THE FUNCTIONING OF THE COUNCIL

The Council is the principal governing body of IUCN. The following questions are designed to get some insights on its functioning. Please select the answer that best reflects your perception on the statement based on the following scale where 1 means strongly disagree and 5 means strongly agree.

	1-Strongly disagree	2-	3-	4-	5-Strongly agree
2.1 Most Councillors are well prepared for Council meetings.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
2.2 The Council focuses its attention on strategic rather than operational issues.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
2.3 Working groups are provided adequate time to meet their objectives.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
2.4 Time is efficiently used when Council meets.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
2.5 The Council is transparent in the way it carries out its work.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
2.6 The Secretariat demonstrates transparency in the way it interacts with Council.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
2.7 The Council spends too much time micro-managing the Secretariat.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
2.8 The Council has a constructive relationship with the Secretariat.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
2.9 The Council has access to good risk analyses when it deliberates its work.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
2.10 In general, Council members make decisions based on what is good for the Union, rather than what is good for their constituency.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
2.11 Council too often engages in tasks that are best left to the Secretariat.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
2.12 Financial decisions are done using clear criteria.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
2.13 The Council has good communication tools to keep Council members informed about IUCN issues.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
2.14 There is a high level of participation in Council meetings.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
2.15 Council members fulfill the roles and responsibilities outlined in the statutes.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
2.16 The Council models strong ethical values.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
2.17 Council members adequately support the resource mobilization activities of IUCN.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
2.18 The Council work provides important guidance in helping IUCN move towards its strategic objectives.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>

	1-Strongly disagree	2-	3-	4-	5-Strongly agree
2.19 The work of the Council is aligned with IUCN's One Program approach.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
2.20 Conflicts of interest are properly managed by the Council.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
2.21 Equity is incorporated into all Council decisions.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
2.22 All IUCN members are fairly represented by the Council.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
2.23 The Council uses its Committees wisely.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
2.24 Committees of the Council have clear objectives.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
2.25 Council committees have the delegated authority needed to carry out their work.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
2.26 The Council evaluates the results attained by IUCN Programs.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
2.27 The Council carefully looks at the results of the Commissions.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
2.28 Different points of view are managed well in Council meetings.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
2.29 The selection of a new IUCN Director General was well managed by the Council.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
2.30 The governance practices positively contribute to the credibility of IUCN.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
2.31 The IUCN Council executes its oversight/fiduciary responsibilities competently.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
2.32 Governance practices of Council demonstrates IUCN's commitment to results.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
2.33 Governance practices demonstrates the democratic nature of IUCN.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
2.34 Governance practices of the Council support the long term sustainability of IUCN.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
2.35 The resources spent on Council meetings are a good investment for IUCN and its members.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
2.36 The Council activities contribute to the influence IUCN has in global conservation and environmental debates.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
2.37 The Council has a great deal of trust in colleagues on the Bureau.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
2.38 The Bureau facilitates Council work.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>

	1-Strongly disagree	2-	3-	4-	5-Strongly agree
2.39 The Bureau needs greater decision-making responsibility.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
2.40 The Council ensures that proper risk assessments are done for important program decisions.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
2.41 Councillors obtain the information they need to carry out their responsibilities.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>

2.41 Do you have any additional feedback or comments on the functioning of the IUCN Council? If so, please provide below.

3. STRENGTHS AND WEAKNESSES OF IUCN'S GOVERNANCE STRUCTURE

3.1 What do you think are the major strengths of the IUCN Council?

Strength #1:

Strength #2:

Strength #3:

3.2 What do you think are the weaknesses of the IUCN Council?

Weakness #1:

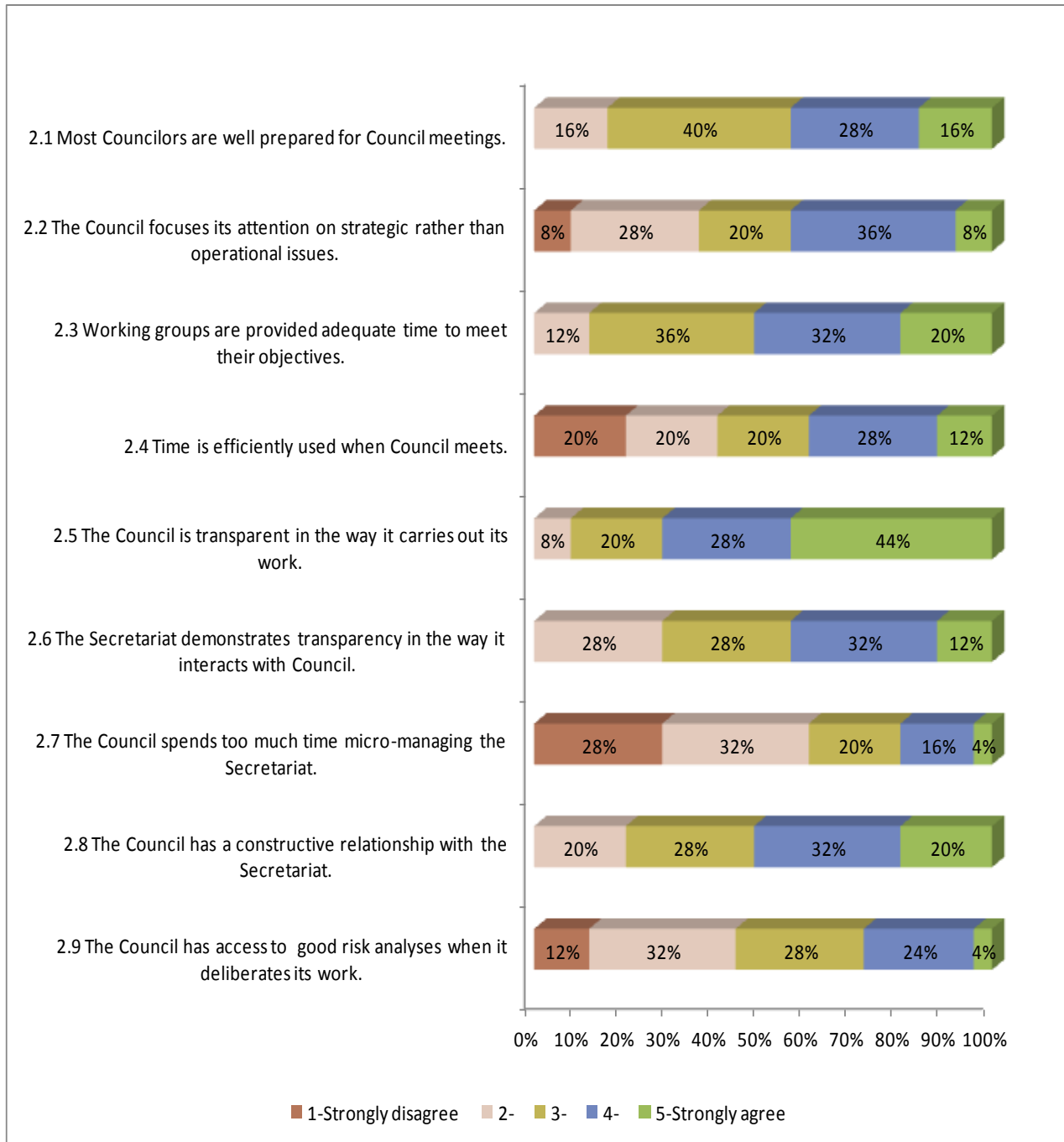
Weakness #2:

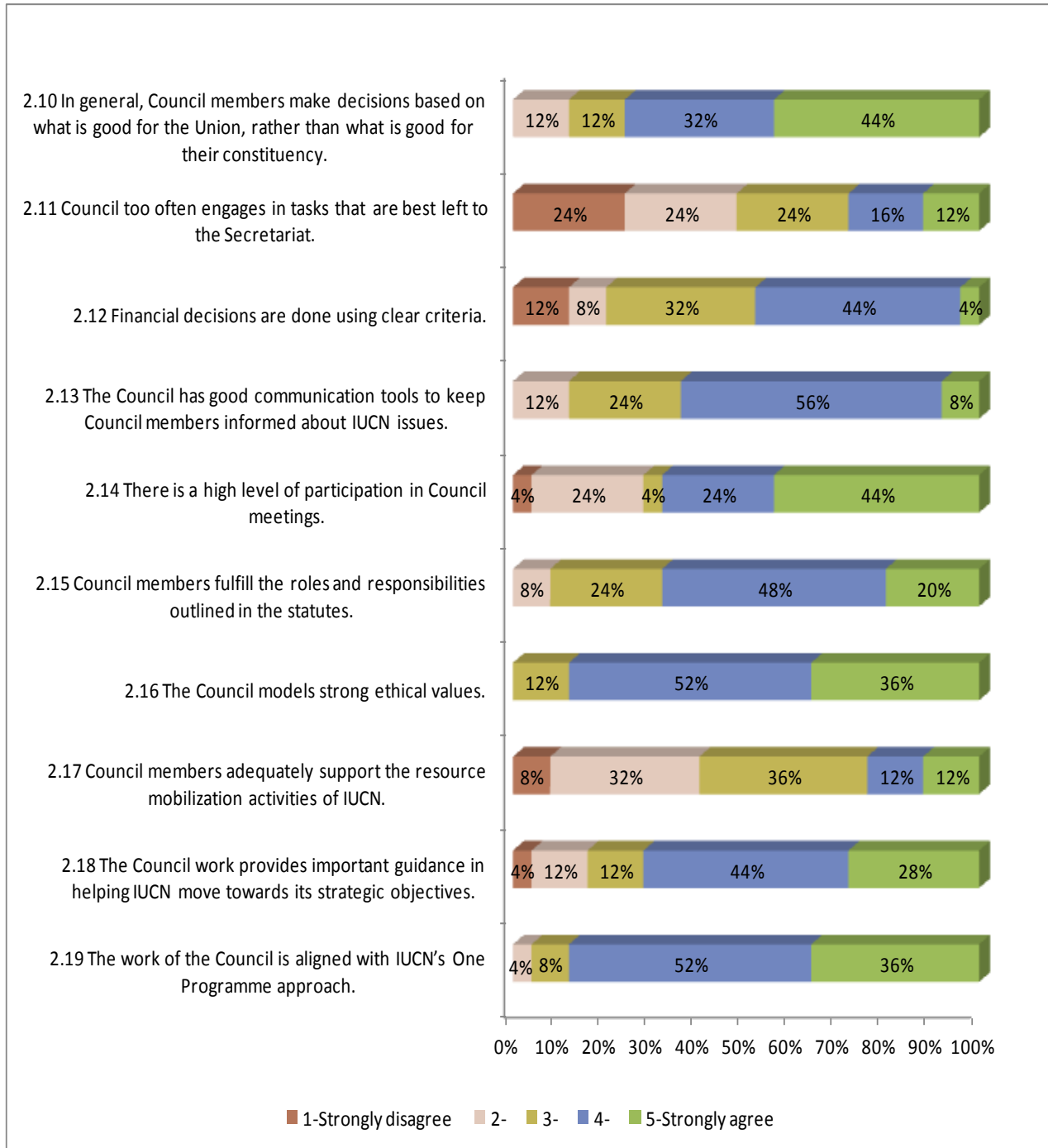
Weakness #3:

3.3 Do you have any suggestions or recommendations on how to improve the effectiveness of the IUCN Council or the overall governance of the organization?

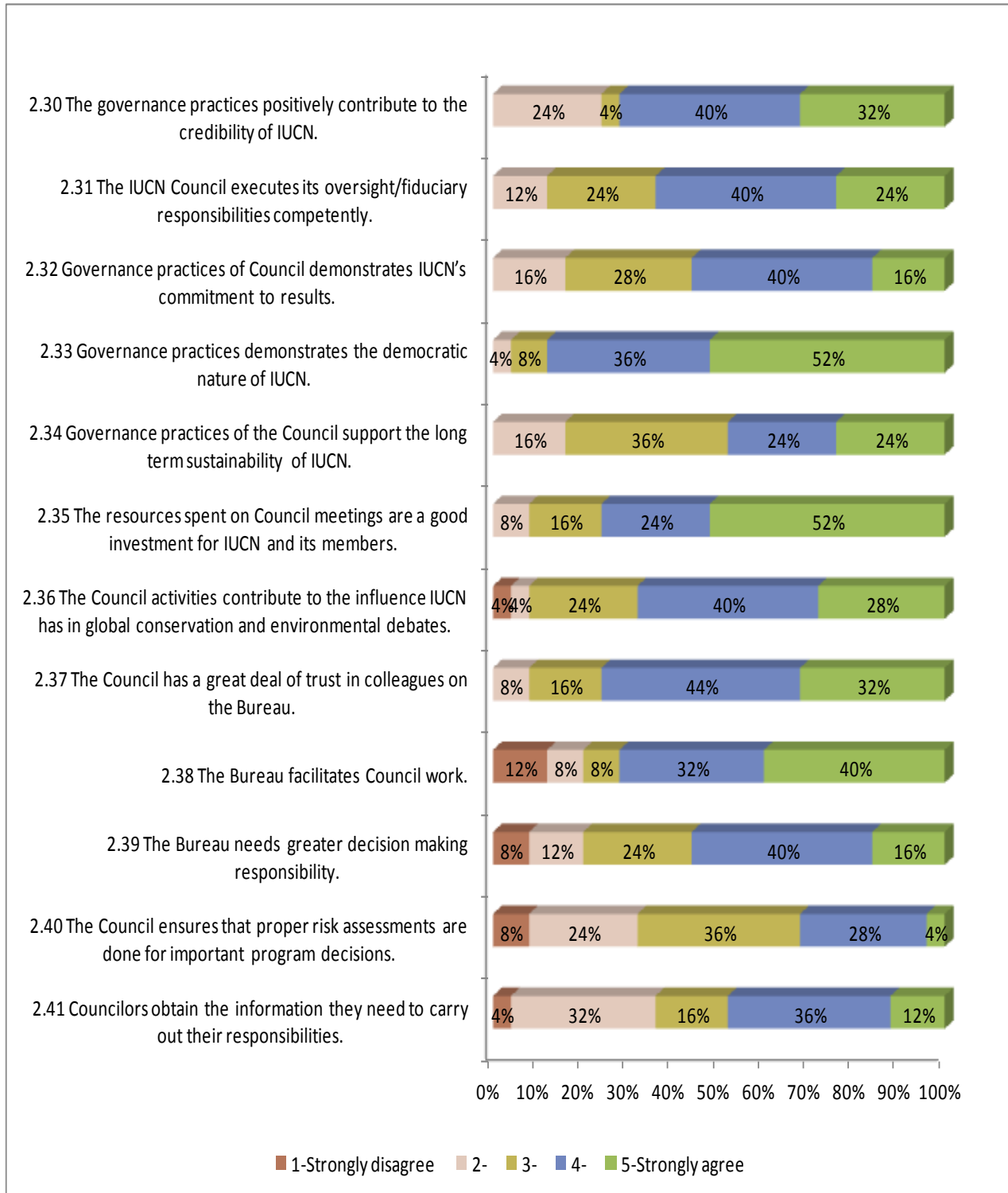
Thank you for your participation.

Appendix IX Complete Survey Data

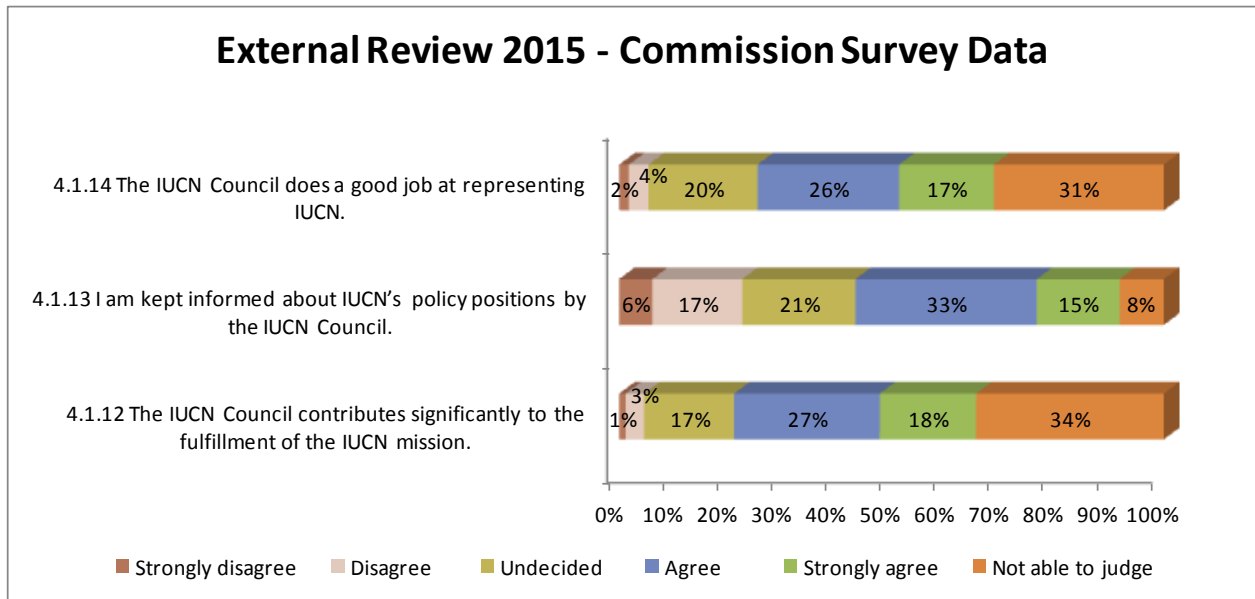
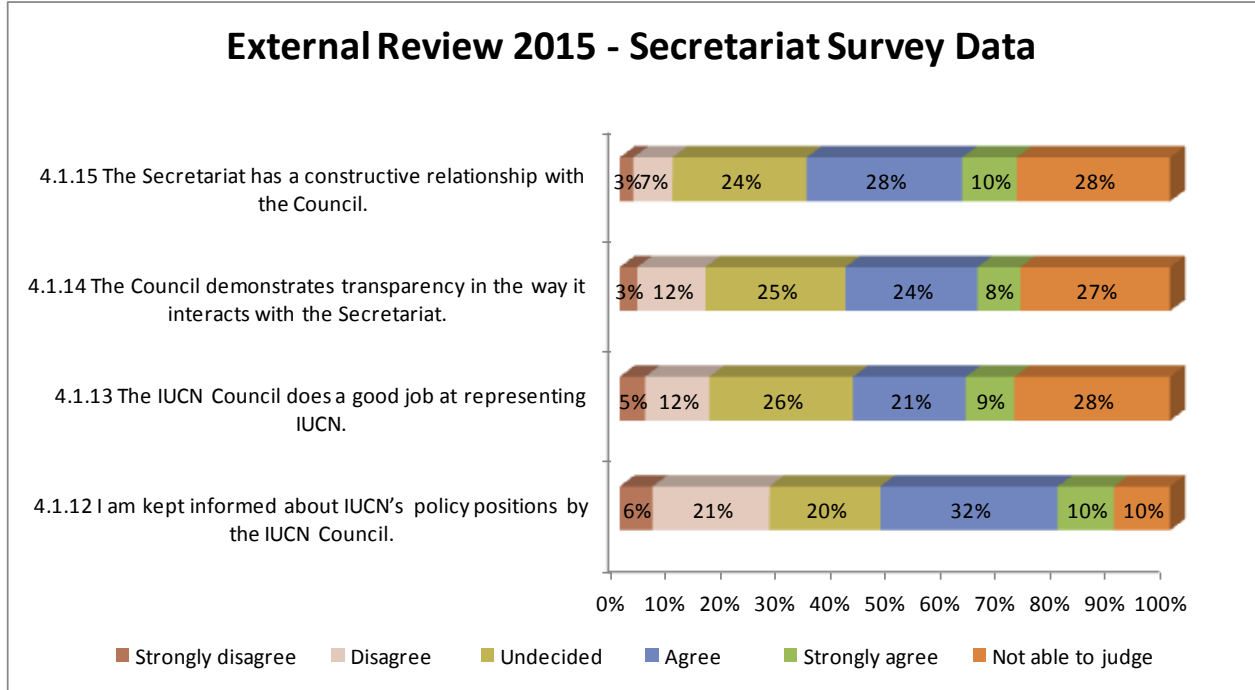




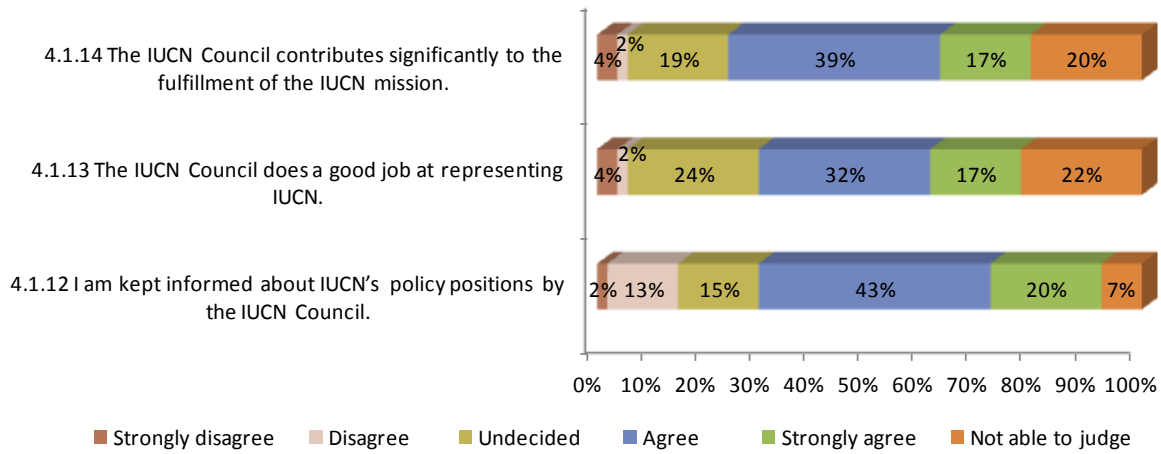




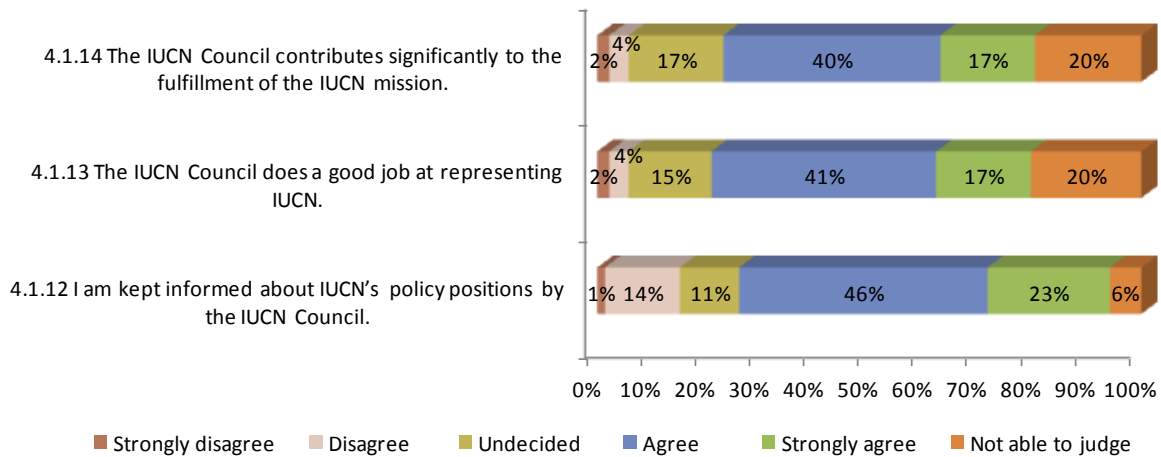
Additional Survey Data from External Review of IUCN 2015



External Review 2015 - Donors and Partners Survey Data



External Review 2015 - Institutional Members Survey Data



Appendix X The Governance Models of INGOs

IUCN can best be characterized as an INGO. INGOs have received a lot of attention as actor of global governance (Teegen et al., 2004, Beznanson and Iseman 2012); however, their internal organizational size, structures, and management remain fields that need further systematic study. While there is agreement that there is not one ideal model, there is no agreement about what is the best model to use to govern INGOs like IUCN. Over the last 20 years, while the literature on INGO has expanded considerably, we are still with little research and guidance on the appropriate models and operational characteristic that make Boards effective.

While the governance of INGOs has not been a subject to extensive research, their importance has grown as has external stakeholders' scrutiny of performance and accountability. Descriptively, we know that in most INGOs, a general assembly constitutes the highest body, a governing board oversees governance and staff involves both volunteers and non-volunteers. In typical international member-driven federations, the board is usually elected by the member. In most of these organizations, an annual general meeting of members elects a board to oversee organization management. In general, the major challenge in selecting a governance model is "how to remain accountable to a diverse and dispersed membership base, which poses crucial questions for internal democracy, accountability, effectiveness, and legitimacy".

There are many models available to organize governance (cf. Bradshaw et. al., 2007). Research suggests that the selection of such a model should be based on the best fit with internal and external characteristics of the INGO. As described in the evaluation, IUCN's present model is quite consistent with similar types of INGOs that are supported by members. However, there are two unique contingency features of IUCN that may lead IUCN leadership to consider changing the existing governance model. They are:

- 1) **Frequency of the gathering of members:** Most INGOs gather members yearly and set directions yearly. IUCN does this every four years. As a result, it is the IUCN Council that is asked to approve yearly budgets and program work. This puts on an added oversight and strategic responsibility on the Council.
- 2) **Engaging State and NGO actor as equal partners:** No other INGO has a membership in which state actor and NGO actor are given equal voting power in approving programs and governance issues (election of Council members). While this unique feature is present in the Congress it is not the case in the Council. Ensuring State actors have voice in Council would be a major change.

We have identified three overall governance models for structuring the IUCN Council. We did not include changing the composition or the decision making process, as there are an infinite scenarios within these basic models. The Three suggested models for governing IUCN are as follows:

Model 1 Status Quo—Tweak existing governance components to make the governance more effective

Suggested Model	Pros	Possible Cons
<ul style="list-style-type: none"> • Implement changes suggested in this study for Council membership, e.g. improved selection of Council members based on skills. • Full Governing Body meetings – at least two meetings a year— focus on strategic issues and setting priorities with Secretariat • Same Three Committees • Bureau taking more responsibility for Council operational effectiveness (agenda, priorities, monitoring) • Partnership Mechanism-transparent and focus on building trust relationship (Secretariat, Commissions, funders, Members) • Working groups established to take on specific tasks 	<ul style="list-style-type: none"> • Representative democracy • Council has overview of all governing activities; • Tries to build consensus decisions and actions • Clear terms of reference for committee membership lists • Allows for delegation to committees • Diversity makes for rich dialog. 	<ul style="list-style-type: none"> • Has creates duplication of discussion; • Overload of statutory and required tasks-little delegation of decision making • Makes meetings long and unfocused; • Heavy workload for the various chairs; • Hard to use good practices because of size and diversity • Need strong meeting leadership (plenary, committees, bureau, task forces).

Model 2: Bureau Focus--Restructure existing system to make Council more strategic—dealing with budgets, risks, yearly priorities—Bureau takes on main decisional responsibilities

Suggested model	Pros	Cons
<ul style="list-style-type: none"> • Same membership composition on Council—But meets once a year- • Congress elects bureau and gives it governance responsibilities. Bureau meets 2x a year face-to-face—2x electronically. • Functional responsibilities given to Bureau • Bureau creates Committee structure • Resources negotiated by bureau for Council (e.g. Finance, Premises, Pay, Personnel combined) 	<ul style="list-style-type: none"> • Bureau easy to convene • Two houses carried into Council • High level of expertise • Flexible, quick decisions, more guidance, policies • Bureau has legitimacy of election • Meets 4x a year or as often as required electronically • Streamlined and focused committee structures makes for efficient agenda planning and decision making • Small bureau allows complex discussions and decision-making • Ability to create working groups 	<ul style="list-style-type: none"> • Chairing Bureau and Committees more time consuming • Streamlined committees may make for long meetings • Delegation may not ensure that all functions are properly covered • Committees and working groups have little face time • DM input less influenced by diversity

Model 3: Elected Council of 12-15 members

Suggested model	Pros	Cons
<ul style="list-style-type: none"> • Small number of members elected to represent Union • Meeting 3x a year and electronically as often as possible • Committee structure established • More operational work given to Secretariat • Council is seen as prestigious work • Equal State and NGO Officials 	<ul style="list-style-type: none"> • More flexible • Meetings easier to manage • Clear lines of authority and TOR • Expected to share work load • May be chaired by different staff/governors to encourage spread of experience, knowledge and input 	<ul style="list-style-type: none"> • Significantly increased workload for Council • May present a problem for finding qualified and able people • Decisions may not be representative of regions needs • Interest groups in Congress might not trust Council • Diversity in Council reduced

Appendix XI Progress Made on 2007 and 2011 External Reviews Recommendations ⁴³

Pg	2007 Review Recommendation	Focus	Response	2011 Review Progress Update
73	1. A New Compact with Members COUNCIL and the DIRECTOR GENERAL should consider the findings of this review on members, particularly with respect to the outcomes of the Membership Strategy 2005-2008, and provide strategic direction and a longer-term vision for a future policy (or a new "Compact" with members) as a membership organization. Specifically:	Members compact	Agree, however proposes to expand results and activities under this recommendations to include Secretariat, Commissions and the membership. Through this work, will increase the capacity of Members, Commission Members, partners and the Secretariat to network and connect their actions in the field with global policy work (see also Recommendation 4 on strategic influencing). This work will be led primarily by the Director General with the guidance of the One Program Working Group of Council	Members report some improvements and evidence of some progress with Membership Mapping exercise and restructuring of the Constituency Support Group <ul style="list-style-type: none"> • No New Compact with Members • No new Membership Strategy 2009-12 as pending completion of Membership Mapping exercise which in turn is on hold pending completion of the ERP / CRM • Restructuring of Constituency Support Group from administration and collection of dues to focus on Member engagement. This has involved: <ul style="list-style-type: none"> – Increased clarity about services offered to members – Ensuring Members are better informed and engaged – e.g. better opportunities to comment on policy – role still relates primarily to commenting on policy rather than forming policy – Members now engaged in Regional Conservation Forums through Membership Unit and Membership Focal Points – Two studies on National and Regional Committees (NRCs) and on national and international non-governmental organization Members - presented to Council in November 2010
73	A New Membership Strategy 2009-12 COUNCIL and the DIRECTOR GENERAL should develop a new membership strategy based	Member strategy	Partially agreed. The existing Membership Engagement Strategy will remain in effect and...	<ul style="list-style-type: none"> • No new strategy but significant investment in constituency services • No new Membership Strategy for 2009-12 • On hold pending Membership Mapping which itself is on hold waiting for technical solutions for integration with ERP / CRM

⁴³ This table and its content come from the 2011 External Review of IUCN.

Pg	2007 Review Recommendation	Focus	Response	2011 Review Progress Update
	on consultation with the Members and input from Commissions and the secretariat. The strategy should be consistent with the new Strategy 2009.			<ul style="list-style-type: none"> • Overall, slow progress with Membership Mapping approx. 1/3 complete. • Better understanding of needs of Members decentralised to Regions through Membership Focal Points • No explicit membership development strategy or rationale at HQ which involves targets or categories of new members • Some Regions have strategy at region and country level
73	<p>3. Analysis of Intervention Assumptions</p> <p>Instigate a process to deepen understanding and more clearly articulate and test the assumptions (theories of change) that underpin how it aims to strategically influence</p>	TOC	Agree, but the recognition that theories of change are already present and explicit in much of 's work although overall they will be better documented and tested	<p>Theory of change and policy influencing built into project design but less evidence of these in project M&E arrangements</p> <ul style="list-style-type: none"> • Has integrated aspects of the Theory of Change approach into project and Program design (e.g. the DRAFT Program 2013-16 contains a situation analysis for each Core and Thematic Program Area). However, there exists no overarching Theory of Change relating to Council's aim to strategically influence.
74	<p>4. Enhancing Capacities for Strategic Influencing</p> <p>The DIRECTOR GENERAL, in collaboration with the membership and Commissions, develop a strategy to strengthen strategic influencing role, particularly at the regional and national levels.</p>	Strategic Influence	Agreed	<p>Piecemeal rather than coherent and tends to be event (e.g. convention) and project-driven – no formal strategy, training or capacity building</p> <ul style="list-style-type: none"> • Overall, progress in enhancing capacities for 74strategic influencing has been piecemeal. • Little evidence that Regions are now more involved /engaged in strategic influencing outside of direct Program / project activities beyond establishing the link between the Program results framework and the leveraging of Council's value proposition in strategic influencing. • There have been some attempts to revitalise the Global Policy Group, but more remains to be done (see separate discussion of structures and functions in main report). • Strategic influencing indicators relate to roles, policy influencing strategies, policy baselines, and policy monitoring indicator - and there is evidence for some of this as part of the design of the Program monitoring and project appraisal systems.

Pg	2007 Review Recommendation	Focus	Response	2011 Review Progress Update
				<ul style="list-style-type: none"> At global level strategically goes after a few conventions – CBD/CITES and mobilize Regions, Commissions, and Members in this effort. However, there is no evaluation, monitoring, or lesson learning of policy influencing – insufficient resources.
74	<p>5. Strengthen as a Knowledge Organization</p> <p>The DIRECTOR GENERAL gives urgent attention and high priority to enhancing Council's knowledge management functions and capacities to support the work of the Union.</p>	Knowledge management	Agreed	<p>Enterprise Resource Planning (ERP) System prioritised up to now. Still a need to bring ICT, scientific knowledge, internal and external communications, marketing, networking, branding, monitoring and evaluation (M&E), and lesson learning together under the concept of 'knowledge management'</p> <ul style="list-style-type: none"> A comprehensive definition would bring together Information and Communication Technology (ICT), scientific knowledge, internal and external communications, marketing, networking, monitoring and evaluation, and lesson learning and sharing. The main issue here is that it has prioritised ICT, particularly the ERP, as an essential precursor to improved Knowledge Management. Unfortunately, there does not appear to be a comprehensive and shared understanding of what it means for it to be a Knowledge Organization, so the other essential elements are not being addressed in a coherent way.
74	<p>6. Strengthening the Monitoring and Evaluation Function</p> <p>The DIRECTOR GENERAL oversee a substantial upgrading of the Secretariat's capacities, structures, procedures and resources for monitoring and evaluation processes to support learning and accountability functions and to enable reporting on the Union's activities and achievements in a synthesized and coherent manner.</p>	M&E	Agreed	<p>PM&E influential but under-resourced for its complexity and knowledge orientation. Challenge remains in linking operational planning to the quadrennial Program</p> <ul style="list-style-type: none"> This is a difficult recommendation to evaluate. Positively a significant amount of work was done to strengthen Program planning and, in particular, monitoring. However, M&E development must be seen in the context of a wider effort to address the whole Results Based Management (RBM) approach as well as the project and Program planning, appraisal, and monitoring cycle. In reality, the effectiveness of the M&E system is limited by shortcomings in the organization's planning model. In essence, while high level results are defined as part of the quadrennial Program, actual operational plans thereafter are built from the bottom up, resulting in retrofitted portfolios of projects and Programs. Efforts are made to link each component to the achievement of strategic results. But in the absence of a

Pg	2007 Review Recommendation	Focus	Response	2011 Review Progress Update
				<p>process by which specific quantifiable, measurable and time bound (SMART) indicators are agreed and documented for each Core and Thematic / Regional Program or portfolio of projects, M&E can only assess each project and Program in isolation, and then infer their contribution to the achievement of global result.</p> <ul style="list-style-type: none"> • A major constraint is the lack of resources for monitoring support, and particularly for evaluation.
75	<p>7. Enhancing Core Capacities The DIRECTOR GENERAL prepares for approval by Council an overall plan for enhancing core organizational capacities with clear targets, priorities and responsibilities, based on a detailed assessment of the additional resources required. The plan is explicitly linked to the annual business plans from 2009 onwards and the Director General reports on implementation progress regularly to Council.</p>	Core capacity building -	Agreed, will happen as part of actions against other recommendations	<p>There is little evidence of a coherent strategic approach to assessing and enhancing core organisational capacities. No evidence of an overall skills needs assessment or similar</p> <ul style="list-style-type: none"> • There is little evidence of a coherent strategic approach to enhancing core organisational capacities. However some progress has been made in relation to: • E-learning is on offer covering a variety of knowledge and skills, but uptake in the first year of global operations was poor (187 staff completed courses in 2010, although there were 900 visits to the relevant areas of the network). There is a plan to develop some 'obligatory' e-learning courses, but this has not happened yet. Statistics for the first half of 2011 are more promising. • Various individual units offer technical training periodically. A number of global service units support on-the-job learning through coordination/ liaison /community of practice approaches (for example, for planning, M&E, finance and HR). • Budgets for technical training sit with individual cost centres (and are reported as the first budget lines to be cut). • HR report that the most important learning priority is management skills. There is no evidence of systematic needs analysis at this level. • Recruitment is on a post-by-post basis; there is little evidence of (or, in fact scope for) a coherent approach to workforce planning which could incorporate specific targets for importing new skills.

Pg	2007 Review Recommendation	Focus	Response	2011 Review Progress Update
75	<p>8. Transforming the Project Portfolio</p> <p>The DIRECTOR GENERAL oversee a significant realignment (and potentially a reduction) of the project portfolio such that it enables to have project resources that are more focused on its strategic influencing, learning, innovation and knowledge management functions.</p>	Focus Projects	Agreed, and we will build on already existing trends in the project portfolio toward increasing convergence between Programs, leverage initiatives and global projects implemented in the regions, with projects themselves, as well as between projects and strategic influencing priorities	<p>Some evidence of change at Regional level. Prominent projects contribute positive lessons if mechanisms to share lessons are in place. On-going tension exists with project financing model.</p> <ul style="list-style-type: none"> • There is some evidence of progress in transforming the project portfolio to contribute to a coherent Program of Core and Thematic Program areas, although it is difficult to assess overall progress in this regard. • Can demonstrate a set of good practice examples of projects and Programs that demonstrate a strategic influencing nature.
75	<p>9. Enhancing Donor Support Framework Donors take a more proactive role in supporting to achieve a level and structure of funding that enables it to invest in core organizational capacities and respond to growing demands of the international community.</p>	Enhancing donor support	No response to this set of Recommendations received from Framework Donors.	Recommendation directed at donors but no response. Objectives in framework agreements lack indicator and not monitored.
75	<p>10. Diversifying the Partnership Base</p> <p>The DIRECTOR GENERAL and COUNCIL make diversifying the funding base and the establishment of new strategic alliances a central priority over the coming Quadrennial Period.</p>	Diversify Funding	Agreed	<p>Some progress in exploring new funding partnership ideas with limited success in a challenging external environment. Efforts tend to be HQ-led and not building on Regional opportunities. Scope to work more with Members. Opportunity to link funding to Program strategy.</p> <ul style="list-style-type: none"> • There is evidence of a coherent strategic approach to diversifying the partnership base. However, given a number of adverse factor – global financial crisis and the decline framework funding as a preferred donor fund allocation

Pg	2007 Review Recommendation	Focus	Response	2011 Review Progress Update
				<p>method – limited progress has been made in diversifying the partnership base. The Strategic Partnerships team in HQ is small and under-resourced given the critical function performed.</p> <ul style="list-style-type: none"> Some progress has been made by the Strategic Partnerships team in engaging new framework partners such as the Abu Dhabi Environment Agency as well as small signs of progress developing philanthropists and Good Will Ambassadors.
76	<p>11. Strategy and Planning Coherence and Follow-up The DIRECTOR GENERAL and COUNCIL agree on a clear hierarchy and coherence of strategy and planning documents that include a long-term strategy, the Quadrennial Program, and rolling business plans and organisational development plans.</p>	Strategic Plan management process	Agreed	<p>Poor quality of linkage between global results areas, implementation planning and cost centre-level work plans. Some progress in prioritisation and resource allocation according to results (RBM) although not yet transparent and fully established. Draft Business Strategy good but now follow up. Clear demand from framework donors.</p> <ul style="list-style-type: none"> Program planning takes place at three levels: long-term (2020 Vision), intersessional (Program planning), and biannual. There is no clear evidence of an extremely long-term strategy (2050), but this is an unrealistic recommendation in any case. Program plans are linked across the levels as described, and effectively document the activities that the organisation intends to carry out. However, there are major shortcomings: The poor quality of linkage between global result areas and cost centre level work plans. As described above, there is no clear chain of SMART indicator, aggregated at each level. The M&E system tries to remedy this lack, but this is not sufficient. (See main report for fuller discussion) The poor quality of prioritisation processes, particularly because governance processes tend to result in a long 'wish list' of activities that the Secretariat is directed to carry out, without any meaningful assessment of feasibility against financial and other constraints. At the recent Council, this was recognized in discussions, and then a proposal that future Program assessment should bring together programmatic and financial considerations, through joint work between the PPC and FAC. An urgent need for this was echoed by the Donors at the Framework Donors meeting.

Pg	2007 Review Recommendation	Focus	Response	2011 Review Progress Update
				<ul style="list-style-type: none"> Although there is a linked hierarchy of Program planning, this should sit in a strong framework of corporate and financial planning (including all aspects of fundraising, workforce planning, etc.). This should be much more than an aggregated budget. In fact, a financial and fundraising plan was prepared for the current intersessional, but it does not appear to receive sufficient attention relative to annual budget and short-term financial management considerations.
76	<p>12. Change Management The DIRECTOR GENERAL establish and lead a change management process that will make an overall diagnosis and analysis of the problems in the Secretariat; will identify the needed changes to operational processes and organizational structures; and will guide management to map out and then implement the changes needed, while ensuring that the impact of changes are subsequently monitored.</p>	General and management process	Agreed	<p>DG demonstrates strong commitment to change management but evidence of progress is limited. Some evidence that Council involved in the change management process through the Governance Committee although limited sense of urgency.</p> <ul style="list-style-type: none"> See 11.1 above. The Review Team have not found a 'concept paper for the Organisational Change and Development Process, unless this is the 'Director General's Plans for Organisation Development and Change.' (August 2008). However, that document sets out next steps, which included a process for sharing the change plan, and convening a Change Leadership Team (see below). There is a consensus that change was somewhat accelerated because of this response to the review. As above, there is some evidence that the Council was involved in the Change Management Process, and the Governance Committee continues to be involved. Has recently developed a paper entitled 'A Modified Business Model for Three Business Lines, Related Program Priorities, and Organisation'. The paper is a draft, dated 28th July, prepared by the Director General and Deputy Director General, with input from participants at workshops of Global and Regional Director held on 11 and 19-20 July 2011. Further comments on the paper are provided in Section 3.7.4 of the main report.

Appendix XII Governance of Environment/Conservation organisations

Organizations	Council or council	Size of Council	Elected or appointed	Frequency of meetings	Executive committee
Conservation International	Council of Director	Currently 30 Council Members 39 Emeritus	No info	No info	Yes
Greenpeace carried into CXouncil	International Council of Director	Currently 6 members (min 5, max 7)	Elected for 3 years period by Council ⁴⁴	No info	GPI Management Team
RRI/RRG	Council of Director	Currently 9 members	N/A, 3 year terms	At least twice a year	No
The Nature Conservancy	Volunteer Council of Director	Currently 25 Members, including 5 Council Officers (min 9, max 25)	Elected for 3 year terms	An annual meeting + at least 3 in-person meeting	CEO + Executive Team
UNEP	Governing Council (United Nations Environment Assembly)	Currently 9 + Rapporteur	No info	Biennial Meetings	Committee of Permanent Representatives
WWF Global	Council of Trustees (international Council)	Currently 13 members (max 13)	Appointed	Normally 4 times per year	No

⁴⁴ Council: the representatives from the National / Regional organisations at the Annual General Meeting (AGM).

Appendix XIII Roadmap for Reform Areas

Changes to the governance structure of any organization create institutional ramifications. Governance changes touches on the values, attitudes and deep seeded beliefs of those governing as well as those being governed. As well, governance changes touches on the underlying individual, group and institutional power relationships and incentives. The roadmap for changing the governing structure of any organization is complex and ever-changing.

The changes suggested for IUCN's Governing Structure in the evaluation is and will be more complex than organizational members perceive. As such we suggested a facilitator to help guide and monitor the process. Such a facilitator would have the skills and independence need to guide the change process. At this time, the suggestion to hire a facilitator has been postponed. Instead IUCN's Council has appointed a Committee to take the recommendations and suggestions of the evaluation forward.

Feedback from various stakeholder groups suggested that IUCN requires a roadmap to guide its change process. We have put forward a basic roadmap to guide the action, recognizing that the roadmap needs to be regularly changed and updated as information and conditions change. In addition to a roadmap, Council needs to understand the risks it faces by not engaging in the serious changes suggested and the consequences of not addressing the risks. Some critiques of the evaluation report have suggested that the language in the evaluation is too nuanced and does not adequately suggest "a call to action". Let us make it clear. The political, financial and institutional contexts within which IUCN is operating is dramatically changing. This implies a Council that needs to be able to know, understand and act on changes in the external context that might threaten foundational features of IUCN. At present, while the Council is carrying out its basic institutional functions, **the evaluation suggests that it is neither adequately strategic nor organizationally flexible⁴⁵ to respond to the complex context it is facing.** Furthermore the Council has no systematic way to monitor its contribution to the ongoing struggle embodied in IUCN's mission. This implies that significant, transformational changes are required and need to occur expeditiously. The task of figuring out a roadmap to create a high performing Council, within a relatively short period of time, has been left to a Council committee. They will need to suggest the pathways for Council change. Their timeline is appropriately short.

Given the actions taken by the Council we have provided a basic framework for a road map. At each stage, quick assessments need to occur and new road maps developed. At each stage, Council needs to assess the risk of not moving forward quickly. We commend the Council taking the first step, and suggest that in January they have a process for quickly acting on the recommendations of the Committee.

⁴⁵ This involves delegating to groups that can act when Council is not in session.

Draft Roadmap for Reform Areas

EVALUATION ROADMAP			
TITLE OF THE EVALUATION:	External Evaluation of Aspects of IUCN's Governance		
RESPONSIBLE UNIT		DATE OF ROADMAP:	25 November 2015
TYPE OF EVALUATION	Governance review		
1. Council to debate the key issues of the report and confirm issues be addressed by a task force	During Council meeting in China	October 2015	
2. Form a task force to respond to the governance review	Members of the task force have been selected [list their names here]	November 2015	
3. Reporting from task force	Report from task force should focus on: <ul style="list-style-type: none"> • Defining required skills for Council and finding a way to appoint the required help • Defining means for addressing the conflict of interest posed by Commission Chairs and then implementing a series of actions • Identifying which types of decisions (procedural, strategic) are best made by the (a) Bureau, (b) Committees and (c) Council and adjusting decision making and agenda setting based on this division of labor • Identifying and measuring a set of performance objectives for Council • Establishing and implementing a procedure for dealing with evaluations and follow-up • Create and implement a transparency policy • Determine any budgetary needs 	January 2016	

EVALUATION ROADMAP			
4. Put together measures to address other items that may require follow-up	The report suggests hiring a process consultant to facilitate Council meetings. External help could be very beneficial in providing advice on how chairing meetings. Develop an action plan to engage in global representation and resource mobilization.		
5. Implement the decisions from the task force	[Specific tasks to be developed]	June 2016	
6. Follow up on the implementation of the decisions	[Specific tasks to be developed]	Periodically	
7. Through self-assessment or external assistance, assess whether there are perceived improvements.	[Specific tasks to be developed]	December 2016	