

BOARD OF GOVERNORS

Corporate Governance

A commitment to accountability, transparency, effectiveness

During 2009–2010, IDRC’s Board of Governors approved a new five-year strategy, *Innovating for Development*. Governors collaborated closely with senior management for many months on the plan that builds on the Centre’s strengths of scientific excellence and knowledge building. The strategy outlines an approach to address the changing and complex challenges of the developing regions in the years ahead. The Board has approved new program plans in the agriculture and environment area and will soon endorse companion strategies for communications, evaluation, and other program agendas.

The Board of Governors

IDRC’s work is guided by a 21-member international Board of Governors. The Chairman of the Board reports to Parliament through the Minister of Foreign Affairs. The *IDRC Act* states that a majority of Board members, including the Chair and Vice-Chair, must be Canadian. Up to 10 Governors are appointed from other countries. The composition of our Board helps to ensure that our programs and operations respond effectively to the needs of the developing world, adhere to good governance practices, and uphold the public interest.

The *IDRC Act* specifies that at least 11 of the Governors must have experience in international development or a background in the natural or social sciences, or in technology. These stipulations are reflected in a profile of skills and experience the Board drafted to assist in identifying suitable candidates to fill vacancies.

Board members are appointed by the Governor in Council for a term of four years and may be appointed for a further term. In 2009–2010, five new Governors joined the Board.

Key responsibilities

IDRC’s Board is committed to openness, transparency, and accountability. Its key responsibilities are to

- establish IDRC’s strategic direction;
- review and approve the Centre’s budget and financial statements;
- assess and ensure that systems are in place to manage risks associated with the Centre’s business;
- ensure the integrity of the corporation’s internal control and management information systems;
- monitor corporate performance against strategic and business plans;
- assess its own performance in fulfilling Board responsibilities;
- measure and monitor the performance of the President and Chief Executive Officer; and
- ensure that the Centre has an effective communications strategy.

Committees

The Board normally meets three times a year. It has four standing committees:

- the Executive Committee
- the Finance and Audit Committee
- the Governance Committee
- the Human Resources Committee

Committee members are elected on the basis of their interests, expertise, and availability. The Board also establishes ad hoc committees to deal with particular issues as the need arises.



CHRISTOWERS / PANOS

“ ... in 2009–2010, IDRC adopted its new five-year strategy that is flexible enough to deal with immediate challenges and still look beyond the current instability to the longer-term concerns of the developing regions.”

— The Honourable Barbara McDougall, Chairman, IDRC Board of Governors

Committee membership as at March 31, 2010

Executive Committee

Members: The Honourable Barbara McDougall (Chairman); Denis Desautels; Ahmed Galal; Frieda Granot; Andy Knight; David Malone; Faith Mitchell

Finance and Audit Committee

Members: Denis Desautels (Chairman); Ahmed Galal; Frieda Granot; Elizabeth Parr-Johnston; Andrés Rozental; Gordon Shirley

Governance Committee

Members: The Honourable Barbara McDougall (Chairman); Claude-Yves Charron; Denis Desautels; Pratap Mehta; Francisco Sagasti; the Honourable Monte Solberg

Human Resources Committee

Members: Faith Mitchell (Chair); Claude-Yves Charron; Jocelyn Coulon; Amina Ibrahim; Andy Knight; David Malone; Xue Lan

IDRC's *Strategic Framework 2010–2015* builds on our strengths of scientific excellence and knowledge building.

Compensation for Board members is set according to Government of Canada *Remuneration Guidelines for Part-time Governor in Council Appointees in Crown Corporations*. These guidelines establish the following ranges:

- Per diem for Governors: \$390 – \$420
- Annual retainer for Committee Chairs: \$4,600 – \$5,400
- Annual retainer for the Chairman: \$9,200 – \$10,800

The IDRC Board of Governors 2009–2010

THE HONOURABLE

BARBARA MCDUGALL
 Chairman, Toronto, Canada
 Advisor, international business development, corporate governance, and government relations, Aird & Berlis; former Secretary of State for External Affairs and Minister of Employment and Immigration
*Attended 3 out of 3 meetings**

DENIS DESAUTELS

Vice-Chairman, Ottawa, Canada (reappointed January 2, 2010)
 Chairman, Board of Directors, Laurentian Bank; Chairman, Accounting Standards and Oversight Council, Canadian Institute of Chartered Accountants; and former Auditor General of Canada
Attended 3 out of 3 meetings

DAVID M. MALONE

President, IDRC, Ottawa, Canada
 Former High Commissioner for Canada to India and non-resident Ambassador to the Kingdom of Bhutan and to Nepal; former Assistant Deputy Minister (Global Issues), Department of Foreign Affairs and International Trade
Attended 3 out of 3 meetings

MARGARET BIGGS

Ottawa, Ontario
 (appointed May 29, 2009)
 President, Canadian International Development Agency
Attended 3 out of 3 meetings

CLAUDE-YVES CHARRON

Montréal, Canada
 Vice-President, Université du Québec à Montréal
Attended 2 out of 3 meetings

JOCELYN COULON

Montréal, Canada
 Director, Réseau de recherche sur les opérations de paix, Centre d'études et de recherches internationales de l'Université de Montréal (CÉRIUM)
Attended 3 out of 3 meetings

GED DAVIS

Sevenoaks, United Kingdom
 Co-President, Global Energy Assessment, International Institute for Applied Systems Analysis
Attended 1 out of 3 meetings

AHMED GALAL

Cairo, Egypt
 (reappointed October 22, 2009)
 Managing Director, Economic Research Forum
Attended 3 out of 3 meetings

FRIEDA GRANOT

Vancouver, Canada
 Senior Associate Dean, Strategic Development and External Relations, Sauder School of Business, University of British Columbia
Attended 3 out of 3 meetings

AMINA J. IBRAHIM

Abuja, Nigeria
 Senior Special Assistant to the President of Nigeria on the Millennium Development Goals
Attended 1 out of 3 meetings

W. ANDY KNIGHT

Edmonton, Canada
 Chairman, Department of Political Science, University of Alberta
Attended 2 out of 3 meetings

PRATAP MEHTA

Delhi, India
 President, Centre for Policy Research
Attended 3 out of 3 meetings

FAITH MITCHELL

Washington DC, United States
 (reappointed May 29, 2009)
 Vice-President for Program and Strategy, Grantmakers in Health
Attended 3 out of 3 meetings

ELIZABETH PARR-JOHNSTON

Chester Basin, Canada
 (appointed May 29, 2009)
 President, Parr Johnston Economic and Policy Consultants
Attended 1 out of 3 meetings

ANDRÉS ROZENTAL

Mexico City, Mexico
 President, Mexican Council on Foreign Relations
Attended 2 out of 3 meetings

FRANCISCO SAGASTI

Lima, Peru
 External Advisor to the President of FORO Nacional/Internacional
Attended 3 out of 3 meetings

GORDON SHIRLEY

Kingston, Jamaica
 (appointed May 29, 2009)
 Principal, University of the West Indies, Mona Campus
Attended 2 out of 3 meetings

THE HONOURABLE

MONTE SOLBERG

Calgary, Alberta
 (appointed May 29, 2009)
 Senior Advisor, Fleishman-Hillard Canada
Attended 3 out of 3 meetings

RORY STEWART

Crieff, United Kingdom
 (appointed May 29, 2009)
 Director of the Carr Center for Human Rights Policy, Harvard Kennedy School of Government
Attended 1 out of 3 meetings

XUE LAN

Beijing, People's Republic of China
 Dean, School of Public Policy and Management, Tsinghua University
Attended: 2 out of 3 meetings

* *This report lists attendance from April 1, 2009 to March 31, 2010.*