

ASI Board Meeting – Summary of Minutes for publication

Date: 12 October 2022

Held: Melbourne, Australia

Antitrust Statement:

Attendees were reminded that the ASI is committed to complying with all relevant antitrust and competition laws and regulations and, to that end, has adopted an Antitrust Policy, compliance with which is a condition of continued ASI participation. Failure to abide by these laws can potentially have extremely serious consequences for the ASI and its participants, including heavy fines and, in some jurisdictions, imprisonment for individuals. You are therefore asked to have due regard to this Policy today and indeed in respect of all other ASI activity.

ASI Ways of Working

ASI is a multi-stakeholder organisation. Dialogue is at the heart of everything we do. It is critical to ensure that the organisation delivers on its mission. We welcome all participants and value the diversity of backgrounds, views and opinions represented in this meeting. We recognise that we have different opinions; that is the heart of healthy debate and leads to better outcomes. To ensure our meetings are successful, we need to express our views and hear the views of others in a respectful and professional way, protecting the dignity and safety of all participants and enabling full participation from all attendees.

Acknowledgement of Indigenous Peoples

ASI acknowledges Indigenous Peoples and their connections to their traditional lands where we and our members operate. We aim to respect cultural heritage, customs and beliefs of all Indigenous people and we pay our respects to elders past, present and emerging.

Health and Safety

ASI places a high priority on health and safety through the ASI Performance Standard, and likewise aims to ensure that our employees, contractors and participants work and meet safely. If you are travelling for this meeting, please consider health and safety risks, including from transport, illness, manual handling, slips and trips, personal safety and emergency situations. Let us know if you have any concerns or feedback.

Participants

Board: Anita Roper (Chair), Sasha Courville, Pippa Howard, Jan Boekelman, Rosa Garcia Pineiro.

ASI Secretariat: Fiona Solomon (CEO), Mark Annandale (IPAF Adviser), Cameron Jones (Director of Assurance), Andrew Wood (Director of Sustainable Investment and Legal).

Remote dial-in: Nick Madden (dial-in 9am-4.30pm); Gerald Rebitzer, Matthias Esdar (dial-in 1.30-4.30pm).

Invited participants: Alexey Spirin (past Director); Nawa Nawa Consultants, East Arnhem Land, for IPAF item 5.

Introduction and context

ASI publishes a summary of Board meetings and teleconferences in the interests of transparency.

The following principles are applied in preparing these summaries:

- Statements or perspectives are not attributed to individuals.
- The following matters are NOT included in the summary: personnel matters, financial approvals, small items, or sensitive, premature or evolving discussions.
- Board *decisions* are shared, but not the deliberations or decision-making processes that lead to them.
- Publishing the Board's decisions does not invite or open up debate about these decisions.
- The Board approves the summary before publication on the ASI website and via the monthly Members Update.

Topics discussed at this Board meeting:

- Welcome and orientation for new Directors.
- Updates to the ASI Membership Information and Application Form.
- AGM briefing and panel preparations.
- Recap of 2022 Strategy and Budget and next planning steps.
- ASI Risk Assessment and next review steps.
- Discussion of regular items relating to governance, strategy, finance and operations.

Outcomes and actions from this meeting:

- The Board discussed the ASI Risk Assessment and Management Plan, following a detailed earlier review by the Finance and Audit Committee. Key topics were discussed in depth, including evolving economic conditions and cybercrime. The Board resolved to adopt V11 of the Plan.
- ASI's annual management review was tabled for Board information and discussion.
- ASI's governance structure was discussed, including strategies to support qualified candidates to nominate for the Board in future.
- Sasha Courville was appointed for an additional 2 year term as an Independent Director until September 2024.
- Pippa Howard had advised she will be leaving Fauna and Flora International in November. Under the ASI Constitution, the Board appointed Pippa to serve out the rest of her current term to April 2023, as she still fairly represented the Civil Society membership class.
- The Board welcomed the participation of Nawa Nawa Consultants from East Arnhem Land. They shared insights into the ASI workshops being carried out in northern Australia as part of an Indigenous Peoples Advisory Forum (IPAF) project. They also provided important multi-generational backstory to the history of bauxite mining in their lands and their Indigenous culture.
- The Board also heard updates on other IPAF projects and activities in Ghana, Guinea, Suriname and India.
- The Board shared reflections on ASI's draft 2023 strategy and budget, drawing on a facilitated workshop on ASI's 'theory of change' the prior day. The input will be used to finalise the drafts for approval at the Board's final teleconference of the year in December.