

List of Board Resolutions 2006

- 2006.01 Resolution appointing Kumi Naidoo to fill a casual vacancy**
The GRI Board resolves to appoint Kumi Naidoo to fill a casual vacancy on the Board created by the resignation of Lindiwe Mokate for the remainder of her term until 31 Dec 2007.
- 2006.02 Resolution approving the Summary of the November 16 -17, 2005 GRI Board of Directors meeting**
The Board approves the meeting summary of the November 16-17, 2005 GRI Board of Directors meeting.
- 2006.03 Resolution on Future Revisions of the GRI Guidelines**
The Board decides that the Secretariat, taking advice from all areas of governance of the organization, should explore options to update specific sections of the GRI Sustainability Reporting Guidelines and its related protocols on an incremental basis. If any proposals would have implications for GRI's due process rules, these must be presented to the Board for discussion.
- 2006.04 Resolution on the Amsterdam Global Conference on Sustainability and Transparency**
The Board notes the results so far in the preparation of the Conference "Reporting a Measure of Sustainability" and invites the Chief Executive to continue the Secretariat's efforts and to continue to report back to the GRI Executive Committee.
- 2006.05 Resolution on the GRI Framework Application Levels**
The Board decides that the Secretariat should develop a final proposal for a reporting application model that:
1) includes only criteria directly related to use of elements of the GRI framework;
2) provides a sequential series of levels moving from limited use of the GRI elements to full use;
3) contains four levels;
4) does contain a requirement for external assurance for the highest level;
5) will be submitted to the governance bodies on 20 June with the Final Draft of the G3 following comments from the TAC and G3 Board Committee.
- 2006.06 Resolution on the Financial Report Q3 FY 05/06**
The Board notes information on the progress made in financial management system routines and notes information on the financial result of Q3 of FY 05/06 and the Board affirms that the GRI is still able to meet financial obligations as they occur.
- 2006.07 Resolution on the GNC Report on Stakeholder Council rotation**
The Board notes the GNC Report for the Organisational Stakeholder election outcome for the 2006 rotation of Stakeholder Council members.
- 2006.08 Resolution on Role and Status of GRI OS within the GRI governance**
The Board asks the GRI Nominating Committee to adopt OS registration of a candidate's organisation as a prioritisation factor in the nomination of new SC candidates in the next round of Stakeholder Council elections acknowledging that members are selected on a basis of merit and geographic and constituency basis.
- 2006.09 Resolution on the GRI Sustainability Report**



The Board directs the Chief Executive to continue building the process and management system, and to produce a Sustainability Report for FY 2005-2006 for release in early 2007.

- 2006.10 Resolution on the Focus and Date of the 2nd Board Meeting in FY 06/07**
 The Board decides that the second Board meeting for the FY 2006/7 should be focused on the evolution of the GRI's organisational design and business model and that this meeting should be held on February 15 and 16, 2007 in Amsterdam; replacing the meeting that was scheduled for 28 and 29 November, 2006 in Amsterdam. The Board furthermore proposes to the Stakeholder Council that it organises its 2007 meeting on February 13 and 14, 2007 in Amsterdam.
- 2006.11 Resolution approving the Summary of the May 15 -16, 2006 GRI Board of Directors meeting**
 The Board approves the meeting summary of the May 15 -16, 2006 GRI Board of Directors meeting.
- 2006.12 Resolution on the SO1 Protocol**
 The Board decides that the Board views the amendments proposed by the Stakeholder Council to the SO1 Protocol as falling within the remit allowed under the Articles of Incorporation and supports the proposal. The Board therefore instructs the Secretariat to make the amendments to the SO1 Protocol as recommended in the discussions at the Stakeholder Council meeting. The Board delegates to the Chair of the TAC final approval of the amendments.
- 2006.13 Resolution on the G3 Application Levels**
 The Board decides that the Application levels as proposed by the SC should be adopted with the following further additions or amendments:
- item 2.8 is included as a disclosure item for Level C but the TAC is requested to assess the implications of the item on capitalisation for SMEs and non-corporate entities.
 - Items 4.1 - 4.4 are included as a disclosure item for Level C.
 - The names of the levels should remain: Level C, Level C+, Level B, Level B+, Level A and Level A+
- 2006.14 Resolution on Guidelines Transition Period**
 The Board decides that the communication on and implementation of the G3 release should provide a transition period from G2 to G3 that:
- reinforces GRI's commitment to continuous improvement through systematic analysis of experience gained in the application of the G3;
 - communicates the intention to make incremental improvements to the G3. Incremental improvements will follow due process;
 - enables registration of reports based on the G2 Guidelines for a transitional period of at least two complete reporting cycles but not exceeding three, from the release of the G3;
 - provides a plan under which 'in accordance' reporters can transition to the equivalent level within G3 while maintaining their status.
- 2006.15 Resolution on Final Draft of the G3 Guidelines and Protocols**



The Board decides that the Final Draft of the G3 Guidelines and Protocols is approved for release at the October 2006 Conference.

The Guidelines will be accompanied by an insert from the Board of Directors. The content will be determined by the Board of Directors by 1 August 2006.

The Secretariat is authorized to make further corrections to the text for grammar or clarity and inclusion of diagrams on the condition that they do not change its meaning of substance. Any such changes should be approved by the Chair of the Technical Advisory Committee.

2006.16

Resolution on the TAC workplan

The Board asks the Chair of the TAC to develop a work plan for ongoing development towards G3.1 to present at the February 2007 Board meeting, taking into consideration the discussions at the Stakeholder Council regarding the human rights and community indicators and discussions at the July 2006 Board meeting.

2006.17

Resolution on the appointment of the new Chair of the Board of Directors

The Board resolves to appoint Mervyn King as Chairman as per January 1, 2007 for a period of 2 years.

2006.18

Resolution on position of 'honorary treasurer'

The Board much appreciates the 'honorary treasurer' role of Peter Wong, and proposes to have PW join the Executive Committee every quarter at telecons to review financial issues. It was noted that this role would be restricted to financial issues only.

2006.18

Resolution on the financial report

The Board resolves that in its opinion GRI will be able to meet its liabilities as they occur in the next 12 months.

2006.19

Resolution on the implementation of Resolution 2005.31

The Board decides that Resolution 2005.31 be added to R&P and that any paid relationship with GRI should be brought forward by the person concerned and will be decided upon by the Chair of the Board.

2006.20

Resolution accepting and approving the GRI Annual Report 2005-2006

The Board of Directors accepts and approves the GRI Annual Report for the financial year 2005/2006.