

GRI Board of Directors

List of Resolutions 2008:

2008.01 Resolution approving the Summary of the 15-16 November 2007 GRI Board of Directors meeting

The Board resolves to approve the meeting summary of the 15-16 November 2007 Board of Directors meeting.

2008.02 Resolution on the TAC work plan

The Board resolves to adopt the annual update process for the GRI Guidelines as presented in the TAC report, which involves:

- An invitation for input in Q4 each year;
- Public consultation on draft TAC recommendations; and
- Final proposals from the TAC in Q2 in conjunction with the annual budget.

The Board resolves to approve the proposed TAC work priorities for 2008 (see annex 1).

Furthermore, the Board resolves that it will conduct its review and approval decision on the Financial Sector Supplement by email.

2008.03 Resolution on Task Force on Regional Networks

The Board resolves to establish the Task Force on Regional Networks and approves the draft Terms of Reference for the Task Force (Document 4.0 in Board Book February 2008).

2008.04 Resolution appointing Denise Esdon to the Technical Advisory Committee

The Board resolves to appoint Denise Esdon to the Technical Advisory Committee for the period 1 January 2008 – 31 December 2010.

2008.05 Resolution appointing Jorge Daniel Taillant to the Technical Advisory Committee

The Board resolves to appoint Jorge Daniel Taillant to the Technical Advisory Committee for the period 1 January 2008 – 31 December 2010.

2008.06 Resolution on the Governance Task Force Recommendations

The Board resolves to approve the recommendations of the Governance Task Force, except for those recommendations that have impact on the structure of the Stakeholder Council, as outlined in document 6.0 of the Board book of February 2008, with amendments as discussed at the February Board meeting and noted in the meeting minutes.

2008.07 Resolution approving the GRI Diversity Policy

The Board resolves to approve the draft GRI Diversity Policy (document 7.0 in Board book February 2008).

2008.08 Resolution The Board resolves to approve the draft GRI Board Charter (document 7.1 in Board book February 2008) subject to the following amendments:

- Delete 'professional' in the first line of the paragraph named 'Honesty & Integrity'
- In line 5 under the paragraph 'Honesty & Integrity' the following should replace the existing clause: They should ensure that systems are in place so that GRI complies...

- Remove the paragraph 'Paid consulting' except for 'GRI does not engage Board Members in the capacity of paid consultants.'
- Delete reference to family in the paragraph 'Acknowledgment of receipt of Board Charter.'

2008.09 Resolution for appointment of John Elkington to the GRI Board of Directors.

The GRI Board of Directors resolves to appoint John Elkington to the Board of Directors to fill the casual vacancy of Daniel Gagnier for the remainder of his term until 31 December 2010

2008.10 Resolution approving the Summary of the 28-29 February 2008 GRI Board of Directors meeting

The GRI Board of Directors resolves to approve the meeting summary of the 28-29 February 2008 Board of Directors meeting.

2008.11 Resolution approving re-insertion in the budget of one staff person for the CE office

The GRI Board of Directors resolves to approve the following recommendations of the AFR Committee:

Approve the reinsertion of one staff position @ € 40K to strengthen the staff capacity.

2008.12 Resolution assigning Ernst Ligteringen and Peter Westra to finalize the arrangements for a new office building

The GRI Board of Directors resolves to assign the responsibility of finalizing the search and selecting the new office building to Ernst Ligteringen and Peter Westra

2008.13 Resolution approving the GRI Management Objectives 2008-2009

The GRI Board of Directors resolves to approve the GRI Management Objectives 2008-2009 with the following amendments:

In page 1 (one): 18% of the reports for 2008 from Non OECD countries

In page 14 (fourteen): Ensure that expenditure is closely matched to revenue, and ensure that progress is made towards achieving the financial independence of GRI (i.e. eliminating dependence on the Board members' loans). A loan retirement plan should be defined by the end of 2008.

2008.14 Resolution approving the Financial Services Sector Supplement

The GRI Board of Directors resolves to approve the Financial Services Sector Supplement for release as a final version.

The Board expresses its appreciation to all the individuals involved in the drafting of the supplement and to UNEP-FI for its collaboration on the development process.

2008.15 Resolution approving the amendment of the Rules and Procedures for the Board of Directors

The GRI Board of Directors resolves to approve the recommendation of the Audit Finance and Remuneration Committee regarding the amendment of the Rules and Procedure for the GRI Board of Directors:

- The Chief Executive must consult the Audit, Finance and Remuneration (AFR) Committee on management decisions that are material to GRI's financial management and not included in the approved annual budget. For these purposes material is if the total commitment is more than € 25,000 gross.

2008.16 Resolution assigning the Mervyn King, Ernst Ligteringen, John Elkington and Peter Westra to develop a proposal for the new business model

The GRI Board of Directors resolves to assign Mervyn King, Ernst Ligteringen, John Elkington and Peter Westra to develop a proposal for the new business model to be presented during the next Board meeting in March 2009

2008.17 Resolution appointing Mervyn King as Chairman of the GRI Board of Directors

The Board resolves to appoint Mervyn King as Chairman of the GRI Board of Directors for the period from 1 January 2009 until 31 December 2010

2008.18 Resolution appointing Sean Harrigan as Vice Chairman of the GRI Board of Directors

The GRI Board of Directors resolves to appoint Sean Harrigan as Vice Chairman of the GRI Board of Directors for the period from 1 January 2009 until 31 December 2009

2008.19 Resolution appointing Kumi Naidoo as a member of the GRI Nominating Committee

The GRI Board of Directors resolves to appoint Kumi Naidoo as a member of the GRI Nominating Committee (GNC) until the end of his term on the Board

2008.20 Resolution scheduling the Board of Directors meeting 5-6 March 2009

The GRI Board of Directors resolves to schedule the Board of Directors meeting on 5-6 March 2009

2008.21 Resolution thanking Bjorn Stigson, Jacqueline Aloisi de Lardere and Judy Henderson

The GRI Board of Directors resolves to thank Bjorn Stigson, Jacqueline Aloisi de Lardere and Judy Henderson for their service on the Board

2008.22 Resolution on Governance task force Recommendation 3

The GRI Board of Directors resolves to approve the Recommendation 3 of the Governance Task Force – planning 1 meeting of the Stakeholder Council annually.