

**IDLO/ASSEMBLY R.1/2011**

Original English

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**EXTRAORDINARY MEETING OF THE  
ASSEMBLY OF PARTIES OF THE  
INTERNATIONAL DEVELOPMENT LAW ORGANIZATION  
ROME, ITALY – 23 MARCH 2011**

**Proceedings of the Assembly of Parties**

In accordance with Article 4 (2) of the Rules of Procedure of the Assembly of Parties, the Extraordinary Meeting of the Assembly of Parties (the "Assembly") was held at the Italian Ministry of Foreign Affairs on 23 March 2011. Representatives of Parties were present at the meeting, as set forth in the list of attendees attached hereto as Annex A.

**1. Opening**

The Representative of the President of the Assembly, the United States of America (U.S.A.) (the "President"), welcomed the Representatives of the Member Parties, the Observers, IDLO Management and IDLO Staff Association and highlighted the "extraordinary" nature of the meeting.

The President determined that there was a quorum to begin the meeting, with a majority of the Member Parties present and thanked Italy for hosting once again the meeting at the Italian Ministry of Foreign Affairs.

The President congratulated the Netherlands, in its capacity as outgoing President of the Assembly, for the leadership provided during its three-year tenure in steering the Organization through a very challenging transition which involved several achievements, such as (i) the reform to IDLO governance structure; (ii) the adoption of IDLO Strategic Plan for 2009-2012; (iii) the implementation of Results-Based-Management; (iv) the election of a new Director-General; and (v) the launch of a constructive dialogue regarding the long-term financial sustainability of the Organization.

The Representative of the Netherlands extended her congratulations to the United States for taking over the Presidency and wished them inspiration, wisdom and much energy. She thanked the Board of Advisers, the outgoing Director-General Ambassador Badini, the members of the Standing Committee and the members of the Audit and Finance

Committee for their cooperation during a demanding period. The Representative of the Netherlands also thanked Mr. Jeffrey S. Waldron in his capacity as the Acting Director-General (the "Acting Director-General") and the entire IDLO staff for their support.

The President went on to thank Burkina Faso, in its capacity as outgoing Vice-President, whose Representative reaffirmed its continued support to IDLO and expressed the hope that the Organization would achieve financial sustainability.

The President stated that it looked forward to its collaboration with Kuwait as the newly appointed Vice-President and Italy as the *ex officio* Vice-President. The Representative of Kuwait expressed appreciation at being present and at aiming to play an active role in the future.

## **2. Adoption of the agenda**

The President presented the draft agenda of the meeting. The President proposed that Item 9 of the agenda – "Update by the President on the Selection of the Interim Director-General" – be discussed in closed session. Noting that there were no objections, the agenda was approved with this modification to Item 9. A revised agenda attached hereto as Annex B was adopted by consensus.

## **3. Approval of the Proceedings of the Assembly Meeting of 24 November 2010**

Noting that there were no comments on the summary of proceedings of the Assembly meeting of 24 November 2010, the President declared the summary of proceedings approved.

## **4. Revised Management Plan and Budget for 2011**

The President highlighted that the very purpose of the meeting was to approve the revised Budget and Management Plan for 2011, as submitted with the background documentation for the meeting. The President recalled that, at its 24 November 2010 meeting, the Assembly deferred the approval of the 2011 Management Plan and Budget and requested the Acting Director-General to submit a restructured management plan and budget at this extraordinary meeting. The President noted that the Audit and Finance Committee and Standing Committee had already endorsed the revised proposed budget and management plan which addressed the issues raised in November 2010. Further, the cash inflow had improved thanks to the support of certain Member Parties. In this regard, the President thanked the Netherlands, Kuwait, the Philippines and Italy for their assistance in ensuring a balanced budget. Finally, a more solid project pipeline had been secured since last November, for example, with the launch of a project in Afghanistan funded by the Bureau of International Narcotics and Law Enforcement of the US State Department and other projects funded by Canada in Southern Sudan and the Food and

Agriculture Organization (FAO) in Latin America. Therefore, the revised budget was a balanced budget based on secure and certain revenues and predictable expenses.

At the request of the President, the Acting Director-General commented on the revised Management Plan and Budget for 2011 noting that, while IDLO had faced significant challenges in the recent past, the Organization was performing strongly, and most importantly, had made gains within its program and knowledge generation portfolio, as well as with its strategic networks. He explained that IDLO had retained its ability to implement programs and carry out its work in a quality manner even though the Organization's resources were less than what they had been in the recent past. The Acting Director-General also noted that IDLO had maintained and strengthened the integrity of its management systems, which contained the appropriate checks and balances to drive focus on issues that needed the most immediate attention. He then reported on the Organization's strong performance and accomplishments against the Strategic Plan and Management Objectives.

The Acting Director-General noted that while IDLO has achieved significant success recently, it still operates under less than ideal circumstances. He reported that in order for IDLO to become a truly world-class intergovernmental organization, there is much work to be done in addressing numerous institutional concerns and vulnerabilities. The Acting Director-General emphasized that the burden placed on implementing programs to help finance core costs of the organization is unsustainable. He also noted that the low level of unrestricted funds will continue to weigh heavily on IDLO's ability to respond quickly and effectively to emerging challenges in the rule of law around the globe, which has a dramatic impact on its ability to develop programming in the years to come.

The Acting Director-General concluded by stating that all of the recent successes illustrate management and staff's passion and commitment to IDLO and this focus on achievement will continue to guide its efforts to create a strong and bright future for the Organization.

The Director of Finance and Administration took the floor to present the Organization's revised budget for 2011 in the amount of € 15.934 million compared to € 21.359 million for 2010. She explained that € 13.3 million or 84% of the total budget was forecast to be spent on programs. This was a slightly larger amount than the one forecasted in the budget submitted in November 2010, due to the fact that a number of the large programs that had been in the pipeline were now secured and under implementation. Although it was a positive sign that the vast majority of the budget was going to be directed towards programming, it also meant that in 2011 only € 2.6 million or 16% of the total expenditure would go towards other key elements of the Organization's Strategic Plan, including Strategic Networks and Knowledge Generation. It also meant that the Organization had extremely limited resources to devote to important institutional activities, such as program development, communications, and resource mobilization.

The Director of Finance and Administration explained that IDLO's internal costs totaled € 5.97 million and were to be spent in 2011 on institutional activities, program support and program implementation or delivery. She then described the three types of internal costs as being staff costs in the amount of € 3.9 million, office costs of € 1.5 million and function-specific costs of € 500,000. Compared to the budget submitted in November 2010, these costs currently did not reflect any tax reimbursement savings since the Organization realized that the requisite amendment to the limitations regarding tax exemptions in the Headquarters Agreement with Italy would not materialize in 2011. The new budget for 2011 also reduced the forecasted savings on the unused portion of the Viale Vaticano building, which had been agreed upon with the landlord. The Director of Finance and Administration noted that the forecasted program income of € 3.3 million plus € 2.879 million from unrestricted contributions, totaling € 6.2 million, would result in a small operating surplus at the end of 2011. This amount represented a buffer against unforeseen events that could affect IDLO's program revenue. Furthermore, compared to the budget submitted in November, this budget showed an increase in program revenue forecast due to the significant accomplishments of the program team in securing new programs. Indeed, 74% of the program revenue forecasted in the revised budget was from programs that were already under implementation, compared to 31% in the budget submitted in November 2010. In addition, successful bilateral negotiations with Member Parties had resulted in a more secure forecast of unrestricted revenue of € 2.8 million.

The Acting Director-General took the floor again to draw special attention to the Member Parties who had been part of the negotiations for unrestricted financial support. In particular, he thanked the Government of the Netherlands for its generous contribution which brought their commitment of unrestricted funds to a total of € 1.2 million in 2011. He also acknowledged the fact that the total figure of € 2.8 million included amounts committed by China, Jordan, Kuwait and the Philippines, as contributions for 2011. Lastly, he thanked other country representatives, such as Kenya, Senegal and Burkina Faso, who had indicated that they were working closely with their capitals to secure contributions for IDLO.

The Representative of Kuwait reminded the Assembly of his country's support for the Organization and was glad to announce that the Kuwait Fund for Arab Economic Development (KFAED) passed a resolution which included grant support to IDLO in the amount of 300,000 Kuwaiti Dinar, the equivalent of approximately USD 1 million – one third of which is to be used as unrestricted funding.

The Representative of the Netherlands, after praising the Acting Director-General for preparing a balanced budget, expressed concern for the financial sustainability of the Organization given the lack of core funding and reminded the Assembly of its responsibility to the Organization's staff. She also expressed concern for the depletion of the capital fund in IDLO's investment portfolio. The Representative of the Netherlands recommended that IDLO focus on engaging new donors once the election of the new Director-General would be over and emphasized the importance of an increased use by the Organization and its Member Parties of the IDLO Alumni Network.

She highlighted the Organization's challenge in grasping the new opportunities for IDLO's work arising out of the rapid political transition of countries in the Middle East. Finally, she urged the Member Parties to lead IDLO through this uncertain period and render the process for the election of the new Director-General as smooth as possible.

The Representative of the OPEC Fund for International Development (OFID) joined the other Member Parties in congratulating the outgoing and incoming Presidents. He then noted that other international organizations were equally facing financial sustainability issues just like IDLO. He then suggested that the new Director-General to be elected in November 2011 be given as a priority task to revisit the contributions' model of the Organization and propose a way forward to the Assembly for consideration.

The President noted that there was a consensus on the approval of the revised Management Plan and Budget for 2011. Accordingly, Resolution No. 2011/01 was adopted as follows:

*Bearing in mind Article VI (1) (C) (a) of the Agreement for the Establishment of the International Development Law Organization and Article 28 of the Rules of Procedure of the Assembly of Parties; and*

*Recalling Resolution No. 2010/03 adopted by the Assembly of Parties on 24 November 2010 deferring the approval of the Organization's Management Plan and Budget for 2011 to the extraordinary session of the Assembly of Parties on this 23 March 2011;*

*The Assembly of Parties hereby adopts the Organization's Management Plan and Budget for 2011 as submitted with the Background Documentation for this extraordinary meeting on 23 March 2011.*

A copy of the adopted revised Management Plan and Budget for 2011 is attached hereto at Annex C.

## **5. Proposal of a system that guarantees the financial sustainability of the Organization**

The President recalled that at the November 24, 2010 meeting, the Assembly had established an open-ended Working Group for interested Parties and the Acting Director-General to present a system that guarantees the financial sustainability of the Organization for consideration by the Assembly at its next meeting (the "Working Group").

The President congratulated the Working Group for its efforts in reaching a consensus on a draft proposal as submitted with the background documentation for the meeting (the "Proposal"). The Proposal, without requiring any amendments to the IDLO Establishment Agreement, aimed at ensuring the financial viability of the Organization.

The President gave the floor to the Chair of the Working Group, the outgoing President, the Netherlands, who expressed appreciation for the participation of the Member Parties in the Working Group.

However, she also felt obliged to note the Netherlands' disappointment since the Working Group had not been able to design a system of financial contributions for IDLO's long-term financial security. She commented that the Netherlands would have liked to leave the Organization with such a guarantee but had not succeeded. The Representative of the Netherlands insisted that the future of the Organization could only be guaranteed by introducing a system of fixed contributions. However, the Netherlands had decided to agree to put forward the Working Group's Proposal for a voluntary replenishment model. She called on the Member Parties to take on their responsibility as Kuwait and as the Netherlands had done and will continue to do so in the future. The Representative of the Netherlands hoped that the President could organize a pledging conference before the November 2011 Assembly of Parties meeting to assess the commitment of other Member Parties. Should this not be feasible, the Netherlands would reserve its right to support alternative financial models for IDLO.

In thanking the Representative of the Netherlands, the President asked the Secretariat to take note of the suggestion to organize a pledging conference before the next Assembly of Parties meeting. The President then noted that, although the voluntary replenishment model described in the Proposal provided a sound basis for developing a system that guarantees the financial sustainability of the Organization, the Proposal needed to be further refined, namely with regard to the costs of its implementation and its interaction with the IDLO Strategic Plan 2009-2012.

The Representative of the Netherlands suggested, that the Secretariat report back to the Assembly of Parties at the November 2011 meeting on the process for going forward.

There being no other comments, the following Resolution No. 2011/02 was approved by consensus.

*Bearing in mind Article VI (1) (C) (a) of the Agreement for the Establishment of the International Development Law Organization and Article 28 of the Rules of Procedure of the Assembly of Parties;*

*Recalling Resolution No. 2010/03 adopted on 24 November 2010 and establishing an open-ended Working Group for interested Parties and the Director-General to present a system that guarantees the financial sustainability of the Organization for consideration by the Assembly of Parties; and,*

*Reaffirming the imperative to define a viable financial structure for IDLO's sustainability;*

*The Assembly of Parties hereby takes note with great appreciation of the Proposal of the Open-Ended Working Group for an IDLO financing mechanism;*

*Recognizes the voluntary replenishment model described in the Proposal as a sound basis for developing a system that guarantees the financial sustainability of the Organization;*

*Entrusts the IDLO Secretariat with the mandate to further elaborate the technicalities of the Proposal with a view to ensuring the feasibility of the replenishment model and to report on the process for going forward at the November 2011 meeting of the Assembly of Parties; and, at the same time, commits to undertake all necessary efforts to abide by Resolution No. 2009/02 and sustain IDLO's yearly budget on the basis of the IDLO Strategic Plan 2009-2012.*

## **6. Amendment to revised IDLO staff dispute resolution system**

The President recalled that at the November 24, 2010 meeting, the Assembly approved a revised IDLO staff dispute resolution system and certain amendments to the IDLO Staff Rules and Regulations pursuant to Article VI (1) (C) (c) of the Establishment Agreement of IDLO.

The President stated that the Secretariat now wished to put forward a minor amendment to the staff dispute resolution system which was required to clarify an issue of legal standing and ensure that former staff members of the Organization have access to the IDLO dispute resolution system.

At the request of the President, the IDLO General Counsel provided a brief overview of the proposed amendment to the IDLO Staff Rules and Regulations. Following the General Counsel's presentation, Resolution No. 2011/03 was approved by consensus as follows:

*Bearing in mind Article 28 of the Rules of Procedure of the Assembly of Parties as well as Article VI (1) (C) (c) of the Agreement for the Establishment of the International Development Law Organization;*

*Recalling Resolution No. 2010/01 approved on 24 November 2010 adopting a revised IDLO Staff Dispute Resolution System;*

*Having considered the "Proposal for an Amendment to the IDLO Staff Rules and Regulations" as submitted by the Secretariat with the background documentation for this meeting on 23 March 2011;*

*The Assembly of Parties hereby resolves to amend Section 4.103 of the IDLO Staff Rules and Regulations by inclusion of new Sub-Section 4.10.103 (j) paragraphs (i), (ii) and (iii) to read as follows:*

*(i) The complaint, appeal and arbitration procedures set forth in Section 4.103 of the IDLO Staff Rules and Regulations shall be open to former Staff Members and any person duly entitled to make claims in the name of a deceased or incapacitated Staff Member of IDLO.*

*(ii) The time-limit for submitting a request for Management Review pursuant to 4.10.103 (b) by the persons referred to in paragraph (i) above is 180 days from the date of separation from the Organization, the date of death or the effective date of incapacitation of the Staff Member.*

*(iii) With the exception of the time-limit specified in paragraph (ii) above, all other time-limits set forth in Section 4.103 of the IDLO Staff Rules and Regulations shall apply to the persons referred to in paragraph (i) above.*

## **7. Election of the *ad hoc* Member of the Standing Committee**

The President reminded the Member Parties that on 24 November 2010, the Assembly, in derogation from the applicable rules and in light of exceptional circumstances, extended the term of Colombia as *ad hoc* member of the Standing Committee until the extraordinary Assembly meeting of 23 March 2011. She also noted that the term of the *ad hoc* member of the Standing Committee had expired and could not be renewed and thanked Colombia for its contribution on the Standing Committee.

The President explained that the Assembly should normally appoint a new *ad hoc* member of the Standing Committee for a one-year term, but that there was no Assembly meeting scheduled for March 2012. She, therefore, proposed that, in derogation from the applicable rules, the next appointed *ad hoc* member to the Standing Committee serve for a term expiring at the annual Assembly meeting of November 2011. Furthermore, considering that the exceptional circumstances under which this appointment was made resulted in the term of appointment being as less than a full term, the President proposed that the Party to be appointed, be entitled, as an exception to the rules, to re-submit its candidature as *ad hoc* member of the Standing Committee for a full one year term beginning at the annual Assembly meeting of November 2011.

The President asked whether any Member Parties wished to put forward their candidature. Seeing that none did, the Assembly approved the following Resolution No. 2011/04 regarding a written procedure for the appointment of an *ad hoc* member, which would allow the President to solicit candidatures at the end of the meeting.

*Bearing in mind Article VI (3) of the Agreement for the Establishment of the International Development Law Organization and Article 28 of the Rules of Procedure of the Assembly of Parties as well as Article V of the Rules of Procedure of the Standing Committee;*

*Recalling Resolution No. 2010/05 adopted on 24 November 2010 by which the Assembly extended the term of Colombia as *ad hoc* member of the Standing Committee until the extraordinary Assembly meeting of 23 March 2011;*

*Noting that the term of the *ad hoc* member of the Standing Committee is now expired and is not renewable;*

*Considering that there is no Assembly meeting foreseen for March 2012;*

*The Assembly of Parties hereby resolves, in derogation from the applicable rules to elect, by written procedure as set forth on Article IX (2) of the Rules of Procedure of the Standing Committee, a Member Party to serve*

*as ad hoc member of the Standing Committee for a term of less than one year expiring at the annual Assembly meeting of November 2011; and,*

*Further resolves, in derogation from the applicable rules and in consideration of the foreshortened term resulting from the exceptional circumstances under which this appointment is made, that the elected member shall be entitled to re-submit its candidature as ad hoc member of the Standing Committee for a full one year term beginning at the annual Assembly meeting of November 2011.*

## **8. Election of Members and Chair of the Audit and Finance Committee**

The President recalled that on 24 November 2010, the Assembly, in derogation from the applicable rules and in light of exceptional circumstances, extended the terms of the current members of the Audit and Finance Committee (AFC) until the extraordinary Assembly meeting of 23 March 2011. The President thanked China, Jordan, Kenya and Senegal for their commitment and hard work on the AFC. The President noted that the terms of the United States, China, Jordan, Kenya and Senegal as members of the AFC had expired, but could be renewed for another year. The President also noted that the United States, being now the President, could not continue its membership on the AFC.

The President mentioned that China, Jordan, Kenya, and Senegal had expressed an interest in continuing to serve on the AFC while the Netherlands had put forward its candidature to serve for the first time on the AFC. The President thanked Jordan for having expressed its interest in serving as Chair of the AFC. The President noted that there were no questions or comments on the appointment of these candidates. Therefore, the following Resolution No. 2011/05 was approved by consensus:

*Bearing in mind Article 28 of the Rules of Procedure of the Assembly of Parties as well as Article 2 of the Rules of Procedure of the Audit and Finance Committee;*

*Recalling Resolution No. 2010/05 adopted on 24 November 2010 by which the Assembly extended the term of the current members of the Audit and Finance Committee until the Assembly meeting of 23 March 2011;*

*Noting that the terms of the members of the Audit and Finance Committee have now concluded but may be extended or renewed; and,*

*Considering that the applicable rules require the terms of the members of the Audit and Finance Committee to be "consistent with the term of the ad hoc member of the Standing Committee" which will expire at the annual Assembly meeting of November 2011 pursuant to Resolution No. 2011/04;*

*The Assembly of Parties hereby resolves, in derogation from the applicable rules to appoint for a term expiring at the annual Assembly meeting of November 2011 the following Member Parties to serve on the Audit and Finance Committee: China, Jordan, Kenya, the Netherlands and Senegal;*

*The Assembly of Parties further resolves to appoint Jordan as Chair of the Audit and Finance Committee.*

## **9. Update by the President on the selection of the Interim Director-General**

The President announced that Item 9 would be discussed in a closed session. The President recalled that, following the resignation of Ambassador Antonio Badini as former Director-General of IDLO, the Assembly recognized that, pursuant to Article VI (3) of the IDLO Establishment Agreement, the Standing Committee was entitled to “*take appropriate transitional measures if the position of DG falls vacant*”. Accordingly, the Standing Committee appointed Mr. Jeffrey Waldron, IDLO Director of Human Resources, as Acting Director-General and initiated a process for identifying and selecting an Interim Director-General for appointment as soon as possible, and until the election of a new Director-General at the Assembly of Parties meeting in November 2011.

The President noted that the Standing Committee held a meeting on 16 February 2011 which was then adjourned and completed on 21 March. The minutes of this session had been circulated to the Member Parties for their information on 22 March 2011. The President asked the outgoing President, the Representative of the Netherlands, in its capacity as former Chair of the Standing Committee, to report on the conclusions of the 21 March meeting of the Standing Committee and provide an update on the selection of the Interim Director-General.

The Representative of the Netherlands thanked the two distinguished members of the Board of Advisers, Professor Tadiar and Mr. Roux, for their invaluable support in the difficult process of selecting an Interim Director-General. The Representative of the Netherlands stated that, taking into account the need for utmost transparency in this process, the Presidency’s aim had been to identify the best solution for the interim period and to take all possible transitional measures with a view to minimize disruption and avoid unnecessary upheaval on IDLO staff from another leadership change. The Representative of the Netherlands assured the Assembly that the task had not been taken lightly. She explained that in view of these needs and the excellent results achieved under his short tenure by Mr. Jeffrey S. Waldron, in his temporary capacity as Acting Director-General, and following a series of deliberations and careful scrutiny, the Standing Committee had decided to extend Mr. Waldron’s term of office as Acting Director-General until November 2011 when the next Director-General would be elected. The Representative of the Netherlands hoped that the Assembly would endorse this decision.

The Representative of OFID noted that only two candidates had been shortlisted in the selection for the position of Interim Director-General and queried whether, since one of them withdrew, the decision to extend Mr. Waldron's term followed a comparison of his profile with that of the remaining best candidate.

The Representative of the Netherlands explained that, when faced with the withdrawal of one candidate, the Presidency sought the advice of the Board of Advisers who advised to maintain Mr. Waldron as Acting Director-General to preserve the stability of the Organization and transparency of the process. She emphasized that it had never been the intention of the Netherlands to lobby for its own candidate.

The President asked the Member Parties if they wished to make any comments. She thanked the Netherlands for its work on the Standing Committee and the Board of Advisors for their help. The President requested the Secretariat to record in the minutes that the Assembly of Member Parties endorsed the conclusions of the Standing Committee to extend the term of Mr. Waldron as Acting Director-General until the election of the new Director-General.

#### **10. Discussion on the process for the appointment of the IDLO Director-General in November 2011**

The President noted that, at the next Assembly meeting of November 2011, the Assembly would need to appoint a new Director-General of IDLO for a four-year term. The President recalled that, in 2009, IDLO had already experienced selection and election processes in the appointment of Ambassador Badini. The President referred to the background document that had been submitted by the Secretariat for this meeting at the request of the Standing Committee.

The President spoke first about the selection process and then about the election process required to appoint the new Director-General in 2011 and stated that the former was governed at length by the IDLO Establishment Agreement and Rules of Procedure of the three Governing Bodies. The President noted that such process was unique insofar as it was open to both nominations of candidates by Member Parties and independent applications from interested applicants, in accordance with the IDLO recruitment procedures for other officials of the Organization. The President added that the IDLO selection process was well suited to a small organization like IDLO, which, in light of its mandate and nature, needed a Director-General who, in addition to representing the Organization at a high political level, had the managerial and financial skills that would enable him/her to run the day-to-day business of the Organization. However, given its oversight role on the selection process, the President announced its intention to afford the Member Parties all reasonable opportunities to be involved in such process. The President proposed to conduct the selection process in accordance with the Rules, and to engage an external Human Resources Advisor to assist in the recruitment process, including in the performance of two activities which were not governed by the rules, namely the drafting of a job description and the short-listing of the candidates.

Accordingly, the President put forward a proposed plan for the Director-General selection process (the "President's Proposal"). The President specified that any candidate who had submitted his/her candidature for the Interim Director-General position was of course eligible to apply for the Director-General position.

In response to the Representative of OFID's suggestion that the candidates for the Director-General's position make presentations at the next Assembly meeting, the President indicated that the President's Proposal provided that short-listed candidates come before the Assembly of Parties at least two weeks before the election to present themselves and respond to any questions put forward by the Member Parties and the Board of Advisors.

The Representative of Sudan proposed that the Assembly establish a Working Group of Member Parties charged with drafting the job description. He noted that IDLO is a governmental organization, not a private firm, where Member Parties should have a say on the job description. The Representative of Sudan also emphasized the importance of involving the Member Parties in preparing the shortlist of candidates.

The Representative of Senegal expressed his concern regarding the involvement of a private Human Resources firm, who would not have any insight into the Organization. He reminded the Assembly of the political implications involved in the appointment of the Director-General. He suggested that, instead, CVs be submitted to the attention of the Board of Advisors, as the body who should drive the process. The Board of Advisors would then report to the Assembly who would make the final decision.

The Vice-Chairman of the Board of Advisers stated that the Board is committed to ensuring compliance with all applicable procedures. He then reminded the Assembly that during the 2009 selection process for the IDLO Director-General, the Board of Advisors' mandate was to examine CVs and recommend a short-list of candidates. These candidates were then interviewed in Rome by Board members and Member Parties' Representative before their nominations were put to vote at the Assembly meeting. The Vice-Chairman of the Board of Advisers stressed the 'consultative' role of a Human Resources advisor to be retained in the 2011 selection process and raised some questions regarding the authority of such an advisor to undertake certain decisions such as excluding from a short-list a candidate proposed by a Member Party who does not meet the minimum qualifications for the job.

The President agreed with the need to keep a strong role of the Board of Advisers in the 2011 selection process.

The Representative of the Netherlands expressed the Netherlands' support to the President's Memorandum.

The Representative of OFID put forward his view that, to avoid conflict of interest situations, the Director-General of IDLO should not have the same nationality of the country holding the Presidency of the Organization.

The Representative of Ecuador queried the role of a Human Resources advisor vis-à-vis the Board of Advisors and asked whether candidates nominated by Member Parties could automatically be included in a shortlist. The President answered that Member Parties' candidates would be considered against the selection criteria by the Board of Advisers and would not automatically be included in a shortlist.

The Representative of Colombia noted that the number of candidates who would be admitted to the short-list needed to be clarified.

The Representative of Senegal elaborated on his previous comments indicating that rather than a Human Resources firm, the Organization needed the guidance of an expert in the selection process who would assist the Board of Advisers in the discharge of its statutory duties including the preparation of a shortlist.

The Representative of Sudan reiterated his concern that Member Parties be involved in the short listing process together with the Board of Advisers.

The General Counsel clarified that under the governing documents of the Organization the selection process is led by the President and not by the Secretariat. He further stressed that the IDLO rules have two gaps, namely regarding the drafting of the job description and the compiling of a short list, for which the President deemed appropriate to seek the assistance of an external facilitator. He recalled that, under the IDLO rules, the 2011 selection process will continue to be a two-track procedure open to both Member Parties' nominees and independent applicants but nevertheless both types of candidates should be assessed against the same merit-based recruitment criteria. Finally, the General Counsel emphasized the need to act in compliance with IDLO rules which provide for a strong role of the Board of Advisers.

The Vice-Chairman of the Board of Advisers, while reaffirming the availability of the Board to assist in the 2011 selection process, agreed with the need to rely on the technical assistance of an external expert to ensure the high quality of the recruitment process. He therefore suggested that the Board of Advisers prepare the short list of candidates in consultation with such an external expert.

The President thanked all Representatives and the General Counsel for their remarks and highlighted the need that the IDLO selection process be based on merit. Accordingly, the President invited Member Parties to propose candidates who exceed the minimum qualifications for the job since official nominees will not automatically be included in any short list. The President agreed with the suggestion put forward by the Vice-Chairman of the Board of Advisers and yet reassured the Member Parties that the Standing Committee and the Presidency would be in regular consultation with the Board of Advisers and the external expert throughout this process.

In response to a query from the Representative of Senegal, the Vice-Chairman of the Board of Advisers explained that the expertise of an

external Human Resources advisor would be required as none of the Board members had expertise in Human Resources matters.

The President reassured the Member Parties that such expertise could be provided by either a firm or an individual.

The Representative of Kenya stressed the importance of launching a transparent process which would lead to the election of a fully qualified candidate.

Following the above discussion and certain amendments to the President's Proposal, the Assembly endorsed the Memorandum on the 2011 Selection Process of the IDLO Director-General attached hereto at Annex D.

At the request of the President, the Representative of OFID provided some background information on OFID's proposal (the "OFID's Proposal") to amend Article 30, paragraph (4) of the Rules of Procedure of the Assembly of Parties which governs the election of the IDLO Director-General, which Proposal was prompted by certain difficulties in connection with the interpretation of aforementioned paragraph (4) which the Assembly had faced during the 2009 election process.

In response to a query from the Representative of Ecuador, the General Counsel noted that OFID's Proposal fell squarely within item 10 of the agenda for this meeting and it had been circulated to the Member Parties prior to the meeting. In addition, he reminded the Assembly that amendments to the Rules of Procedure of the Assembly could be effected at any Assembly meeting by simple majority therefore OFID's Proposal could be considered.

Following comments and suggestions for changes put forward by the Representatives of Ecuador, the Philippines, Senegal and Sudan and by the Vice-Chairman of the Board of Advisers, a revised version of the OFID's Proposal was adopted by consensus with Resolution No. 2011/06 as follows:

*Bearing in mind Article 28 and Article 34 of the Rules of Procedure of the Assembly of Parties as well as Article VI (1) (C) (g) and Article VI (1) (D) (c) of the Agreement for the Establishment of the International Development Law Organization; and*

*Having considered the Proposal No. 2 titled "the Election Process of the Director-General of IDLO" as submitted by the OPEC Fund for International Development by its letter dated 9 March 2011 and circulated to the Member Parties by the IDLO Secretariat before this Assembly meeting;*

*The Assembly of Parties hereby resolves to amend Article 30 of the Rules of Procedure of the Assembly of Parties by replacing entirely current paragraph 4 of Article 30 and adopting in its place the following new rules, to be effective immediately as of their adoption on 23 March 2011:*

- (a) For the purpose of this Article 30, paragraph (4), the term "all votes cast" shall be defined as all affirmative and negative votes, whereby blank votes and abstentions shall not be taken into account and the term "majority" shall be defined as more than 50% of all votes cast;*
- (b) If a consensus cannot be reached for the nomination of the Director-General, the Assembly shall elect the Director-General by secret ballot by a majority of all votes cast;*
- (c) Where there are only two candidates, the candidate who obtains a majority in one ballot shall be elected, and in the event of a tie, a second ballot will be held between the same two candidates. In the event there is a tie after the second ballot then the Presidency shall decide;*
- (d) Where there are more than two candidates, the candidate who obtains a majority after the first ballot shall be elected. In the case where no candidate gains a majority, the second ballot shall be restricted to the candidates who obtained at least three votes on the first ballot. If no candidate reaches a majority after the second ballot, the third ballot shall be restricted to the candidates obtaining the highest and the second highest number of votes on the second ballot. The candidate who obtains a majority in the third ballot shall be elected, and in the event of a tie, the Presidency shall decide.*

## **11. Date of the next meeting of the Assembly of Parties**

The President proposed the date of 17 November 2011 as the scheduled date of the next annual Assembly meeting. There being no objections, the date was recorded in the minutes of the meeting.

## **12. Closure**

The President noted that Article 32 of the Rules of Procedure of the Assembly spoke of 'confirmation' by the President of the summary of proceedings of the meeting to be prepared by the Secretariat, but no time period was set for perusal of the draft minutes by meeting participants.

The President suggested that the draft minutes be circulated by the Secretariat to the Member Parties as soon as they are ready for a three-week period after which period, if no comments were received by the President, the minutes would be considered approved and confirmed by the President in accordance with Article 32 of the Rules of Procedure.

The President thanked the Representatives, the Observers and IDLO Secretariat support staff for their participation and closed the meeting.