

**International Association for Impact Assessment
IAIA Board of Directors
Meeting Minutes**

20 September 2021 | 13:00 GMT / 9:00am EDT
Via Zoom

Board members: Marla Orenstein (President), Ben Cave (Past President), Gabriela Factor (President-Elect), Takehiko Murayama (Treasurer) Bryony Walmsley, Victoria Marquez Mees, and Veronica Giberti

Guests (part of meeting): Alan Bond, Thomas Fischer, and Riki Therivel,

Staff members: David Bancroft (Executive Director), Jennifer Howell

Apologies: Eddie Smyth (Secretary), Justine Namara and Sara Bice

Welcome and introductions. Orenstein welcomed all attendees and noted this meeting is not meant to be a “tribunal”; it is an opportunity to meet to discuss the issues surrounding the resignation of JMC Chair Alan Bond in the recent practice of shorter, more frequent Board meetings conducted online. Attendees introduced themselves and Orenstein reviewed the agenda.

Issue, process, findings, recommendations, and further observations of the Presidents. Orenstein gave highlights of the issue that was the impetus for this meeting: In July 2021, Alan Bond, who had taken on the role of JMC Chair in June, resigned the position after the Board made changes to the Committee’s mandate without discussing the changes with the JMC. Orenstein noted that today’s discussion was 1) to determine whether the Board accepts the resignation, and 2) to address any issues underlying this action.

Orenstein noted that the resignation email also noted that the resignation letter raised issues about governance within IAIA and specifically between Committees and IAIA. She then went over the actions that have taken place by the IAIA Presidents since the resignation letter was received, which included a review of communications between Bond, Bancroft, and the JMC; a review of the JMC mandate; a review of the Executive Director’s employment contract; and holding a number of calls with the affected parties.

Orenstein noted that a conflict arose due to miscommunication over the JMC mandate, which is poorly written and needs modifications for clarity and transparency. She noted that Bond and Bancroft are both willing to work together in the best way forward.

Comments from the JMC Chair. Bond noted that it was a set of circumstances that prompted the resignation letter and commented on transparency or lack thereof of Board processes, principles of good governance in relation to all Committees, and the relationship between IAIA HQ and volunteer members. Bond recognized that Committees have a vested stake in the direction and activities of IAIA and their recommendations intersect with the legal and fiduciary duties of the organization; however, there is no clear guidance within IAIA on this relationship.

Cave added that many factors did come together, but that unintentional miscommunications rather than poor governance were the root of the issue. Marquez-Mees noted that she would like to hear some ideas on increasing transparency going forward in the age of Zoom. Bond commented that the current governance structure makes it possible to pass bias in recommendations on to the Board that members might not know about and suggested being able to view Board meetings in order to hear some of the discussions around decisions taken by the Board.

Therivel asked for clarification on why the step of resignation was taken. Bond noted that it was the combination of factors among miscommunications, about the mandate not being treated respectfully, his sensitivity to similar issues due to drastically changing management instructions among universities in the UK, where he works, etc. that led to his decision. However, Bond said that with different governance the issue wouldn't have gone so far.

Cave commented that the Board approved some changes to the JMC that seemed quite straightforward and administrative, but there was a perception gap as Bond hadn't also seen the changes. He reiterated that it was more an issue of miscommunication than poor governance.

Marquez-Mees asked Bond to confirm whether he still wanted the Board to consider his resignation. Bond noted that the issue now is whether he is satisfied that IAIA is taking the governance questions seriously, and he is still willing to chair the Committee.

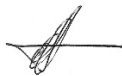
Bancroft commented that he appreciates today's discussion and noted there are other sides of governance and IAIA must be cognizant of what is required under nonprofit law, particularly under procurement. He noted that the Board hires the Executive Director to ensure we are operating within the laws; therefore; it is necessary that the Executive Director be on the Committee. Cave noted that the situation illustrates challenges of an organization that has legal standing and requirements.

Orenstein thanked the JMC and the editor for being good stewards of *IAPA*, a valuable asset of IAIA, and noted that the Board doesn't take lightly the responsibility of supporting the Committee. Orenstein then excused the Executive Director and JMS for Board deliberations.

Results of Board deliberations. Following Board deliberation, Orenstein reported that the Board appreciates that Bond wants to remain as JMC Chair, and we welcome him to continue in this role; and that the Board has approved a request for the JMC to undertake a "deep overhaul" of the JMC mandate. Specific directions for the mandate will be provided to the JMC shortly.

Adjourn.

Minutes respectfully submitted by:



Name: Eddie Smyth

Title: Director-Secretary

Date: 6th December 2021