

# Minutes

**EITI International Secretariat**

**3 March 2016**

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# MINUTES OF THE 32<sup>ND</sup> EITI BOARD MEETING

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TUESDAY 23 FEBRUARY 2016

## 32-1 Welcome and adoption of the agenda

The EITI Chair, Clare Short, opened the meeting by noting the apologies of Alfredo Pires, Abdoul Aziz Askia and Matthew Bliss. The presence of the EITI's legal counsel, Christian-Fredrik Michelet, was also noted. The agenda was adopted.

## 32-2 Report from the Secretariat

Jonas Moberg noted that the period since the last Board meeting had been difficult for the management and governance of the EITI. The Board was reminded of the Governance Review's statement that "There was an acknowledgement by many that by being the focal point for supporting both the global governance as well as national implementation of a multi-stakeholder initiative, the Secretariat was often in the unenviable position of being shouted at by all sides." Jonas noted that the Secretariat and Board could do better in stating its competence or basis for actions, which would be reflected in a revised structure of Board papers.

The Board was reminded of the report from the Finance Committee, auditors and accountants, which noted that while expenditure was USD 0.7m below budgeted levels in 2015, even lower revenues had caused a substantial deficit. The fact that a fraction of countries and companies supporting the EITI provided the recommended voluntary contribution was highlighted as unsustainable. The lower than expected donor contributions to the EGPS were also noted, with almost all implementing countries having reduced financial and technical support. Cost-cutting in 2016 would be necessary. The new Board would have to consider the interpretation and translation policy as well as the cost of validations. Jonas noted that that implementing countries would be the most affected by the belt tightening and that they should be involved in the discussion.

The Board was reminded that, when established in 2007, the International Secretariat had ten staff serving 11 implementing countries while nine years later it counted 20 staff supporting 51 countries. This represented a 500% increase in demand with only 100% increase in staffing. The move from the EITI Rules to the more demanding EITI Standard was also noted. Jonas highlighted the fact that the funding formula was broken and that a more sustainable solution was needed, meaning that the funding review would inevitably touch the architecture of the future EITI. While the EITI was a standard implemented by countries with all three stakeholders having equal say in decision-making, almost all costs were carried by a small number of countries with corporate support mainly from oil and gas companies.

The Board was reminded that EITI Reports were broadly improving, becoming more timely and more meaningful. It was noted that the Secretariat had reviewed, commented and issued press releases on 29 EITI Reports since 1 January 2016. The preparations for the EITI Global Conference were also noted.

### 32-2-A Discussion of Board paper 32-2-A Implementation Progress Report January-February 2016

Jonas provided an overview of the Implementation Progress Report (IPR). He highlighted the IPR's focus on implementation including the production of EITI Reports, while noting the significant difficulties faced in six countries.. Jonas recalled the work of the implementing countries sub-constituency working group since its establishment at the 30<sup>th</sup> Board meeting. The annex to the 2016 Progress Report on EITI recommendations and reform was also highlighted.

Marinke Van Riet noted that Ethiopia's draft EITI law did not include the safeguards for civil society expected by civil society organisations (CSOs). Eddie Rich noted that the bill was still in draft form and whilst it was understood not to include revisions to provisions on foreign funding of CSOs, it was reported to include other safeguards. He invited PWYP to work with the EITI to encourage sufficient civil society space.

Senator Findley updated the Board on the establishment of the MSG in Nigeria that day, a fact confirmed by Nigeria EITI National Coordinator Orji Orji. Faith Nwadishi noted that the CSO members of the new MSG were still to be appointed.

Jonas noted that the question of facilitation payments in the Solomon Islands was put to the SIEITI Secretariat and MSG who had no comment on the issue. Implementation had come to a halt as of January 2016 given lack of funding for implementation, including secretariat staff. The upcoming World Bank mission to Honiara was noted.

### 32-2-B Discussion of Board paper 32-2-B Outreach Progress Report December 2015-January 2016

Jonas introduced the OPR and noted the two candidacy applications received from the Dominican Republic and Germany. The continued progress in Mexico's preparations for an EITI application was also highlighted. Jonas updated the Board on the Netherlands' plans for an EITI launch in early March and on the recent letter to the EITI Chair from French Prime Minister Manuel Valls with an update on progress and timelines for preparing France's EITI Candidature application.

In relation to Equatorial Guinea, Marinke asked for clarification on the implications if one of the main civil society stakeholder organisations in the EG-EITI were to be disbanded. The Board was reminded that Equatorial Guinea was making progress in their Candidature preparations and had sent delegates to the 7<sup>th</sup> Global Conference. The Chair noted that any application would be judged based on its compliance with sign-up requirements of the EITI Standard. Michel Okoko noted that African National Coordinators continued to engage with Equatorial Guinea, with positive momentum to rejoin the EITI.

### 32-3 Report from the World Bank on progress on the EGPS

Paulo de Sa, Practice Manager at the World Bank's Energy and Extractives Global Practice, introduced an update on activities since the 31<sup>st</sup> Board meeting. While the original goal was to raise USD 50 million for the EGPS facility by June 2016, it was noted that fundraising would reach only USD 30 million. The World Bank was working with donors on allocation priorities given the funding constraints. The Board was reminded of the importance of donor coordination given the increased emphasis on bilateral donor support for EITI implementation.

Paulo noted the proposal for funding in-country CSOs would be discussed at the EGPS meeting on 26 February. The Board was reminded that the World Bank's recently established GPSA was one instrument for funding CSOs in countries like Ethiopia. Responding to a query from Gubad Ibadoglu, he noted the example of Azerbaijan in which the World Bank was providing significant funding to CSOs as part of a large infrastructure project.

### 32-4 Report from the Governance Committee

Alan McLean provided a report from the Governance Committee, including the Governance Review, proposed updates to the Articles of Association, and the functioning of Board Committees. With regards to the proposal to establish a Management and Oversight Committee, Board paper 32-4 provided two options:

- Establishing a dedicated Management and Oversight Committee.
- Broadening the scope of the Governance Committee to undertake these issues.

On balance the Governance Committee had recommend expanding the Governance Committee's scope, subject to the new Board's agreement on 25 February.

The Board was reminded of the challenges in CSO nominations to the new Board, whereby 6 nominees were proposed for 5 Board seats. Having consulted the EITI's counsel, the Committee expressed a preference for the nomination coming from outside PWYP would be withdrawn prior to the Members' Meeting. Barring such a withdrawal, the Chair of the Members' Meeting, Clare Short, could decide to not recognise the nomination of the non-PWYP candidate, given support for the PWYP candidates from the vast majority of the civil society constituency. The Committee noted that the Chair could make this decision

ahead of the Members' Meeting. The EITI Chair noted the advice of the Committee and reminded the Board of the advice from EITI counsel that only the Members' Meeting could make such decisions.

The implementing country sub-constituency expressed concerns over the selection process in other constituencies. The Board was reminded by the Chair of the distinction between the review of nominations procedures and the immediate task of conducting the Members' Meeting as elegantly as possible, asking for all parties' cooperation. The company constituency noted they expected no support from their constituency for the non-PWYP CSO Board nominee.

A second issue concerned a letter of complaint received from some Board members by the head of the Governance Committee after the EITI Board meeting in Kiev. A recommendation from members of the Board that signed this letter was for a working group be established to examine all issues raised by the letter. The Committee recommended that the new Board establish this working group as a matter of urgency. The Board was reminded that the outgoing Board could only make recommendations to the next Board but could not compel any decisions.

### **Actions**

- Recommendation to the new Board to undertake a review of the nominations procedures for each constituency.
- Recommendation to the new Board to establish a working group to examine issues raised by the letter of complaint to the Governance Committee.

## **32-5 Joint report from the Implementation Committee and the Validation Committee**

### **32-5-A Board paper 32-5-A 2016 EITI Standard – Version for adoption**

Daniel Kauffman provided an update from the Implementation Committee and noted the extent to which some contentious issues had taken a lot of energy, leading to less focus on implementation. Nevertheless, the Committee had managed to elaborate a refined Standard that included new provisions for beneficial ownership, revised Validation procedures and a new Open Data policy, that included provisions for open licensing as well as flexible and user-friendly formats compatible with international standards.

Mark Pearson provided an update on the Validation Committee's work, including the new procedures for who undertakes Validation. He noted that there was nothing inherently damaging in having the International Secretariat involved in data collection as long as there were strong quality assurance procedures. The final overall assessment of compliance would be made by the Board based on the report from the validator's quality assurance including stakeholder comments and the Validation Committee's recommendations.

Michel Okoko noted that the EITI Standard was important, but that reforms took time. The implementing country sub-constituency proposed a two-year transition period to the refined Standard and called for a stabilisation clause to ensure that the EITI Standard did not change every three years. The Chair reminded the Board that the proposed changes were refinements, not a new version, and that the incoming Board would consider transitional arrangements.

Marinke van Riet noted her overall satisfaction with the 2016 EITI Standard, but noted procedural concerns. She noted the Standard had been published on the EITI website before formal approval at the Members' Meeting. There was also a small typo in the Table of Contents, which noted that the constituency guidelines were in draft form. Jonas noted that the Standard had been put online prior to the team leaving for Oslo, but that it should not have been visible until after the Members' Meeting. This mistake had been rapidly rectified. He also noted that there could be further changes to some constituency guidelines, and suggested to include clear dates on each of the constituencies' guidelines.

Faith Nwadishi supported the implementing countries' call for stabilisation of the EITI, but noted that the changes had actually been requested by them.

The refined EITI Standard was approved.

### **Actions**

- Include clear dates on the constituency guidelines, rather than the word 'draft'. Remove 'draft' from the TOC.
- New Board to consider review of constituency guidelines.
- Encourage the new Board to consider a means of stabilising the EITI and transition arrangements, noting the implementing country sub-constituency's call for a two-year transition.

**32-5-B Board paper 32-5-B Adapted implementation request assessment: São Tomé and Príncipe**  
 Lyydia Kilpi presented the request from São Tomé and Príncipe to apply for adapted implementation with respect to reconciliation of revenues and disclosure of contextual information related to the Nigeria-São Tomé and Príncipe Joint Development Zone (JDZ). The application had been made because the Government of São Tomé and Príncipe and the MSG did not have the legal authority to compel the Joint Development Authority (JDA), or companies operating in the JDZ that were based in another country, to participate in the EITI process. The Government and National Committee had committed to ongoing efforts to engage the JDA and these companies in the reporting process. The Implementation Committee therefore recommended that the Board accept the request but that Validation assess if the MSG and government had taken all measures under their control to ensure companies reported. The recommendation was approved.

### **Actions**

- The EITI Chair to write to São Tomé and Príncipe to inform them that the request for adapted implementation with respect to the Nigeria-São Tomé and Príncipe Joint Development Zone has been granted.
- Validation to examine whether the MSG and government had taken all measures under their control to ensure all companies reported.

## **32-6 Report from the Outreach and Candidature Committee**

Marinke van Riet introduced the work of the Outreach and Candidature Committee, noting the Committee's recommendation that EITI Candidature applications from both the Dominican Republic and Germany be approved by the Board. She noted civil society's concerns that German CSOs might be marginalised in the mining sector. In the case of the Dominican Republic, Marinke noted the lack of funding for the Dominican Republic's EITI workplan and noted the potential resources constraints within the International Secretariat.

### **32-6-A Board paper 32-6-A Application for EITI Candidature – Dominican Republic**

Francisco Paris introduced the EITI Candidature application of the Dominican Republic. Noting that the issue of workplan funding had been discussed with the government, he highlighted that the government would likely not receive funding from the World Bank for at least six to nine months. It was noted that, following a donor pledging meeting in Santo Domingo in December 2015, the government had pledged funding for EITI implementation. After welcoming Board members to Peru, Fernando Castillo expressed implementing country sub-constituency support for the admission of both the Dominican Republic and Germany as EITI Candidates. Paulo de Sa noted that the issue of World Bank financial support for Dominican Republic EITI implementation would be discussed at the EGPS steering committee meeting on 26 February and expected funding to be approved. The Board was reminded that countries had been admitted as EITI Candidates without full funding of their workplans in the past, with full funding secured only after admission. The Board approved the Dominican republic's EITI Candidature application. HE Antonio Isa, Minister of Energy and Mines of the Dominican Republic, addressed the Board following the Dominican Republic's admission.

### **Actions**

- The EITI Chair to write to the Dominican Republic's President, HE Danilo Medina, to inform him of the

Board decision admitting the Dominican Republic as an EITI Candidate.

### 32-6-B Board paper 32-6-B Application for EITI Candidature – Germany

Sam Bartlett introduced Germany's EITI Candidature application, noting its thoroughness. Several key aspects of the application were highlighted, including the efforts to harmonise EITI compliance with implementation of other EU directives. Sam noted government's provision of funds for CSO organisations in a transparent manner with no undue influence of government over CSO recipients. The International Secretariat, together with EITI implementing EU members, would work on bringing together the UK, Germany, the Netherlands and France for information sharing and peer learning. Responding to Marinke's question regarding demands on International Secretariat staff time, Sam noted the demands would not be challenging given the significant capacity within the German Government in these areas. The implementing country sub-constituency noted that Germany had long been a significant supporter of EITI implementation, which had greatly contributed to stabilising the EITI in implementing countries, and welcomed Germany's application. The Board approved Germany's EITI Candidature application. HE Uwe Beckmeyer, Parliamentary State Secretary at Germany's Federal Ministry for Economic Affairs and Energy addressed the Board following Germany's admission.

#### Actions

- The EITI Chair to write to the Germany's Chancellor, HE Angela Merkel, to inform her of the Board decision admitting Germany as an EITI Candidate.

## 32-7 Report from the Finance Committee

### 32-7-A Board paper 32-7-A 2015 Annual Accounts and Q1 2016 forecast

David Diamond introduced the 2015 Annual Accounts and the Q1 2016 forecast. The Board was briefed on the USD 700,000 shortfall in revenues in 2015 despite lower than budgeted spending. Although spending was stable and 13% lower than planned, the organisation received USD 1.4 million less in 2015 than it originally budgeted for and USD 0.6 million less than in 2014. It was noted that the shortfall would have been larger without the devaluation of the NOK vis-à-vis the USD. David also noted that the number of contributors had also declined from 66 in 2014 to 50 in 2015. It was noted that the EITI International Secretariat was not near bankruptcy however, given cash reserves of USD 1.3 million as of February 2016 and most costs associated with the 7<sup>th</sup> EITI Global Conference were already paid. The 2015 Annual Accounts were approved by the Board.

### 32-7-B Board paper 32-7-B 2016 Workplan addendum – no growth scenario

David introduced the 2016 workplan addendum and noted that the Finance Committee recommended that the approved 2016 core budget of USD 5.46m be cut by 5% to USD 5.2m, reverting to a no growth scenario compared to the 2015 workplan. David noted this would require a reduction of missions to implementing countries, outreach activities, translation of fewer documents, less training and more cost effective committee and board meetings. It was noted that section 2 of Board Paper 32-7-B provided costings for each workplan scenario. Pending the results of the Funding Review, the Finance Committee recommended that this scenario becomes the approved 2016 budget.

Eddie Rich noted the challenges of budgeting given contributions were voluntary. While it was noted that the situation was more encouraging in first months of 2016 it would be necessary for the Board to consider further cost cutting measures. This would require that the Board revisit the 2016 workplan and agree which activities would be cut or reduced. It was noted that the Finance Committee and the Secretariat were concerned about the existing revenue shortfall and strongly recommended that the ongoing Funding Review be concluded with a new and sustainable funding model for the International Secretariat as soon as possible.

Eddie noted the proposals that new spending proposals and Board decisions be costed out to the Board. However the quite limited discretion available to the Secretariat in expenditure decisions was noted, given that most costs were salaries and staff and office related expenses. The core monthly non-discretionary



expenditure was estimated at around USD 300,000, which would allow the Secretariat to continue functioning even without new contributions until late summer 2016 based on the USD 1.3 million cash reserves as of February.

Ian Wood noted the decision to move to a no-growth workplan was not a choice – indeed it was optimistic, given the significant losses announced by extractive industry companies.

The civil society constituency raised the issue of implementation costs, questioning how resources that were already limited to support implementation in 49 countries would be able to cover 51 countries, following the admission of two new EITI Candidates.

Jonas Moberg noted that while a new EITI Standard had been approved at this meeting, the expenditure cuts would mean that there would be no efforts to train implementing countries on key aspects of the new Standard, including beneficial ownership. He reminded the Board that it would be implementing countries that would feel the consequences of these budget cuts the most.

The supporting country constituency welcomed the description of proposed expenditure cuts. The supporting mining company sub-constituency offered assistance to the International Secretariat in assessing the feasibility of cuts and welcomed the costing of Board decisions. The implementing country sub-constituency noted it was not opposed to a no-growth workplan. The civil society constituency highlighted the short-term implications of spending cuts and called for clear, regular and close communications between the International Secretariat and the Board on funding developments. It was noted that all stakeholders shared responsibility in this serious situation.

Jonas noted that a significant source of funding came from a small group of funders, namely governments and a number of companies, particularly in oil and gas. It was noted that the more drastic funding decisions could take place late in the year. As long as the EITI relied on voluntary initiatives, Jonas noted that the uncertainty would persist. Once the funding formula had begun to unravel, more pressure had been placed on those who continued to make funding based on the designated formula, such as governments. - The Board approved the no growth 2016 workplan.

## Actions

- The Secretariat to upload the approved no-growth amendment to the workplan to the website.
- The Finance Committee to assess discretionary and semi-discretionary spending that could be cut if revenue forecasts are further downgraded later in 2016.

## 32-7-C Board paper 32-7-C Review of EITI's funding – Consultation paper

David introduced the consultation paper on the EITI's Funding Review. It was noted that the Finance Committee and the International Secretariat were concerned about the existing revenue shortfall and strongly recommended that the ongoing Funding Review conclude with a new and sustainable funding model for the International Secretariat. The paper contained a set of questions to form the basis for a consultation process to inform this funding review. David noted that the proposed questions had been updated based on feedback from working group members who had briefly consulted with select members of their sub-constituencies. It was noted that the preliminary consultation on methodology had started, although the consultation itself had not yet started. The Funding Review Working Group recommended that the new Board complete the funding review as outlined in the paper in time for its second meeting in May/June 2016 for adoption of the new funding model shortly thereafter.

Eddie noted that the paper provided guidance on how the conversation would proceed and emphasised that the May/June timeframe was very ambitious, particularly given the interconnected nature of consultations with various stakeholders. The supporting company constituency noted the significant importance of the Funding Review. The supporting country sub-constituency agreed that the Funding Review should be completed as soon as possible. The uncertainty in the cost of the many upcoming Validations and the level of financial support from the World Bank over the next three years was also noted.



The civil society constituency noted that the Funding Review was expected to take at least nine months, while the setting of contribution levels was only expected in mid-2017. It was noted this entailed that new funding arrangements would only come into force from 2018. Marinke welcomed the Funding review's robust methodology but asked for all stakeholder groups to be allowed to comment on other stakeholder groups' funding structures as well.

The Board decided to recommend that the new Board build on the work already done on the Funding Review. David concluded by noting that the Finance Committee had now approved the final version of the new Chair's contract and had no objections to it being taken to the new Chair.

#### **Actions**

- The Board recommended to the new Board to move forward with the Funding Review.

## 32-8 Report from Audit Committee

### 32-7-A Board paper 32-8 Report from the Audit Committee, including audited accounts

Dominic Emery reported from Audit Committee meeting in January 2016. He noted that the Audit Committee recommended the Board approve the EITI 2015 audited accounts. The Board approved the 2015 Annual Accounts. Marinke noted her concerns over the financial situation.

#### **Actions**

- The Board approved the 2015 Annual Accounts.

## 32-10 Any other business

Daniel Kaufmann called on the Board to reflect on the significant challenges facing the EITI. Calling for clarity in how the CSO nominations would proceed at the subsequent Members' Meeting, he asked for an update on the Chair's expectations for the Members' Meeting. The Chair reiterated the EITI counsel's legal advice that only the Members' Meeting itself could decide on such procedural questions.

## 32-11 Winding up of outgoing Board; thanks to Board Members

The EITI Chair noted this was the final meeting of the outgoing Board. Noting that several Board members would not continue in their roles on the new Board, she thanked Abdoul Aziz Askia, Michel Okoko, Shahmar Movsumov and Alfredo Pires, all on the Board since 2009 or before, as well as Matthew Bliss, David Diamond, Gbehzohngar Findley, Ali Idrissa, Brendan O'Donnell, Natalia Yantsen and Marinke van Riet. Last but not least, the EITI Chair thanked Fernando Castillo for his service on the Board and for the organisation of the 7<sup>th</sup> EITI Global Conference. She noted that EITI Board membership certificates had been prepared and would be distributed to Board members, alongside a present for Fernando. Prof Jeremy Mack Dumba thanked the EITI Chair.

Jonas ended the meeting by thanking Clare for her contribution, noting achievements such as passing the EITI Standard, highlighting the need for data to be used and the need to mainstream EITI reporting. Jonas expressed the gratitude of the International Secretariat and presented a book of greetings from EITI Board members, staff members and other stakeholders. The EITI Chair noted the EITI had come a long way but that there was more to do.

## 32<sup>nd</sup> EITI Board meeting ends

## Annex A Participants list

Non-participating Board members in grey

### Chair

**The Rt Hon Clare SHORT**

### Countries

#### *Implementing Countries*

**Mr Abdoul Aziz ASKIA**, Permanent Secretary, Niger

Alt: **Mr Didier Vincent Kokou AGBEMADON**, Togo

**Mr Florent Michel OKOKO**, Chairman of the Executive Committee, Republic of Congo

Alt: **Mr Jeremy Mack DUMBA**, National Coordinator, Democratic Republic of Congo

**Mr Gbehzohngar M FINDLEY**, MSG Member, Chair, Board of Directors, Liberia Airport Authority, Liberia

Alt: **Mr Seth TERKPER**, Minister of Finance, Ghana

**Mr Fernando Torres CASTILLO**, National Coordinator, Peru

Alt: **Mr Alfredo PIRES**, Secretary of State for Natural Resources, Timor-Leste

**Mr Shahmar MOVSUMOV**, Executive Director, State Oil Fund, Azerbaijan

Alt: **Mr Bazarbay NURABAYEV**, Chairman, Committee of Geology and Subsoil Use, Ministry of Industry and New Technologies, Kazakhstan

#### *Supporting Countries*

**Mr Mark PEARSON**, Director General, External Relations, Science and Policy Integration, Natural Resources Canada, Canada

Alt: **Ms Mary WARLICK**, Principal Deputy Assistant Secretary of State, Bureau of Energy Resources, State Department, USA

**Mr Nico VAN DIJCK**, Advisor, Office of Economic Interests, Directorate-General for Bilateral Affairs, Ministry of Foreign Affairs, Belgium

Alt: **Ms Catarina HEDLUND**, Deputy Director at the Department for International Trade Policy, Ministry of Foreign Affairs, Sweden

**Ms Marine de Carne DE TRÉCESSON**, Ambassador, Corporate Social Responsibility, Ministry of Foreign Affairs, France

Alt: **Ms Kerstin FAEHRMANN**, Head of Division, Energy, Infrastructure, Raw Materials, Federal Ministry for Economic Cooperation and Development (BMZ), Germany

### Civil Society Organisations

**Mr Gubad IBADOGLU**, Senior Researcher, Economic Research Center, Azerbaijan

Alt: **Ms Natalia YANTSEN**, Director, PA "Tax Standards Formation", member of the NSG Kazakhstan from dialogue platform of NGOs and NGO Coalition "Oil revenues - under the control of society", Kazakhstan

**Ms Faith NWADISHI**, Executive Director, Koyenum Immalah Foundation/National Coordinator Publish What You Pay, Nigeria

**Mr Ali IDRISSE**, Coordinateur National du ROTAB PCQVP, Niger

Alt: **Mr Jean Claude KATENDE**, Président National de l'ASADHO, Association Africaine de Défense des Droits de l'Homme, coordinateur PCQVP, Democratic Republic of Congo

**Mr Daniel KAUFMANN**, President, Natural Resource Governance Institute (NRGI) – participating remotely

Alt: **Mr Fabby TUMIWA**, Executive Director, Institute for Essential Services Reform (IESR), Indonesia

**Ms Marinke van RIET**, International Director, Publish What You Pay (PWYP)

Alt: **Mr Matthew BLISS**, Director Extractives, Cordaid, Netherlands

## Companies including Investors

**Mr Jean-François LASSALLE**, Directeur Affaires Publiques, Total, France

Alt: **Ms Carine Smith IHENACHO**, Vice President Legal, Statoil

**Mr Stuart BROOKS**, Manager, International Relations, Chevron

Alt: **Mr Guillermo GARCIA**, Head of Revenue Transparency, ExxonMobil

**Mr Jim MILLER**, Vice President, Environmental Affairs, Freeport-McMoRan, Copper&Gold

Alt: **Mr Ian WOOD**, VP Sustainable Development, BHP Billiton

**Ms Laurel GREEN**, Chief Adviser Policy, External Affairs, Rio Tinto

Alt: **Mr Alan KNIGHT**, Arcelor Mittal

**Mr Alan McLEAN**, Executive Vice President, Tax and Corporate Structure, Royal Dutch Shell

Alt: **Mr Dominic EMERY**, Vice-President, Long-Term Planning, BP

**Mr David DIAMOND**, EITI Board member representing 90 institutional investors worldwide

Alt: **Mr Manuel ADAMINI**, Special Advisor Responsible Investment, ACTIAM, Netherlands

## Board Secretary

**Mr Jonas MOBERG**, Head of EITI Secretariat, Oslo

## Observers

**Ms Zainab AHMED**, Federal Minister of State Ministry of Budget and National Planning, Nigeria

**Mr Jonathan ATKINSON**, Extractives Adviser, Governance & Extractives Team, Department for International Development (DFID), UK

**Ms Hege ARALDSEN**, Ambassador, Embassy of Norway, Chile

**Mr Luke BALLENY**, EITI Co-ordinator, President's Office, International Council on Mining and Metals (ICMM), UK

**Mr Uwe BECKMEYER**, Parliamentary State Secretary, Federal Ministry for Economic Affairs and Energy, Germany

**Ms Diana CORBIN**, Senior Operations Officer (Donor Relations), Energy and Extractives Global Practice, World Bank, USA

**Ms Veronique DELI**, Asesora Especial de la Subsecretaria de Hidrocarburos, Mexico

- Mr Paulo DE SA**, Practice Manager, Energy and Extractives Global Practice, World Bank, USA
- Ms Mia KJEMS DRAEGERT**, Head Of Section, Development Policy And Global Cooperation, Ministry of – Foreign Affairs, Denmark
- Ms Sonja EISENBERG**, Federal Ministry for Economic Affairs and Energy and MSG member, Germany
- Mr Alejandra ESCOBAR**, Public and Government Affairs Advisor ExxonMobil, Colombia
- Mr Farid FARZALIYEV**, National Coordinator, EITI Azerbaijan
- Ms Laura GAVINELLI**, Ministry of Economic Development, Italy
- Mr Dylan GÉLARD**, Policy officer, Extractive Industries Transparency, Ministry of Foreign Affairs and International Development, France
- Mr Evert EVERTS**, EITI Coordinator, Netherlands
- Mr Andrew GOWERS**, Global Head of Corporate Affairs, Trafigura
- Mr John HARRINGTON**, Upstream Issues Manager, Exxon Mobil Corporation
- Ms Helga HELLAND**, Ministry of Foreign Affairs, Norway
- Ms Ingvild Onstad HELLE**, Programme Advisor, Publish What You Pay (PWYP), Norway
- Mr Idar INSTEFJORD**, Deputy Head, Embassy of Norway, Chile
- Ms Hidemi ISHIKURA**, Official of the Ministry of Foreign Affairs, Japan
- Mr Michael JARVIS**, Global Lead, Extractives Governance, World Bank, USA
- Mr Jurriaan J. JONGSMA**, Legal Counsel, Shell, Netherlands
- Mr Eric JOYCE**, Chair, Extractive Industries Civil Society (EICS), an NGO on the UK EITI MSG, UK
- Ms Andrea JÜNEMANN**, Head of Unit, International Extractive Policies, Ministry for Economic Affairs and Energy, Germany
- Ms Suneeta KAIMAL**, Chief Operating Officer, Natural Resource Governance Institute (NRGI)
- Mr Konah D KARMO**, Head, EITI Liberia
- Mr Matsubayashi KENICHIRO**, Director for the Economic Security Division, Ministry of Foreign Affairs, Japan
- Ms Asmara KLEIN**, EITI Programme Coordinator, Publish What You Pay (PWYP), UK
- Mr Ole Fjordgaard KJAER**, Ministry of Industry and Mineral Resources, Greenland
- Ms Lena LINK**, Adviser – Global Programme “Extractives for Development, GIZ
- Ms Karina A. LITVACK**, Director, ENI S.p.A
- Ms Julie McCARTHY**, Director, Fiscal Governance Program, Open Society Foundations, USA

- Mr Evan McGLAUGHLIN**, Energy Analyst, Miracle Systems Contractor, Department of State, USA
- Ms Lourdes MELGAR**, Subsecretaria de Hidrocarburos, Mexico
- Ms Ekaterina MIKHAYLOVA**, Lead Strategy Officer, Energy & Extractives Global Practice, World Bank, USA
- Ms Maria Inmaculada MONTERO-LUQUE**, Policy Officer, European Commission, Belgium
- Ms Edda MUELLER**, Chair of Transparency International German Chapter & MSH Member of D-EITI, Germany
- Mr Peter MULLINS**, Deputy Division Chief, Tax Policy, Fiscal Affairs Department, international Monetary Fund (IMF)
- Mr Paul MUSSENDEN**, Deputy Assistant Secretary, Natural Resources Revenue Management Policy, Management and Budget, Department of the Interior, USA
- Mr David NOBLES**, Economic Officer, Bureau of Energy Resources, Department of State, USA
- Mr Ramon OLIVAS**, Director General de Proyectos Estrategicos de la Subsecretaría de Hidrocarburos
- Mr Orji O. ORJI**, Acting Executive Secretary, EITI Nigeria
- Mr Oleksiy ORLOVSKY**, Programme Initiative Director, International Renaissance Foundation, Ukraine
- Ms Rachel OWENS**, Senior Campaigner, Oil, Gas & Mining Team, Global Witness, UK
- Ms Sharon PEAKE**, Director, Natural Resources and Governance Division, Economic Development Bureau (MED), Global Issues and Development Branch (MFM), Global Affairs Canada
- Mr Omer VAN RENTERGHEM**, Theme expert Land, water and ecosystems, Inclusive Green Growth Department, Ministry of Foreign Affairs, Netherlands
- Mr Andrew SCHLOEFFEL**, Senior Mining Specialist, Energy and Extractives, World Bank, USA
- Ms Margaret SUTHERLAND**, Assistant Director, UK EITI Implementation, BIS, UK
- Mr Simon TAYLOR**, Founder, Global Witness
- Ms Mona THOWSEN**, Head of Publish What You Pay (PWYP) Norway
- Mr Colin TINTO**, Campaigner, Oil, Gas & Mining Team, Global Witness, UK
- Ms Maria Isabel ULLOA**, Deputy Minister of Mines of Colombia
- Mr Mathias WACHTER**, Head of Unit, Federation of German Industries & MSG Member of D-EITI, Germany
- Ms Erica WESTENBERG**, Senior Governance Officer, Natural Resource Governance Institute (NRGI), USA
- Ms Miriam WINTER**, Federal Ministry for Economic Affairs and Energy, Germany
- Ms Johanna WYSLUCH**, Project Manager, EITI, Germany
- Ms Monica ZIDONYTE**, Consultant, Publish What You Pay (PWYP), Norway

## Annex B Summary of Board decisions

### Board decision on Dominican Republic

The EITI Board admits the Dominican Republic as an EITI candidate country on 23 February 2016. In accordance with the EITI Standard, the Dominican Republic is required to publish its first EITI Report within 18 months of becoming a candidate, i.e. by 23 August 2017. The Dominican Republic is required to publish an annual activity report for 2015 by 1 July 2016. Validation will commence within 2.5 years of becoming a candidate (by 23 August 2018).

### Board decision on Germany

The EITI Board admits Germany as an EITI candidate country on 23 February 2016. In accordance with the EITI Standard, Germany is required to publish its first EITI Report within 18 months of becoming a candidate, i.e. by 23 August 2017. Germany is required to publish an annual activity report for 2015 by 1 July 2016. Validation will commence within 2.5 years of becoming a candidate (by 23 August 2018).

### Board decision on Sao Tome e Principe

The EITI Board accepts the São Tomé and Príncipe EITI National Committee's request for adapted implementation with respect to reconciliation of revenues and disclosure of contextual information related to the Nigeria- São Tomé and Príncipe Joint Development Zone. The request is accepted concerning the 2015 and 2016 EITI Reports. In line with the request, the EITI Board expects the National Committee and the Government of São Tomé and Príncipe to continue their efforts to ensure full disclosure of information required by the EITI Standard by the Joint Development Authority and by the companies operating in the Joint Development Zone.

The EITI Standard allows for adapted implementation "where the country faces exceptional circumstances that necessitate deviation from the implementation requirements" (Requirement 1.5). In taking this decision, the EITI Board recognises São Tomé and Príncipe's concern that the Government of São Tomé and Príncipe and the National Committee do not have the legal authority to compel the Joint Development Authority, or companies operating in the Joint Development Zone that are based in another country, to participate in the EITI process.

In line with the request for adapted implementation, the Board requires that the Government of São Tomé and Príncipe and the National Committee continues its efforts to engage the Joint Development Authority and the companies making material payments to the Joint Development Authority in São Tomé and Príncipe's EITI reporting process, and seeks to ensure full disclosure of both revenues and contextual data in line with the EITI Standard. Where comprehensive information is not obtained from these entities, the National Committee is expected to include links to other publicly available sources of information. The National Committee's efforts to involve the Joint Development Authority and companies operating in the Joint Development Zone should be assessed in Validation.

Companies operating in the Joint Development Zone that are registered in São Tomé and Príncipe are not included in the scope of adapted implementation and the National Committee is required to ensure that they fully comply with EITI Requirements. It is also a requirement that there continues to be full unilateral disclosure of any revenues received by the Government of São Tomé and Príncipe from the Joint Development Authority and any other information related to the Joint Development Zone that can be obtained from a Santomean government entity in accordance with the EITI Standard.

In addition, the Board requests that the National Committee takes steps to ensure that EITI Reports include an assessment of the comprehensiveness of the information, particularly with respect to information related to the Joint Development Zone. As per requirement 5.3d, the reports should identify any "any gaps



or weaknesses in reporting ... and an assessment of whether this is likely to have had material impact on the comprehensiveness of the report”. The Board also recommends that the National Committee takes steps to strengthen collaboration with Nigeria EITI through the Nigeria-São Tomé and Príncipe EITI sub-committee to find a sustainable solution for ensuring transparency in the Joint Development Zone.