

Index: ORG 82/002/2009

Amnesty International
International Secretariat
Peter Benenson House
1 Easton Street
London WC1X 0DW
United Kingdom

To *All sections and structures*
From *The International Committee for Strengthening Democracy*
Date *February 2009*

Strengthening Amnesty International's Democracy: ICSD final report to the IEC

Summary

This report contains the ICSD's final recommendations to the IEC (summary report: ORG 82/001/2009). It should be read in conjunction with 2009 ICM Circular 9: *Implementing "One Amnesty" – IEC proposals on governance and democracy* (ORG 50/002/2009).

Distribution

This is an internal circular which is being sent to all sections and structures.

Recommended Actions

Please circulate this document to all people in your section/structure who are involved in ICM preparations, or are involved in discussions about AI's governance and democracy.

A. PROCESS

ICSD Committee Members: Daniel Garcia (Chair); Hope Chigudu, Soledad García Muñoz, Shirin Heidari, Roshan Jason, Maria Nassali, David Raper, Deborah Smith.

External Consultant: Burkhard Gnärig, Berlin Civil Society Centre

IS: Marj Byler, Claire Smith, Luna Atkins

Three face to face meetings:

London, 2 & 3 February 2008

Barcelona, 1 & April 2008

London, 18 & 19 October 2008

Several phone conferences.

Two consultation packs:

Consultation Pack 1, 22 April 2008 (English Version)

Consultation Pack 2, 16 July 2008 (English version)

22 responses to consultation pack 1 (14 sections/structures, 8 individuals/groups)

31 responses to consultation pack 2 (23 sections/structures, 8 individuals/groups)

B. CONSULTATION FEEDBACK

1. Key messages which we heard (simplified summary)

- General Agreement with analysis and principles as set out by the ICSD in Consultation Pack 1
- Considerable opposition to some of the concrete ICSD proposals in Consultation Pack 2 (especially regarding the Global AGM and the role of the Chairs Forum)
- Too much focus by the ICSD on governance to the detriment of “democracy”
- Too much focus by the ICSD on external stakeholders to the detriment of the role and the potential of the membership
- “We do want external stakeholders (who are they exactly? who selects them?) to be involved and consulted, but we do not want them to vote”
- Current lack of participation and unequal access by members needs to be addressed
- The “How” is at least as important, if not more, as the “What”, and the ICSD has not said enough about the “How”
- Proposals are generally not detailed enough
- “We do not want to weaken the Chairs Forum”
- Global Forum: good idea, but will it really work in practice?

2. ICSD Analysis of Feedback (simplified summary)

- We had assumed that there was a shared understanding of the shortcomings of the status quo. However, the responses and the implicit benchmarks used to assess the ICSD proposals seem to show a rather mythical appreciation of the democratic quality of the current governance system. Some of the proposals were measured against an ideal and not against the current situation.
- Most concerns where there are no concrete descriptions of the implementation and of how we will work towards the proposed objective.
- Where concepts or ideas are refused, there is a lot criticism, but almost no alternative proposals. Where concepts are welcomed, there are a lot concerns about practicality and implementation, but almost no suggestions on how to make it work.
- Some of the feedback seems to associate professionalism and effectiveness with a lack of democracy, which is worrying. The ICSD was not clear enough about the fact that focus on impact and effectiveness must not be shift away from democracy.
- We were not able to pass on the message that we intend to strengthen both participation by internal and external stakeholders.
- Very limited feedback from smaller sections and structures.

- No consultation beyond the boards within most sections and structures, probably also due to timing constraints.

C. AREAS WITH POTENTIAL FOR IMPROVEMENT

The movement has repeatedly identified the need to improve its democracy and governance as a priority. It has articulated this need in subsequent ICM resolutions and has established several working groups or committees in order to address this matter. Decision 2 of the 2007 ICM and the ICSD are just the latest examples. However, the consultation feedback and the discussions so far seem to indicate a strong reluctance to change and an opposition to proposals especially if they are perceived as substantial deviations from the status quo. Despite the constant and repeated calls for improvements, when change proposals become concrete, the shortcomings of the current system appear to fade away and some of its positive elements seem to be glorified with limited regard for how they actually work and perform (or not) in practice. It is important that proposed changes and expected outcomes are measured against a realistic assessment of the current system or against realistic expectations and not against a theoretical ideal. Therefore, it might be useful to recall and summarize again the ICSD's assessment of the status quo as summarized in Consultation Pack 1, which in essence was not disputed during the consultation process.

1. Decision-making culture and processes

- AI's governance, both at international and national level, is often too internally focused, overly concerned with organizational arrangements and internally debated AI positions.
- There seems to be a lack of clarity on who is supposed to participate in which way.
- Amnesty International's internal discussions are characterized by fixed positions, unequal access to information and power, lack of expertise, crowded agendas and participation by only a small number of members.
- Amnesty International is a highly complex global organization. Leading it requires a team of excellently qualified leaders with a well-balanced range of know-how. Mechanisms to ensure leadership teams actually have the required skill sets are absent or are rarely used.

2. Lack of transparency and accountability, distrust, limited ability to learn and develop

- Increasing AI's effectiveness requires setting clear targets for identifiable people, and measuring whether and how far they have been achieved.
- Lack of trust between members and the leaders they have elected is a major shortcoming of AI's governance. The relationship between members, elected leaders and staff is often an additional concern.
- More transparency is required in order to speed up decision making, improve cooperation and increase organizational learning.
- While AI puts a lot of focus, time, resources and energy into democratic decision making, it neglects democratic control and accountability.

3. Lack of participation of those AI wants to serve

- AI's governance system is very strongly focused on its (mostly northern) members while it provides very limited space to the people with and for whom Amnesty works (often southern).
- In order to increase its impact AI should look for ways to include perspectives and views, from both others who work for human rights and members of the communities we hope to benefit, in our debates, consultations and potentially decision-making.
- Sharing its learnings internally and with external stakeholders will help AI to continuously improve its performance and generate information about others' learning which AI can use for its own benefit.

D. AI'S DEMOCRATIC GOVERNANCE IN 2016

The ICSD is aware that the necessary improvements cannot happen at once and that most of them will need much more than just formal ICM or IEC decisions. We are therefore recommending that at least

for the duration of the next ISP, the movement initiate, commit to and implement a shared and sustained governance and democracy change agenda with the following objectives:

In 2016 AI will have in place integrated, democratic governance structures and systems which:

- consistently identify the key human rights challenges the world is facing at the local, national, regional and global level;
- are well aware of the resources (human, financial, competencies, influence, partnerships etc.) AI actually has or can obtain at all levels;
- reliably direct AI's strategic focus where AI's human rights impact is most likely to be maximized;
- drive the movement to develop its resources and potential in order to increase its impact;
- set clear, measurable, impact oriented strategic objectives at the global, regional, national and local level;
- ensure that objectives once set are met.

In order for such governance structures and systems to deliver best possible human rights impact they will need to

- incorporate the know-how, expertise and perspectives of all key stakeholders, including members, activists and external stakeholders (beneficiaries, partners);
- foster and live an organizational culture where resources, skills and competencies are geared and leveraged towards human rights impact;
- have strong leaders at all levels;
- effectively incorporate and integrate both the global and local perspectives;
- have actual power and authority to make decisions and have them implemented (i.e. ultimate control of management and financial resources);
- have an open, evidence-based, transparent, constructive and trusting discussion, decision-making and accountability culture;
- have strong and enforceable evaluation and accountability mechanisms in place across all levels, hierarchically (management) and geographically (global/national/local level);
- have addressed historical, organizational and structural imbalances (e.g. north/south).

In order for such governance structures and systems to be truly democratic, diverse and inclusive they will need to ensure that

- stakeholders who wish to be involved have basically fair and equal access (access to information, access to discussion and consultation, access to decision-making);
- as far as practically possible, differences in access levels are based on objective, non-discriminatory criteria (e.g. elected office holders will have better access than others in order to meet their obligations, differences between members and non-members, practical language, technological and literacy limitations etc.);
- as much open and lively discourse and debate by as many people as possible is allowed, encouraged and fostered;
- the ideas, input and voices from the democratic discussion actually reach and inform the decision-makers.

E. CROSS-CUTTING ISSUES

1. "Cultural" Change

The ICSD believes that we need to openly identify, address and modify accepted and entrenched behaviours in AI which risk undermining the effectiveness of our governance.

The ICSD is convinced that much of the potential for AI's democratic governance lies in improving its "democratic culture" rather than exclusively in structural or system changes. We are in the excellent position of being able to build on our strengths, i.e. the devoted commitment of our members and

leaders, our ability to overcome differences and reach shared understanding and our strong sense of identity and belonging. If we manage to improve in the areas mentioned below, we have a good chance to see substantial improvements in the performance of our governance and of its perception by stakeholders.

While these behaviours cannot be changed overnight or by formal decisions, naming the issues, putting them in the open, showing alternatives and starting to implement better approaches would be an important first step towards improvement.

1.1 Mutual Trust and Leadership

We seem to trust our leaders up to the moment we elect them, at which point in time we start distrusting them. While a discerning approach to authority and power can be healthy, “preventive accountability”, i.e. trying to hold leaders accountable before they do or decide anything, is not effective. If we elect people to lead us, we should empower them and delegate actual authority to them so that they can fulfill their task. It does not make sense to elect boards and expect them not to make decisions without our consent. One explanation why we might be tempted to prevent our leaders from actually leading is that we know that we do not have proper accountability mechanisms in place. Therefore, improving accountability might be one of the cornerstones to rebuild trust.

There also seems to be a tradition of carefully “managing” information and access to information. At times there seems to be an assumption that others in the movement (e.g. the IS, the sections, the membership, etc. depending on the perspective) will not be able to deal with unfiltered information, will draw wrong conclusions or will feel offended, and that therefore, “spinning” the communication or selectively disclosing information is necessary. This approach to information regularly leads to assumptions of hidden agendas, unnecessary rumours and ultimately, distrust. Improving transparency might also contribute to rebuilding trust.

1.2 Openness

In the context of decision-making processes at times there also seems to prevail a perception that our leaders are trying to push, market or “sell” pre-agreed solutions instead of engaging open-mindedly in a real debate. This perception may lead to assumptions that consultation processes are just used to simulate a democratic process for decisions which have already been made. In this context, an adversarial approach to discussion and consultation processes, where input is mainly given to prevent things from happening or to “fight” proposals, is understandable. Combined with a widely tolerated non-constructive approach, i.e. the practice of being critical without offering an alternative, this often seems to result in unproductive discussions or in suboptimal decisions. Changing this approach to a more collaborative and constructive one could make a huge contribution to improving the impact of AI’s governance.

1.3 Evidence Based Discourse

Because many of AI’s discussions at the international governance level are ultimately a search for compromise or consensus in order to conciliate pre-defined positions, opinions and, sometimes, perceived particular interests, there is a lack of evidence-based discussion and a disregard for hard, verifiable data. This might also be due to the fact that the impact of human rights work has been traditionally hard to measure. Nevertheless, in order to become impact driven, we need to start relying much more on honest, evidence-based assessments and evaluations of our potential and impact, also at the governance level.

1.4 “Power”

We know that we have major imbalances of “power” in the movement, be it in terms of financial resources, human resources, access to information, access to leadership, cultural and language assets etc. What we tend to avoid is an open discussion about the consequences which these “power” imbalances have on our democracy, decision-making, conflict culture and internal dialogue. An honest analysis of these consequences and an open discussion on how to address any negative consequences would also contribute to empower our members and strengthen our democracy and governance.

2. Global Perspective

As a long-term objective, the ICSD proposes global governance bodies with a global perspective, but able to reflect the diversity of the human rights situation AI is faced with and without an exclusive and formal representation of national interests.

Many of the structural shortcomings, illusions and frustrations in our international governance system seem to derive from the fact that we have in reality a democracy of national sections/structures (or, to be more precise, national section/structure leaders) but we pretend to have a kind of a “direct” democracy of members. In an international democratic system where the true and only constituents are the leaders of diverse national sections and structures, inequalities and particular interests will always structurally trump the global perspective, no matter how well-intentioned the people involved might be. This is something we can no longer afford if we want to become an effective global movement geared towards effectively addressing the most pressing human rights issues globally. As we move into a vision of One Amnesty that is characterized by global cooperation and perspective, the ICSD believes that it would be the wrong approach to further entrench the current power structure and deep inequalities of section/structure-based democracy at the global level. We have currently an ICM composed exclusively of representatives of sections’ and structures’ national perspectives. The representation of the global or overall interests and perspectives is absent or left to the IEC and the SG, and whenever they try to do that, they are consistently accused of furthering not the global perspective, but the interests of the centre. Changing this dynamic and composition in the long term would enhance the relevance, the quality and the consistency of AI’s decisions as a global impact-oriented movement.

3. Membership Democracy: One Member – One Vote

The ICSD recommends that the movement puts the concept of “one member – one vote” at the core of its membership democracy.

The consultation feedback expressed a clear desire for stronger membership democracy. It has become clear that the voting right, although not used very often and rarely decisively, is highly valued, and that the voting rights of members are perceived to be a crucial principle and a symbol of appreciation. However, at the international level, our democracy is currently a democracy of elected and appointed section leaders, not of members directly. We call ourselves “democratic”, but in fact large numbers of our members have no access to our decision-making system, neither at the national nor at the international level. There are good reasons to treat different sections and structures differently. However, the ICSD does not believe that there are reasons to treat different members differently on the basis of where they happen to live. Also, there is no reason for international members to be excluded from AI’s democracy.

Our proposals for increased transparency, the proposed Global Forum and the implementation of “one member – one vote” are closely linked and together would be crucial steps in enabling participation for those who are currently excluded, e.g. because the access to the international decision-making is dealt with, sometimes inadvertently, in an exclusive way by sections and structures. These proposals would contribute both to increasing the number of members participating in our democracy, as well as to the quality of our discussions.

It is therefore suggested to strengthen AI’s internal democracy by laying down the principle that at both the global and national levels, the “one member – one vote” principle should be applied at least at one level (e.g. board election or AGM election), depending on what is most appropriate in each specific situation.

F. UPDATED ICSD PROPOSALS

Principles for AI’s Democratic Governance

We propose to keep the principles as set out in Consultation Pack 1 with only slight modifications:

1. **Impact Focus**
2. Inclusion of all stakeholders
3. Diversity and gender
4. Quality Participation
5. Transparency
6. Accountability
7. Effectiveness

1. Impact Focus

The ICSD advocates for AI's democratic governance to become thoroughly impact centred.

We assume that everybody in Amnesty International wants to make a positive difference for human rights. The question whether we are able to make such a difference and to show success as a result of the impressive and generous inputs of our members, staff, and partners is crucial for the organization's coherence and sustainability. Two rounds of consultation have shown that as a global movement of activists we want to be assessed against the impact the organization has on human rights worldwide.

Therefore, we have to become impact "obsessed". We have to become more consistent in setting ourselves clear and measurable objectives, in working towards these objectives and in reporting openly about whether or not the objectives have been achieved. All aspects of our work should become more impact focused; more effective and democratic governance is a central element of securing more and more consistent impact. Every aspect of our efforts to strengthen our democratic governance has to stand the test of whether it strengthens AI's impact on human rights in line with our vision and mission.

1.1 Proposals to improve impact:

Impact should become the driving, determining and overriding principle for our democratic governance. We are proposing to abide by all seven principles mentioned above, not only because it is the right thing to do, but because we are convinced that the other six principles will ultimately strengthen our human rights impact. Consequently, all of the concrete proposals we make in the following sections are directly or indirectly aimed at increasing AI's impact. Also, the cross-cutting "cultural" change agenda set out in section E.1 is all about improving the impact of our governance.

a) Quality of leadership

Some of the feedback received seemed to imply that any measures or mechanisms to ensure that decision-making bodies have the right mix of knowledge, skills and experience are undemocratic because they imply some sort of pre-selection. The ICSD strongly disagrees. Improving the quality of our leadership teams at all levels is probably the single most effective measure we can take to increase the impact of our democratic governance. We already have a pre-selection system for IEC candidates, since they need to be nominated by a section or structure. We are proposing that the Global Board be elected by the Global AGM against a set of high quality role briefs with an optimal mix of key skills required to lead AI successfully towards greater impact. A Nominations Committee appears to be the best way to ensure that the Global AGM is presented with sufficient vetted candidates with the necessary skills and competencies, in order for it to have a democratically impeccable choice and election (please see Annex 2 for more details).

We are also proposing similar or equivalent mechanisms at the national level.

2. Inclusion of ALL stakeholders

The ICSD is convinced that the meaningful involvement of all stakeholders, internal and external, is paramount for strengthening AI's democratic governance.

2.1 Members

The consultation feedback expressed a clear desire for stronger membership democracy. Currently, an important part of our members are excluded from AI's democracy, both at the national and international level. They have no or very limited access to relevant information, cannot participate in discussions and consultations and have no formal democratic rights (e.g. voting rights). At the international level, although we sometimes pretend otherwise (e.g. by having large ICMs), we have in fact chosen a democracy of sections and structures represented by their elected and appointed leaders, not of members directly. Our current international democracy depends almost entirely on the strength and quality of the democratic systems and structures at the national level. Strengthening governance and democracy at the national level is therefore key to improving democracy and governance in the movement as a whole. Giving all members the opportunity to contribute directly to the global governance and be directly a part of AI's global democracy is the other important way to empower our membership, increase its involvement and expand the membership's democratic participation. We need to both strengthen national democratic governance and truly open up the international democracy to our membership.

2.1.1 Proposals to improve the inclusion of the membership:

a) Global Forum

A lively democracy means among other things a) there is a “public” space for discussion and debate in order to shape “public” opinion, and b) everybody is – or at least can easily be – engaged. Engagement means contributing to the organization's forming of opinion, defining its strategies and achieving its objectives. It does not necessarily – and certainly not mainly – mean sitting on boards or assemblies. A stronger and more inclusive democracy should make strategic use of the possibilities of technology to engage in a quality dialogue in addition to its formal structures and meetings.

In view of the consultation feedback basically welcoming the idea, but skeptic with regard to feasibility, the ICSD is proposing to prepare a more detailed and concrete proposal on how a Global Forum (including its physical components) would work. In the meantime, smaller pilots could show that it can be done successfully. Obviously, no formal ICM decision is needed to implement a Global Forum.

b) Global AGM

We think that a truly global and membership based democratic movement should have a Global AGM elected by all AI members globally. This would require, among other things, (i) equal voting rights for all members globally, (ii) a uniform global definition of a “member”, (iii) globally transparent and compatible voting systems and procedures, (iv) a mechanism to ensure the quality of candidates (v) mechanisms to ensure regional and gender balance and diversity (please see Annex 1 for more details of how this could look in practice). A chance to have a direct vote for Amnesty's leadership at the global level would be inspiring and engaging for many members and would also contribute to making them stakeholders of an international movement with a more global perspective, in addition to being stakeholders of local and national AI entities.

Basic voting rights alone are no guarantee for quality participation and people may influence decisions without voting rights. Also, we know that a relevant part of our members are not interested in formally participating in AI's governance. For a global movement to selectively deny basic voting rights to its members on the basis of where they happen to live, however, sends a very strong negative message and puts our commitment to equal democracy in doubt.

It is also important to enable equal access to information, discussion and consultation processes for all those who actually are interested in order to leverage the potential which is available but currently untapped. Encouraging participation and making sure that all those members who want to participate at the international level are able to do so, is an important contribution to strengthening our international democracy. We believe that many members would be highly motivated by the opportunity to directly engage at the international level and to discuss matters with their colleagues across borders.

c) Governance principles and standards for sections and structures

Securing high quality democratic governance world-wide requires all sections and structures to fulfill a number of minimum standards in their own governance, including: a) making sure all members have actual access to is democratic governance, meaning access to information, discussion, consultation and voting rights, ideally applying the “one member – one vote” at least at one level of its governance (e.g. for the election of their national boards or of their national AGMs); b) meaningfully including external stakeholders in national governance systems and processes; c) ensuring quality and a good mix of skills in their national boards; d) ensuring diversity and gender balance; e) implementing systems and processes to improve transparency, accountability, clarity of roles and efficiency.

d) Transparency and Accountability

The proposals on Transparency and Accountability are also important contributions to enable inclusion by means of access to information, discussions and consultations by all members as well as accountability by AI’s elected governance bodies back to the membership.

2.2 External Stakeholders

We desperately need to involve external stakeholders in order to have their experience, expertise, know-how, perspective and voices in the room, to make better and more relevant decisions which in turn will lead to better human rights impact.

As opposed to what has been implied in some of the consultation feedback, we are not proposing to involve selected external stakeholders to somehow mirror the whole “rights holders” universe proportionately in our decision-making bodies, to help them further their particular causes through AI or to “give” them a voice in AI as a gesture of charity.

The intention is to include in our decision-making the people who are most affected by our decisions – those whose rights are directly threatened. We do not intend that external stakeholders will “represent” all those whose rights have been violated in a particular way, but instead we will rely upon them to add voices and perspectives that are currently sadly lacking in AI’s decision-making.

Decision 2 of the 2007 ICM explicitly called for such an increased involvement and did so with good reason: currently, the perspective of those with and for whom we are supposed to work, the experience and know-how of the people that are supposed to be at the centre of our work, the people who are supposed to be the very reason for the existence of our movement, are almost completely absent when we discuss and decide at the strategic level what AI should be doing and what it should prioritize. Currently, these internally focused decision-making processes all revolve around the questions of what sections want, what the membership would like to see, what the IEC or the IS prefers etc. We have to change that and we have to change it urgently.

Also, for historical, economic and other reasons, in AI the weight and the perspective of the global “north” (more or less equal to the AI entities in states being part of the OECD) is overwhelming and dominant at all levels, while we have only limited or no first hand knowledge and perspective in the movement from the global “south” and “east”, where many of the most difficult human rights situations prevail. At the governance level this handicap can only partially be offset by the insights and input our sections and structures in these regions, professional staff and volunteer country experts can provide. The current non-involvement of external stakeholders leads therefore to a situation where people with good intentions, mostly from the global “north”, discuss and decide what they will do and what they will focus on with and for the benefit of people mostly in the global “south” and “east”, people who are in fact excluded from those discussions and decisions. We do not believe this is desirable, sustainable or justifiable.

2.2.1 Proposals to improve the inclusion of external stakeholders:

a) Consultation Processes

Consulting relevant external stakeholders before making decisions should become standard and mandatory AI procedure, both at the national and international level. We propose that in each consultation, all AI entities participating disclose which external stakeholders were consulted and what their feedback was.

b) Advisory committees / working groups

Advisory committees, working groups etc. at the national and international level should always include external stakeholders.

c) Boards

National boards and the IEC should include external stakeholders in order to make best use of their know-how, perspective, expertise and skills.

d) AGMs

National AGMs and the Global AGM should include external stakeholders in order to ensure that their perspectives and voices are heard when decisions are made (please see Annex 1 for more details of how this could look in practice).

3. Diversity and Gender

The ICSD recommends proactive measures in order to improve diversity and gender sensitivity in AI's governance.

As stated before, the weight and the perspective of the Global “North” in AI is overwhelming and dominant at all levels, while we have only limited or no first hand knowledge and perspective in the movement from the global “south” and “east”. In addition, we have similar imbalances in the areas of language (English being dominant), organization culture (western and especially Anglo-Saxon working, decision-making and conflict cultures being dominant), financial resources (a few large sections raising most of the funds of the movement), membership (a few large sections accounting for most of the members of the movement), education (most of our membership in the north and south coming from middle-class, secondary education backgrounds) and, in parts of the movement, gender (men occupying most of the elected and appointed positions). In order for AI to better understand the world in which it wants to increase its impact, to better be able to become an integrated part of civil society and the human rights movement in areas of the world where it has not succeeded to date, it needs to ensure that its governance becomes truly diverse and gender sensitive.

3.1 Proposals to improve diversity and gender sensitivity:

a) National governance

At the national governance level, mechanisms (e.g. nominations committees) should become mandatory to ensure that national governance bodies are diverse and gender balanced. National governance bodies should be diverse and gender balanced even if national membership is not.

b) Global AGM

Our objective should be a Global AGM with a regionally and gender balanced mix of elected activists and elected external stakeholders. Apart from democratic legitimacy and the right mix of competencies and skills, we should be looking for all regions to be appropriately and equally represented. This could be achieved by having more external stakeholders from regions where AI is weak and less external stakeholders from the regions where AI is strong (please see Annex 1 for more details of how this could look in practice).

c) Global Board

With regard to the Global Board an optimal mix of key skills required to lead AI successfully should be our priority and this includes appropriate regional and gender balance (please see Annex 2 for more details of how this could look in practice).

4. Quality Participation

The ICSD recommends that the movement initiates an analysis of its discussion, decision-making and conflict culture with the objective of improving the quality of its decisions and of the processes leading to them.

While physical presence and formal rights at decision-making meetings, the possibility to give feedback in consultation processes, and the ability to participate in discussions are important elements and preconditions for quality participation, the ICSD thinks that we need much more than that. The quality of our decision-making processes has a direct impact on the quality of our decisions and our ability to implement them successfully. Therefore, the quality of our decision-making processes directly influences our human rights impact. Discussions, consultations and deliberations need to be accessible, transparent, and non-discriminating in order to deliver good results. They need to encourage an open and interactive dialogue, exchange of ideas and proposals and should ensure that contributions to the debates are considered based on their substance and not based on who makes the contribution. Discussions should of course include opinions and positions, but they should be as much evidence-based as possible. Real deliberative democracy must allow for real debate and discussion beyond the statement of pre-defined positions. We have to acknowledge that the level of preparation, competencies and skills of the participants will influence the quality of the discussions, and we should address weaknesses by better selection and training. Skills in dialogue and consultation are an important issue for organizational learning in AI, which we regularly neglect.

4.1 Proposals to improve the quality of participation:

a) Change of participation and discussion culture

As already mentioned in section E.1, a discussion and decision-making culture based on mutual trust, transparent, evidence-based information, open minds, a more collaborative and constructive approach and mutual respect regardless of institutional position and influence, would allow for a more interactive, empowering, motivating and fruitful dialogue and better decisions.

b) Clarity of roles

In the past, the levels of participation, decision making and responsibility were often not clear, which sometimes led to confusion, conflict and delays in taking decisions. We propose that we create a more transparent and more systematic approach to taking decisions (please see Annex 3 for more details).

c) Smaller, more focused Global AGM

A group of 400 or more people cannot have real discussions, interactive deliberations etc. Even working parties are usually too big for real discussions, which is why we usually have drafting committees to achieve progress for difficult issues. A substantially smaller and more focused Global AGM would give people a much more equal opportunity to actually participate meaningfully and shape the decisions.

5. Transparency

The ICSD proposes that AI adopts a general policy on access to governance related information which defines transparency as the rule and confidentiality as the exception.

Amnesty's general policy on access to governance related information should be: all information is accessible unless there is a good, specific and substantiated reason to treat information as confidential (e.g. security concerns, data protection and employment law reasons, protection of individual privacy

etc.). Transparency is one of the key conditions required in order to enable a democratic governance to have a relevant discussion based on mutual trust and make informed decisions.

5.1 Proposals to improve transparency:

a) Communication of planned decisions

The Secretary General conducts an up-to-date list of pending governance decisions indicating the different decision making stage each decision is at. For each pending decision a decision making sheet containing information on the stage the decision is at should be available on the Global AI Forum.

b) Accessibility to and disclosure of feedback received in consultation processes

As a rule, discussions of pending decisions and feedback received in a formal consultation process should be freely available on the Global AI Forum. In exceptional cases where confidentiality is of a crucial importance the Global AGM or the Global Board can identify the consultation as confidential. In these cases the Chair of the Global Board can decide on appropriate restrictions to the availability of feedback.

c) Obligation to substantiate decisions

Each formal decision taken by an AI governance entity should contain the following elements in writing:

- Background and rationale of the decision
- Final text of the decision
- Validity of the decision explaining whom the decision is addressed to (staff, volunteers etc.) whether the decision is a recommendation or binding and whether the decision is for the global or the national levels or for both.

6. Accountability

The ICSD recommends the establishment of a proper system of international, integrated and effective accountability.

Each section and structure and the IS should explicitly and formally agree and commit their contribution to the implementation of the global strategic objectives of the movement. When working towards delivering on these commitments, sections, structures and the IS should be regarded as branches of AI's executive. This also means that each of them will be accountable to the movement (through the Global Board) for their use of the movement's resources and for their impact. The main function of national governance bodies in this context would be to define and commit their entities' contribution and to ensure that their section or structure lives up to its international commitments.

6.1 Proposals to improve accountability:

a) Objective Setting

The movement should ensure that any strategic decision at the international level includes key performance indicators and benchmarks against which success will be measured.

b) Reporting

As one of the founding signatories of the INGO Accountability Charter, Amnesty International is bound by the Charter's requirements both at global and national levels. Therefore the IS and all international governance bodies are accountable under the Charter's provisions. Equally, all sections and structures have to take the Charter as the basis for their accountability. At present the Global Reporting Initiative (GRI) has been tasked with elaborating a GRI Sector Supplement which will set concrete reporting standards. These will be binding for all of AI's management and governance entities both at national and international levels.

While the formal accountability system is being produced, an Interim Reporting Framework is being used which requires detailed reporting on the “Profile of the Organization” and the “Compliance with the principles of the INGO Accountability Charter” specifically asking, among other elements, for reports on

- responsible advocacy
- effective programmes
- non-discrimination
- transparency
- good governance
- ethical fundraising
- professional management.

All sections and structures as well as the IS should report annually on the basis of this format.

c) Consequences in case of Non-Compliance

Amnesty entities which do not report as required or whose report shows that they do not fulfill their obligations towards the movement may have to face sanctions as decided upon by the Global Board. Sanctions can include temporary loss of certain rights or entitlements, various types of interventions or other administrative measures or, in very serious cases, loss of the right to use the Amnesty name and logo.

d) Global AGM

A Global AGM meeting annually and with a more focused agenda will be in a much better position to fulfill its key task of holding the Global Board accountable. In years where no new strategic decisions need to be taken, accountability becomes the Global AGM's main task: making sure that the decisions which have been taken in the past are actually implemented.

7. Effectiveness

The ICSD advises the movement to streamline and simplify its decision-making processes, systems and structures in order to make best use of limited governance resources.

When discussing governance and democracy we sometimes tend to forget that the movement's governance resources, in terms of people, money and time, are limited. This means that apart from making sure that we get the right people involved at the right level, we also should make best use of their time and of the money we spend for governance purposes. Spending governance time on “wrong” topics instead of the really important ones, duplications of discussions and decision-making processes and unnecessarily delaying or not making decisions are all a waste of the movement's resources we should avoid. Therefore, in order to improve the effectiveness of our governance, the ICSD advocates structures, systems and processes which are democratic, but at the same time as simple, clear and transparent as possible. The key question we should ask ourselves is whether any additional structures, systems or process will contribute to us making better decisions, i.e. decisions which will have more impact.

7.1 Proposals to improve effectiveness:

a) Global Governance Structures

In order to achieve maximum clarity but also an unambiguous allocation of responsibilities, reporting and accountability lines, we propose that at the global level the only two governance bodies with formal decision-making power should be the Global AGM and the Global Board.

b) Chairs Forum

We propose that the review of the Chairs Forum's past performance be conducted (although not exclusively, of course) with a view to the possibility of strengthening its role on two levels, which is where we see its main potential (in addition to the functions it is already performing):

- as the movement's and the Global AGM's main advisory body

- as the body where sections and structures coordinate and commit their contributions to the movement's strategic objectives

c) Accountability and Control Committee

As already recommended to the IEC by an external consultant, we believe that an Audit Committee reporting to the Global Board would be more effective and a structurally better and clearer solution than the current ACC.

d) Membership Appeals Committee

In our view, an internal tribunal with the authority to overrule decisions by an elected Global Board is anachronistic, conflicts with best practice, and blurs otherwise clearly allocated responsibilities and accountability. For mediation and conflict resolution purposes an "Ombudsperson" with his/her authority limited to making recommendations would be more appropriate.

e) Clarity of roles

We propose that we consistently stick to the principle that those who take the decisions are the people and structures that carry the responsibility for these decisions, or: that those who have the final responsibility also have the final say. This should reduce the number of potential conflicts and shorten the time required to take decisions.

f) Focus on strategy

Governance bodies should limit themselves to strategic decisions, but make sure that they make all strategic decisions. This should not limit in any way the flow of operational information, which is necessary context in order to make informed strategic decisions. Focus on strategy will make our governance more effective because it will make sure that the limited time and resources are dedicated to the really important issues.

G. PHASED APPROACH

The ICSD is aware that many of the objectives and change proposals set out above will not be achievable in the short term. Whatever changes we envisage, a phased approach will be needed in any case, not just for political but also for practical reasons.

Some of the most profound changes we are proposing are of "cultural" nature, and to achieve progress in this area, we will require proactive change agents, political will and sustained momentum. 2009 is the year to discuss and agree where we need to go and to start the process.

To the extent the IEC and the movement believe that it is too early to even start discussing the type of structural changes the ICSD is proposing, there are several structural and process improvements which could be implemented within a reasonable period of time without prejudicing the long term shape and form of AI's governance.

Such structural and process improvements could include:

- Mechanisms to ensure participation of external stakeholders at all governance levels (with or without voting rights);
- Participation by, and representation of, AI's international members in our international governance
- Review of the ICM's tasks and responsibilities;
- Review of the election of ICM delegates;
- Clear division between governance and executive at all levels, including the ICM;
- Clarification of what we mean by "strategic" in the context of governance

- Review of the size of the ICM in terms of effectiveness (cost/benefit analysis of large delegations and such a large meeting, possibility of a much smaller but annual ICM, which would be clearer than an ICM/Chairs Forum dichotomy/duplication).

Annex 1 - Global AGM

Key Responsibilities

The Global AGM is AI's final supervisory entity. In its work it focuses on issues of the highest strategic importance. Key decisions the Global AGM (ICM) takes are:

- Election of the Global Board;
- Changes to Vision, Mission, Statutes and key policies;
- Approving the Integrated Strategic Plan;
- Approving the Global Budgets;
- Appointing Auditors and approving the Audited Accounts;
- Monitoring, evaluating and holding the Global Board accountable, including follow-up on Global AGM decisions.

An elected PrepCom is authorized, empowered and mandated to ensure that only matters of highest strategic importance are brought to the Global AGM. The movement agrees on the criteria used to decide whether an issue is of key strategic importance or not.

Composition

In order to secure effective work based on active participation of all participants the Global AGM has a maximum of [72] or [95] or [125] or [150] voting participants, including a Chair and a Deputy Chair.

It is proposed that AI's key stakeholders, activists and members, beneficiaries and partners, should be represented in the Global AGM. This meeting should bring together those people who can make key contributions to AI's future relevance and success.

[50%] or [66%] or [75%] of the participants should be activists and members while the other [50%] or [33%] or [25%] should be external stakeholders. Each of the participants carries the same voting weight. With their votes all participants in the Global AGM express their own position. No participant is bound by their organization's, section's or structure's position on any matter.

Elections

Globally all registered AI members have the right to vote. The principle "one Member – one vote" applies. All members may pick candidates from of a number of regional lists both of Members/Activists and External Stakeholders. Members do not have to cast their votes on all of the lists. The number of representatives each list will appoint to the Global AGM depends on the region's weight in AI's work, e.g. in case of 125 participants and a 75/25 internal/external ratio the composition could look as follows:

	Activists Members	External Stakeholders
Europe	31	2
North America	20	1
Central/South America	13	8
Africa	12	8
Asia	13	11
Australia/Oceania	5	1
TOTAL	94	31

Candidates for the Global AGM, both Activists/Members and External Stakeholders may be proposed by the Boards of sections and Structures.

Candidates on the Activists/Members lists should be individuals who as members or activists have contributed significantly to Amnesty's work and who can bring valuable know how to the work of the Global AGM.

Candidates on the External Stakeholders lists should be women or men from countries where human rights are under threat, generally from the global South or East, who are acknowledged in their countries as eminent human rights defenders.

A Nominations Committee compiles the lists of proposed candidates and ensures that it meets the movement's requirements in terms of diversity, mix of skills, competencies etc. In cases where a candidate does not fulfill the above criteria or where he or she is likely to negatively affect AI's work or reputation the Nominations Committee may exclude a candidate.

Terms of Office and Meetings

- Members of the Global AGM could be elected for fixed terms of [two] or [three] years. They may be re-elected once with a maximum time of six years of service on the Global AGM.
- In order to maintain continuity, the terms of Global AGM members should be staggered so that each year one third of the positions are due for (re-)election.
- The Global AGM should meet once a year at the most appropriate time given the planning and auditing cycles.

Chair and Deputy Chair of the Global AGM

The Global AGM will elect from the voting participants the Chair and the Deputy Chair of the AGM, each for a three year term. The Chair and Deputy Chair jointly lead the Global AGM through its meetings. As members of the PrepCom, the Chair and Deputy Chair also play a crucial role in preparing the Global AGM.

PrepCom for the Global AGM

The PrepCom for the Global AGM has the following tasks:

- preparing the agenda of the AGM
- inviting guests and speakers etc.
- securing that all legally required formalities in preparing and conducting the meeting are being observed

The PrepCom consists of seven members: the Chair and the Deputy Chair of the Global AGM, four voting participants and one representative of the Global Board. The PrepCom for the subsequent Global AGM will be elected by the Global AGM on the basis of proposals from the different parties.

Annex 2 - Global Board

Key Responsibilities

Key tasks of the Global Board are:

- The overall strategic direction and development of AI globally;
- Holding sections/structures (Boards and/or AGMs) accountable for complying with their commitments to the movement and ensuring compliance with AI's global rules and strategic plans;
- The appointment of the Secretary General;
- The agreement of the Secretary General's overall priorities and objectives and the monitoring of his or her performance in implementing those priorities and achieving those objectives;
- The pre-approval of global budgets, and any changes to such budgets during the year;
- The approval of operational plans;
- Fiduciary and other legal responsibilities.

Composition

Board members should be chosen on merit, background, professional disciplines and skills to suit strategic priorities and ensure organizational performance. Key skills available on the Board should include expertise in human rights protection and promotion, advocacy, strategic planning, financial management, communications, media, marketing, PR, personnel and legal.

The Global Board should be comprised of people who understand the needs and views of key stakeholders (activists and members, beneficiaries and partners). Boards consisting only of members who are predominantly of one profession, or one social class or level of wealth, or that fail to be gender balanced, are disadvantaged in bringing the breadth of experience, perspective and skill sets to the organization that are necessary for effective governance.

In order to ensure a solid mix of high calibre expertise in the professional sectors listed above, the size of the Global Board should be similar to or slightly larger than the current IEC. Job specifications for each Board position should contain the professional expertise the respective Board member is expected to bring. A Nominations Committee would be tasked with making sure that the Global Board has the right mix of high quality skills, reflects AI's key stakeholders and is appropriately diverse and gender balanced.

The Global Board should consist of up to eleven people including a Chair, a Deputy Chair, a Treasurer and four to eight Directors with expert know-how in one of the sectors mentioned above. For each of the positions a role brief should be developed against which candidates should be pre-selected by the Nominations Committee.

At least three of the Board members should come from an Activist/Member background and at least three from an External Stakeholder background.

Candidates for any of the Board positions may be proposed by

- the Boards of sections and structures
- a number of partner organizations specifically invited by the nominations committee to nominate candidates

Elections

The Global AGM elects the Board members into their specific positions (of Chair, Treasurer, director with a specific know how – e.g. advocacy – etc.). The candidate for a specific Board position who receives the largest number of votes is elected to that Board position.

Terms of Office and Meetings

- Board members should be elected for [two] or [three]-years-terms. They may be re-elected twice with a maximum time of [six] or [nine] years of service on the Board.
- In order to maintain continuity, the terms of board members should be staggered so that each year one [third] or [fourth] of the board positions are due for (re)election.

Chair of the Board

The Chair of the Board chairs all Board meetings. In his/her absence the Deputy Chair takes on this role.

Board Committees

Following established best practice and the advice of a recently conducted review of the IEC's Committees the following Board Committees should be established:

1. Nominations Committee

Leading Amnesty International at a global level is a highly complex and demanding task. It requires a Board with an extensive mix of qualifications ranging from human rights to marketing, from legal to communications, from good governance to finance and from organizational development to advocacy. Securing the required quality of its leadership is the role of the Nominations Committee. Alternative: Nominations Committee to be elected by the Global AGM.

2. Board Development Committee

Monitoring the Board's own performance and developing the quality of its work is a crucial task. The Board Development Committee is responsible for reviewing, and making recommendations to enhance the effectiveness, quality and continuity of the Board. The Committee should also monitor the separation of the roles of the Board and management, and of the Chair and the Secretary General.

3. Audit Committee

The Global Board should be responsible to the Global AGM for the finances of the organization. Therefore the Audit Committee should be a Committee reporting to the Board and not, as in the past, to the ICM. The Committee should include one or two Board members and otherwise be made up of qualified experts, be they AI members or not.

4. Strategy Committee

Top quality strategic policy is an indispensable element of AI's future success. The Board alone is probably not able to explore key strategic issues at the required depth and expert advice will make a positive difference. The Strategy Committee should consist of up to seven people; the Chair being a member of the IEC and the Secretary General being a permanent member of the Committee. A maximum of three members could be Amnesty activists selected on the basis of top quality expertise – if the AI's internal expertise is not of the same quality level as external experts, the number of externals should be increased. Those whose human rights are being threatened or abused are at the centre of Amnesty International's mission: they should hold at least two positions in the Strategy Committee. The committee should only become active at the Board's specific request on issues of top strategic importance.

While these [four] or [three] Committees are permanent, additional Board Task Forces may be appointed by the Global Board as and when needed.

Annex 3 – Levels of Decision Making and Clarity of Roles

	AGM (ICM)	Global Board (IEC)	Secretary General IS & other implementers
Level	Highest strategic decisions	Strategic decisions	Management decisions
Focus	AI's overall framework, direction and key strategic objectives	AI's strategic objectives and key means to achieve them (resources)	How objectives are achieved and resources are used
Scope	Affecting the mission and direction of AI profoundly	Affecting major fields of activities	Affecting ways of implementing the strategic decisions
Examples	<ul style="list-style-type: none"> Electing and supervising the Board Deciding on multi-year Strategic Plan Appointing auditors and approving audited accounts Fundamental, controversial policy decisions 	<ul style="list-style-type: none"> Recruiting and supervising the Secretary General Deciding on Annual Plans Supervising the audit Fundamental non-controversial policy decisions 	<ul style="list-style-type: none"> Recruiting and supervising all Senior Managers Deciding on how to implement the annual plan Managing the budget
Questions "YES"= <i>decides</i> "NO"= <i>others decide</i>	<ul style="list-style-type: none"> Does the decision change AI's vision, mission, values or long term direction? Does the decision concern our role of supervising the Board? 	<ul style="list-style-type: none"> Does the decision change major long term programmes and policies? Does the decision concern our role of supervising the SG? 	<ul style="list-style-type: none"> Is the decision within the strategic framework set by AGM and Board? Does the decision concern supervisory roles within the line management structure?

Since it is neither desirable nor necessary to have all stakeholders participating in the same way and at the same level a clear, transparent and explicit differentiation between

- discussion,
- consultation and
- decision-making

could contribute to preventing false expectations and make AI's democracy more transparent and accountable.

Each of these different participatory activities carries different access requirements, different rules of engagement and different responsibilities. Everybody involved in AI's democracy needs to be clear at any time what their role within these stages towards the final decision is.

Discussion: as a movement owned by more than 2m people, a lively discussion on a broad range of strategic topics should be the hallmark of AI. A significant increase in the number of people engaging in AI discussions world-wide is crucial to strengthening AI's democracy. In order to strengthen AI's relevance, all of AI's major stakeholders should be invited to join the discussion. AI's governing bodies should a) participate in the discussions and b) extract trends and perspectives from the discussions which they should take into account in their decision-making.

Consultation: AI's governing bodies could systematically use electronic communications systems to consult relevant stakeholders. Depending on the issue under review, consultation can focus on sections and structures, (all or selected) activists, members, partners, beneficiaries, external experts, specific interest groups or the general public. Consultation is initiated top-down and should provide a stronger guidance to decision makers than discussion.

Decision: The question, who in AI takes decisions on what, should be answered very clearly. In elections the electorate decides on who will represent them in the governance system. The elected representatives should take all governance decisions on behalf of the electorate and they should be accountable to the electorate. Through discussion and consultation AI's wide range of stakeholders can – and should seek to – influence the organization's decisions. But the strategic decisions should be taken by the properly elected and empowered governance representatives of the various stakeholder groups who are democratically held accountable for their decisions.

End