

Minutes
WRI Board of Directors Meeting
September 22, 2009
Washington, D.C.

Attendees: Jim Harmon—Chair, Hattie Babbitt—Vice Chair, Roberto Artavia, Afsaneh Beschloss, Robin Chase, Daniel Doctoroff, Jamshyd Godrej, Jonathan Lash, Kathleen McGinty, Michael Polsky, C.K. Prahalad, Ted Roosevelt IV, Stephen Ross, Sue Tierney, Diana Wall, Daniel Weiss

Staff: Manish Bapna, Steve Barker, Elizabeth Cook, Arthur Droe, Vivian Fong, Craig Hanson, Nancy Kete, Piet Klop, Jennifer Layke, Jennifer Morgan, Robin Murphy, Janet Ranganathan, Allison Sobel, Rhys Thom, Oretta Tarkhani, Dan Tunstall, and Jake Werksman, Zou Ji

Guest: John Disharoon, Caterpillar

The meeting was called to order at 8:30 a.m. by the Chair, on Tuesday, September 22, 2009.

Chairman's Welcome

Jim Harmon welcomed everyone to the meeting and told the Directors that WRI will help to arrange rides to the airport due to the cab strike. He reviewed the agenda and schedule of future board meetings.

Jonathan Lash said that September 2010 would be three years since the last offsite retreat. He suggested that the Board should set up a committee to plan the next retreat. Ted Roosevelt IV suggested having the meeting at a different time than September which is too busy for many people. He suggested August, early October, or December.

The minutes from the March 10, 2009 meeting of the Board of Directors were approved as drafted.

Mr. Harmon welcomed new board members Katie McGinty, Sue Tierney, and Dan Doctoroff. He also welcomed John Disharoon from Caterpillar. Mr. Disharoon spoke about Doug Oberhelman who is standing for election to the Board and the work that he has done at Caterpillar on sustainable development.

Nominating Committee Report

Mr. Roosevelt reported on the actions of the Nominating Committee and welcomed the new board members. He reported that the committee was looking for new Board members from China, India, and Western Europe and people with fundraising capacity. He said that Mr. Harmon and Mr. Lash were traveling to China to meet with potential Board members and that Jonathan was speaking with the former Prime Minister of Sweden, Göran Persson, about joining the Board. Mr. Roosevelt thanked Hattie Babbitt for her work to manage the Board survey and said that he was pleased with the results. He said that with the election of Mr. Oberhelman there will be 30 Directors but that the committee would welcome a few more.

The Board discussed the nomination of Mr. Oberhelman. Mr. Lash spoke about why he thought Mr. Oberhelman would be a good fit for the Board. John Disharoon delivered a message from Jim Owens and spoke about Mr. Oberhelman. The Board moved and passed a resolution electing Mr. Oberhelman to the Board.

Mr. Roosevelt reminded the Board that anyone who proposes a person who is elected to the Board will receive a fine bottle of wine.

Climate discussion: What to expect from Copenhagen COP 15

Mr. Lash introduced Jennifer Morgan, WRI's new CEP Director, and spoke about her background and the work she intends to do at WRI. He asked her to speak about the possibilities for Copenhagen.

Ms. Morgan introduced herself, reported on the most recent climate science, and spoke about four potential scenarios coming out of Copenhagen. The Board discussed the politics involved with getting an international agreement, a U.S. climate bill, and the options for developing countries. Mr. Lash spoke about the chances for the Congress passing legislation and how the EPA could act if Congress does not. The Board spoke about India and China governments pressuring the U.S. The Board thought that innovation and communication were key to transitioning to a low carbon economy and spoke about the economic challenges.

WRI Top Outcomes 2009

Manish Bapna reported on the 2009 Top Ten Outcomes to the Board. He spoke about WRI's Managing for Results system and reminded the Board of the work it took to implement the cultural shift at WRI that better allows the organization to achieve change in the world. The Board discussed the Managing for Results system, WRI's external reputation, and lessons the organization could learn from other groups' successes.

How does WRI maintain excellence?

Mr. Lash introduced Janet Ranganathan and spoke about her history at WRI. Ms. Ranganathan reported on her work to maintain excellence and quality control in all aspects of WRI's work. The Board spoke about the processes Ms. Ranganathan has implemented and ways to continue to improve WRI's work. Robin Murphy spoke about the outreach process following publication.

Development Report

Liz Cook reported on funds raised in FY09. She said that although the economy was difficult WRI had raised more money than ever before, and will reach \$31 million by the end of the month. Ms. Cook spoke about the lessons her team has learned from this experience and asked for advice for the year ahead, which looks like it will continue to be a rough economy. She said that the Managing for Results system has helped WRI to be successful at fundraising because it gives her products to sell to donors. She reported on the levels of each fundraising sector and spoke about strategies and big opportunities for FY10 including the New York fundraising dinner.

Mr. Lash mentioned that Mr. Harmon pushed WRI staff to succeed at fundraising and that WRI's reputation has allowed us to be successful in this rough economic time while other NGOs are struggling. The Board discussed the fundraising strategy and whether or not it was sustainable. Roberto Artavia wondered if program staff were spread too thin by having to work so much on fundraising and Mr. Lash said that was a key question. The Board discussed the strategy to raise money for the China office. Mr. Lash asked for the Board's help in fundraising.

Finance and Investment Report

Mr. Lash said that Todd Thomson was planning to give the Finance Report but could not make the meeting at the last minute. Mr. Lash introduced Steve Barker to give the report in his stead.

Mr. Barker gave a brief overview of WRI's finances and spoke about the budget for FY10 which he would be asking the Board to approve. He reported on the cost-cutting measures he had implemented at WRI and said that WRI had achieved 40% growth over the past four years and 6% growth for FY09. Mr. Barker also reported on the state of the endowment and projections for FY10 and beyond. The Board discussed the level of the draw on the endowment. Mr. Harmon spoke about why he thought the endowment was the right size. Mr. Barker and Mr. Harmon also reported on the change in investment advisors.

The Board approved the FY10 budget Resolution and the Resolution to allow WRI to draw 2% on the endowment if needed.

President's Report

Mr. Lash said that he usually used the President's Report to talk about WRI's interaction with external events, usually climate change. However, today he wanted to speak about ways that WRI measures success and implications for growth. He said that he was thinking a lot about how to expand and retain our culture and reputation, particularly as WRI expands overseas and adds more than 50 new staff this year. The Board discussed the staff and the need to maintain WRI standards while having local representatives internationally. The Board discussed the continual need for training, mentoring, and articulation of WRI's values and the ways that other organizations have done this successfully.

Update on WRI's work in China

Mr. Lash introduced Dr. Zou Ji, WRI's China Country Director and spoke about the progress WRI has made since the last Board Retreat on establishing the first office abroad in China. Dr. Zou spoke about his work and the work of the China office to engage in larger international objectives. Dr. Zou reported on challenges, opportunities, and recent developments in WRI's work in China and updated the Board on recent developments in China. He said that he intended to present a strategy for approval of a Blueprint for actions in China at the March Board meeting.

The Board spoke about the necessity of two-way information flow and ways to be effective and influential in China. Mr. Artavia suggested having a local Advisory Board to assist the China office, with some WRI Directors serving on the Board as well.

Communications Update

Robin Murphy spoke about urgency, one of WRI's five values. He said that WRI has a very deliberate process but that the world is fast-paced which causes a discrepancy for getting the word out about our work. He is working to determine how to take WRI's work and get it to the people who can be influential in a timely manner. Mr. Murphy also spoke about ways that WRI is using new technologies such as Twitter and about our new media efforts. He also said that WRI is tracking demographics on our website.

Board Self Evaluation – Report and Discussion

Mr. Lash said that he and Mr. Harmon asked Ms. Babbitt to assume charge of the Board survey. The intent of the questionnaire was to learn how to better engage with Directors to maximize their experience on the Board. Ms. Babbitt reported on the recently completed Board survey. She hoped the discussion would lead to specific

suggestions about how to get Board members involved with Programs, Communications, and Development, and how to use the Board to its fullest capacity.

Ms. Babbitt said that overall the responses were positive. People liked Board meetings and were generally satisfied to serve on the Board. The responders were pleased about their level of involvement with Finance and Development, but would like an increased focus on WRI's substantive work. The Board thinks that Mr. Harmon and Mr. Lash manage Board input and discussions well and there is a high satisfaction with the materials sent ahead of time. The negative aspects were that Allison Sobel was an underutilized resource for the Board, and that there was a vast difference in understanding the work of WRI between recently elected and longer serving Board members. Many Directors wanted to be more engaged strategically.

The Board discussed the results of the survey and ways to improve engagement with WRI. C.K. Prahalad thought the full Board retreat is a critical aspect of the Board's work with WRI and a good way to get the Board more involved with strategy. The Board also spoke about ways to effectively integrate new Directors. Mr. Lash said he would send the Board a checklist of different ways Directors can engage with WRI.

The Board discussed ways to have effective engagement with Programs. Jamshyd Godrej suggested that it might be useful to restructure WRI's Board meetings by having one Retreat-like intensive meeting per year, which could be anywhere in the world, and the other meetings via telephone. This would be useful for Directors based abroad while also allowing for more time to go deep on the work of WRI.

Executive Session

The meeting went into Executive Session at 3:30 p.m.

Steve Barker
Secretary, Treasurer and
Chief Financial Officer and Vice President of Administration