



BOARD OF DIRECTORS – RECORD OF DECISIONS

Constitution Meeting – Follow-up

21 December 2020

6:00 – 7:30 Quebec City | 12:00 – 13:30 Paris / Vienna / Cairo

PARTICIPANTS

Name	Country	Present	Regrets
Dr. Rashed Al Arfaj	Kingdom of Saudi Arabia	<input checked="" type="checkbox"/>	<input type="checkbox"/>
Prof. Kaushik Banerjee	India	<input checked="" type="checkbox"/>	<input type="checkbox"/>
Dr. Pamela Byrne	Republic of Ireland	<input checked="" type="checkbox"/>	<input type="checkbox"/>
Dr./Prof. Hussein Mansour	Arab Republic of Egypt	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Dr. Scott Crerar	Australia	<input checked="" type="checkbox"/>	<input type="checkbox"/>
Dr. Yongxiang Fan	China	<input checked="" type="checkbox"/>	<input type="checkbox"/>
Prof. Junshi Chen	China	<input checked="" type="checkbox"/>	<input type="checkbox"/>
Prof. Samuel Godefroy	Canada	<input checked="" type="checkbox"/>	<input type="checkbox"/>
Ms. Zeineb El Bouchikhi	Morocco	<input checked="" type="checkbox"/>	<input type="checkbox"/>
Ms. Nuri Gras	Chile	<input checked="" type="checkbox"/>	<input type="checkbox"/>
Mr. Greg Paoli	Canada	<input checked="" type="checkbox"/>	<input type="checkbox"/>
Dr. Wiem Guissouma	Tunisia	<input checked="" type="checkbox"/>	<input type="checkbox"/>
Mr. Ali Badarneh	UNIDO Austria	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Ms. Joyce Haddad	Lebanon	<input checked="" type="checkbox"/>	<input type="checkbox"/>

AGENDA

Item	Participants
A. Review of the Agenda	All
B. Appointment of the Meeting Chair	All
C. Review of the Poll for the Appointment of Officers	All
D. Review of the Status of Resolutions Related to the Financial Management of GForSS	All
E. Priorities of Intervention of GForSS for 2021: Discussion	Samuel Godefroy & All
F. Meetings of the Executive Board: Frequency and Next Meeting Designation	Samuel Godefroy & All
G. Adjournment	

MEETING DISCUSSION HIGHLIGHTS

A. Review of the Agenda

The meeting started at 6:00 Quebec time.

The agenda was reviewed. A proposal to adopt the agenda was made by Dr. Pamela Byrne and seconded by Dr. Kaushik Banerjee.

The agenda was approved unanimously by all participants.

B. Appointment of the Meeting Chair

Prof. Godefroy proposed to chair the meeting, seconded by Dr. Pamela Byrne.

Participating members of the Board voted unanimously to endorse the proposal.

C. Review of the Poll for the Appointment of Officers; and,

D. Review of the Status of Resolutions Related to the Financial Management of GForSS

(1) Prof. Godefroy reported on the electronic vote regarding the Assembly of Founding Members that took place ahead of the meeting with respect to the By-Laws of the organization.

The results were as follows:

- Voting Founding Members: 13.
- In Favour to adopt the By-Laws, as proposed: 13.
- Against the adoption of the By-Laws, as proposed: 0.

The By-Laws of the GForSS were considered adopted unanimously.

The meeting Chair indicated that the By-Laws are being reviewed by a legal advisor; the possibility exists that the text may be amended slightly. Should such amendments not result in a significant change, it was suggested that the endorsement of the Assembly of Members be considered valid. Board members supported this approach.

- (2) The “Agreement” and resolutions submitted for electronic vote by the Assembly of Founding Members were reviewed:
- a. Agreement: I consent that my contribution to the vote on the following resolutions is handled through a process equivalent to a "show of hands" and that my vote may therefore be divulged to other members of GForSS.
 - b. Resolution #1: The Board of Directors of GForSS shall consist of up to sixteen members. Fourteen positions will be filled immediately by the current founding members. Two others will be left vacant to accommodate future affiliated members who will join GForSS from other regions / countries, such as sub-Saharan Africa.
 - c. Resolution #2: The articles of incorporation of GForSS, with Industry Canada, will be amended to indicate that the number of Board members is defined as a minimum of three members and a maximum of nineteen members.
 - d. I vote in support of the proposed By-laws submitted by GForSS on 14 December 2020 and attached to the message inviting me to contribute to this survey / vote. I acknowledge that the text of the By-laws may be slightly revised, for editorial purposes, without the need of being resubmitted for vote.

The agreement and resolutions received the following votes:

- Participating members: 12.
- In Favour: 12.
- Against: 0.
- Adoption by unanimous vote.

- (3) A discussion followed on the electronic voting of members of the Board of Directors, in relation to the appointment of the officers and the financial management of the Society.

Given that there was a technical issue encountered during the administration of the electronic vote (certain members did not receive the link), it was advised that the vote on these resolutions would be repeated during the meeting, as part of a single proposal.

- a. The 1st set of resolutions covered the appointment of the GForSS officers. Prof. Chen proposed the vote, seconded by Dr. Crerar.
 - Executive Board Election (*Candidates are permitted / asked to vote for themselves*)
 - President: Prof. Samuel Godefroy
 - Senior Honorary President: Prof. Junshi Chen
 - Vice President – Position 1: Dr. Pamela Byrne
 - Vice President – Position 2: Prof. Hussein Mansour
 - Treasurer: Mr. Greg Paoli
 - Executive Secretary 1: Dr. Rashed Al Arfaj

- Executive Secretary 2: Dr. Fan Yongxiang
- Executive Secretary 3: Mrs. Joyce Haddad
- It is decided that the office of Chair of the Board and President will be served by one officer on the Board.
- It is decided that the offices of the Vice Chair of the Board and Vice president will be served by one officer (for each) position.
- It is decided that resolutions to be voted on during in-person meetings of the Board (including the Executive Board) be proposed by a member and seconded by another member. A discussion may follow, upon proposal. A vote would then proceed by "show of hands".

The results were as follows:

- Participating Members: 12.
 - In Favour: 12.
 - Against: 0.
 - Adoption by unanimous vote.
- b. The 2nd set of resolutions were related to the financial management of GForSS. The resolutions were read and consisted of the following:
- It is decided to task the President (Samuel Godefroy) and the treasurer (Greg Paoli) to open a Bank Account for GForSS with the Royal Bank of Canada.
 - It is decided that the president and the treasurer will be given authorities to oversee the financial management of GForSS, supported by a Professional/Chartered Accountant. It recommended that the company Turnermore, be tasked to oversee the accounting of the Corporation.
 - It is decided that the President and Treasurer of GForSS be made signatories on the accounts opened by GForSS, using an either/or approach.
 - It is decided that any transaction equal to or exceeding \$10,000 Canadian Dollars be required to be cleared by the Executive Committee of the Board, with at least 3 votes / signatures, including the President and the Treasurer, to proceed with the transaction.

The results were as follows:

- Participating Members: 12.
- In Favour: 12.
- Against: 0.
- Adoption by unanimous vote.

E. Priorities of Intervention of GForSS for 2021: Discussion

The last part of the meeting was devoted to discussing some initial priorities that GForSS could address. A document was submitted for review of the BoD members to consider such priorities. BoD members offered the following comments:

- It is important to support investments in data generation that enable dietary assessments for chemicals and nutrients. This is an area that continues to be challenging for a number of developing food regulatory systems.
- Some members may leverage existing resources and offer them / their use as part of knowledge dissemination initiatives, for example: FSAI (Food Safety Authority of Ireland) may offer the use of its e-learning modules, which can be translated to various languages to support propagation of the understanding of the European food regulatory system.
- There may be an opportunity to survey needs in various parts of the world / regions to identify priorities of investment in food regulatory science.
- GForSS could foster the creation of subgroups / networks that promote collaboration in specific food regulatory science areas at the regional level or based on a specific thematic area.
- It is important for GForSS to focus on capacity building activities and to leverage events, such as Codex meetings to support collaborative action, training activities, etc. on the margin of these events.
- GForSS could contribute to sharing its experience in promoting food regulatory convergence, such as efforts to harmonize pesticide MRLs in the Asia-Pacific region.
- BoD members will continue to reflect on areas of priorities of investment for GForSS and will consider, in parallel, funding opportunities that may enable their implementation.
- This item will be further discussed at an upcoming meeting.

F. Meetings of the Executive Board: Frequency and Next Meeting Designation

It was decided that:

- The 1st meeting of the Executive Board will be held on **26 January 2021**.
- The next meeting of the BoD will be held on **16 March 2021**.

Both meetings will be planned for 6:00 Quebec / 11:00 Dublin / 12:00 Paris / 19:00 Beijing time.

G. Adjournment

The meeting was adjourned at 7:30 Quebec City time.

Shared with all Board members on January 11th, 2021

No changes / approval granted on January 18th, 2021

Executive Secretary Validation

Joyce Haddad, Fan Yongxiang, Rashed Al-Arfaj