



ICTI CARE Foundation

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Summary Minutes of the Meeting of the Governance Board
Los Angeles, June 7, 2011

Attendee List

Members

Alan G. Hassenfeld, Co-Chair	Vincent Tam (TAC)*
Maria Livanos Cattai, Co-Chair	Kathleen Shaver (TAC)
Peter Eio	
Gary Hutchens	<u>Ex Officio</u>
George Irwin	Christian Ewert
Alan E. Munn	
Jane Nelson	<u>Operations</u>
William S. Reese	Ian Anderson
Arnie Rubin	Rosie Zhang
Pär Stenbäck	
T.S. Wong	<u>Secretariat</u>

Harriet Mouchly-Weiss

Frank W. Clarke

Observers

Carter Keithley

May Liang

* TAC – Technical Advisory Council

Board Co-Chair Maria Cattai called the meeting to order at 0830 hours. Eleven members were in attendance. The meeting began with a Panel Discussion on Shared Responsibility, moderated by Co-Chair Maria Cattai, with Craig Moss (SAI) and Brad Sparks (KPMG) as panelists.

Matters Raised and Discussed

1. The minutes of the last board meeting on 13-14 January in Hong Kong were approved.
2. A new Education, Training and Grants Committee was formed, Chaired by William Reese and consisting, in addition, of Jane Nelson, Paul Rice and Auret van Heerden. Its first tasks are to develop a general education and training program and then a grant outreach program.

3. Finance and Audit Committee: The final results of 2010 operations were approved, as were the budget and the forecast for 2011. The accounts through April were reported to be in good order, with monthly reports correct and on time.

4. Oversight and Appeals Committee: The Committee's review of ICP activities since the last meeting showed that standards were being upheld in a reasonable manner and enforcement was not excessive. Two requests were made:

- That a trend analysis of probations and terminations be provided at the next GB meeting.
- That the opportunity to appeal to the Oversight and Appeals Committee be made specifically clear to all concerned.

5. ICTI CARE Process (ICFAL)

- ICFAL Staff: Operations reported on progress in filling new staff positions, indicating that two had been identified and should join the team by end-August.
- Minimum/Living Wage: The President reported on the matter, indicating the need for research on what other major codes say about real wage increases. There should also be research on what a living wage might look like in different cities.

6. Operations: Auditing

- Terminations/suspensions: ensure there is a clear definition of timings, requirements, how much time there is between steps.
- Extra auditor: Factories' option to request the presence of an ICFAL auditor during scheduled audits, at its own expense, should be included on the advisory to all factories.

7. It was suggested that, at the China Toy Expo in Shanghai in October, a Q&A session on the ICP should be held, if possible with members of the GB and Operations.

8. Next Meetings

- Executive Committee Conference call on 15 September at 0900 Eastern time, for approximately one hour.
- Governance Board Meeting in Hong Kong on 11-13 January 2012, with a factory visit scheduled for 10 January. The pre-meeting panel discussions on critical issues are viewed positively and should be a regular addition to GB meetings. GB members are requested to suggest topics for the panel.
- Governance Board Meeting near London on 13-14 May 2012, to coincide with the ICTI annual general meeting.