

MACN Fall Members Meeting

6 - 7 October 2021

Pre-Read



Welcome to the MACN Online Fall Members Meeting!

Please use this link to register: <https://survey.alchemer.com/s3/6523124/Registration-MACN-Members-Meeting-Fall>

For any questions, please contact the MACN Secretariat: macn@macn.dk

We look forward to having two exciting days together!

Warmest regards,
The MACN Secretariat

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How to join and participate in the MACN Online Members Meeting?

To make the most of the time we have together, the Secretariat would like to share some important tips on how to prepare for the meeting:

1) Get ready

This member meeting will be held on Teams. You can access the meeting on your computer or Teams mobile app. Make sure you have a strong Wi-Fi connection.

If you can, find a private place prior to joining the meeting. If not, use headphones to minimize background noise.

2) Meeting conduct - mute

Please make sure to mute yourself upon entry to the call and try and remain muted during the entirety of all sessions. There will be the possibility to ask questions by posting them in the chat. If you post questions in the chat, the speaker can address topics immediately or wait until the Q&A. There will be a chat moderator at hand to ensure that all the comments and questions posted are noted and addressed.

3) Take part in the meeting and network

Although we all miss seeing each other in person, don't forget to stay active, post questions on the chat, and connect over email with members who you normally talk to during the in-person meetings. Who knows – maybe a virtual coffee catch-up with another member representative will make your day after the meeting!

Program: October 6

Time	Topic
11:00 - 12:00 (GMT) 13:00 - 14:00 (CEST)	Meet the MACN Board
10 Minute Break	
12:10 - 13:00 (GMT) 14:10 - 15:00 (CEST)	MACN 2022 Workplan and Collective Action Strategy
10 Minute Break	
13:10 - 15:00 (GMT) 15:10 - 16:00 (CEST)	MACN General Assembly
End of Day 1	

Program: October 7

Time	Topic
10:30 - 11:30 (GMT) 12:30 - 13:30 (CEST)	A conversation with senior leaders on how to tackle maritime corruption
10 Minute Break	
11:40 - 13:10 GMT 13:40 - 15:10 (CEST)	MACN's Collective Action Partners
10 Minute Break	
13:20 - 14:10 (GMT) 15:20 - 16:10 (CEST)	Compliance Trendspotting
14:10 - 14:20 (GMT) 16:10 - 16:20 (CEST)	Meeting Closure and Wrap-up
End of Day 2	

Meet the Board

Speaker: Cecilia Müller Torbrand (MACN)

In this plenary session we will hear the Board members articulate their vision for MACN and outline the skillset they bring to MACN's mission. It will be a 45-minute moderated session lead by MACN CEO Cecilia Müller Torbrand. During this session members will also have the opportunity to ask questions in a 15-minute Q&A round.

Members of the Board of Directors:

- **John Sypnowich**, Chief Legal and Compliance Officer at the CSL Group Inc. (Chair of MACN)
- **Ann Shazell**, Global Lead Lawyer, Ocean Transportation at Cargill (Vice Chair of MACN)
- **Brendon Hawley**, Global Head of Safety & Compliance East Hemisphere at WWS
- **Capt. Rajesh Unni**, CEO at Synergy
- **Kevin Leach Smith**, Chief Operating Officer at Taylor Maritime
- **Dorte Rolff**, Group General Counsel, Board Member and Corporate Secretary at Lauritzen
- **Oistein Jensen**, Chief Sustainability Officer at Odfjell

MACN 2022 Workplan and Collective Action Strategy

Speakers: Cecilia Müller Torbrand, Martin Benderson, Vivek Menon

During the session we will present a high-level overview of MACN's work in 2022 and the recommended priorities for next year. We will also present the results of the strategy refresh of MACN's Collective Action country priorities. Finally, we will introduce you to MACN's new incident data portal. This portal will give members access to MACN's incident data and the Global Port Integrity Platform (GPIP) – measuring integrity in ports worldwide. We will give you a preview of this new system that we are currently finalizing.

MACN 2022 workplan

2021 was an exciting year for MACN marking a decade of our work. MACN now operates as its own member organisation, registered in Denmark (41887958) and has received further recognition for our work from donors as well as additional funding for our in-country (collective action) work.

MACN continues to work towards its vision through three objectives: Capability Building, Collective Action, and Collaboration. The 2025 strategy goals under each pillar are as follows:

Capability Building	Providing industry-leading innovative solutions to our members	<i>MACN provides support for industry maturation in anti-corruption compliance enforcement through Capability Building. By 2025, we want to see an empowered maritime industry tackling corruption challenges with membership in MACN as essential for success.</i>
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Collective Action	Driving and leading sustainable change in the operating environment.	<i>MACN is driving changes in global trade through collective action. By 2025, with our member and partners, we will drive a significantly improved compliance environment in the countries targeted by MACN's collective action strategy.</i>
Collaboration	A recognized contributor and expert working in partnerships to raise the integrity standard for maritime trade.	<i>By 2025, through partnerships, we will advocate for regulatory changes, participate in the international forums to raise awareness of maritime corruption, and contribute to better ethical standards beyond MACN's own sphere of influence.</i>

Building on the 2025 strategic objectives and the three pillars, the Secretariat proposes the following priorities in 2022:

Capability building:

MACN continues to recognize the need for tools and solutions in the compliance space. We would like to put effort into tool development, independently and in partnership with service providers, to drive innovation in the development of digital community compliance solutions. The Secretariat believes MACN can serve as a valuable resource for this work and can conduct work within the membership budget, through donor funded projects, and by developing additional services to support compliance implementation.

The Secretariat recommends focusing on a few key compliance related projects (for example, MACN's community platform for third party management), and to continue to develop training and eLearning for different stakeholders. This capacity building will focus on the value chain approach meaning we will support our different member categories (e.g., P&I clubs, port agents, terminals) but also continue to raise awareness on this topic for frontline staff as well as the next generation of seafarers. MACN will also continue to explore the development of an MACN App.

Due to the pandemic, MACN's interaction with the members and our local partners has been done online and the Secretariat recognizes the need to boost both peer and industry dialogue and member interaction with the Secretariat next year. Uncertainty remains over the possibility of holding a large global meeting, but the Secretariat aims to connect in person with the membership through regional workshops during the first part of 2022 with the aim of arranging global membership meeting(s) in 2022.

Collective Action:

A key success factor in MACN's Collective Action Strategy has been our ability to target high risk countries that are relevant to members and where MACN has high likelihood of driving tangible change in the operating environment. An important part of the Strategy is the list of priority countries, where MACN actively pursue or seeking to pursue collective action initiatives. This list was last updated in 2018, and this year we conducted a review of the country list to ensure it reflects the countries where current members face challenges. By asking the membership, key industry associations, and other relevant industry stakeholders, MACN has developed a revised list of geographical regions and countries that should be prioritized in MACN's Collective Action work. At this session, we will present our findings to the membership and invite you to provide feedback.

The MACN Secretariat continues to see a need to scale-up and progress with the collective action work as well as building a presence in countries where our members face issues. Regional approaches will be prioritized where

relevant and, in 2022, we propose to deepen our regional engagement with the Abuja MOU to further strengthen integrity in the PSC inspection regime across West and Central Africa.

Collaboration:

Through the valuable cooperation with ICS and other prominent associations such as Bimco, ITF, and IAPH, MACN has been able to address maritime corruption at IMO level and within the short timeframe of three years. The IMO is now working on a guideline to address maritime corruption (IMO FAL). The Secretariat envisions that work with IMO will continue, and we will also seek opportunities for further collaboration with the IMO on maritime corruption, including how MACN's work links to the IMO's engagement under the Sustainable Development Goals (with a focus on SDG 16 and SDG 17).

Our work with academia will continue and our role as co-lecturers at World Maritime University is important way to conduct and enhance capacity building beyond the industry. Furthermore, MACN's work with the Global Port Integrity Platform will expand our collaboration with both industry associations and academia globally.

How to prepare for this session:

During this session we will present MACN's 2022 Work Plan (high-level overview) and the suggested priorities for next year. Members will have an opportunity to take part in this process. Please complete the registration survey prior to this session.

MACN General Assembly

Speakers: John Sypnowich (MACN Chair), Ann Shazell (MACN Vice Chair), Cecilia Müller Torbrand, (MACN Secretariat), Flora Caia (MACN Secretariat)

MACN Members meet two times per year. At the **2021 Spring Members Meeting** the membership voted on key governance decisions to complete MACN's transformation to a separate legal entity. The full overview of decisions to be made the Spring Meeting is available [here](#). The full list of decisions which can or should be taken at the general assembly is stated in [MACN's Operating Charter](#) 7.3.

Board Nominations

According to MACN's Operating Charter, the Board can operate with a minimum number of six members. At the 2021 Spring Members Meeting, the membership welcomed two new Board members Captain Rajesh Unni and Mr. Øistein Jensen. Since the onboarding process takes time, the Board agreed to postpone the election of a new Board Member (as replacement for Mr. Aaron Powell) until Spring 2022.

At this meeting the Membership needs to decide on:

Agenda item 1 - Approval of Cashier

The Cashier is a member representative and member of the Board of Directors. In the August Board Meeting, the Board agreed as an interim solution, that Mr. Øistein Jensen would take over Mr. Aaron Powell's responsibilities as Cashier until the 2021 Fall Members Meeting. The Board would like to nominate Mr. Øistein Jensen of Odfjell SE as Cashier in the Board.

Membership decision: The Board nominates Mr. Øistein Jensen as Cashier of MACN.

Agenda item 2 – Approval of 2022 Workplan

In the previous session, the MACN Secretariat highlighted the focus areas for 2022. For this session, please refer to the pre read for the previous session. After the Members Meeting the Secretariat will develop a full workplan with KPI's and objectives for 2022 which members can follow progress on during the year.

Membership decision: Approval of high level 2022 workplan.

Agenda item 3 – Status of MACN Budget

In the Spring Meeting, the members voted in favor that the membership fees remain the same for 2022. This gives MACN a solid foundation during the first year of operating as its own entity. MACN has had strong growth in 2021 and fees are expected to grow at least 7% above the estimated budget. Further, the MACN Secretariat has done several savings (less travel, no global meeting) and the transformation to a new legal entity has decreased costs of daily running costs (lower overhead costs for the Secretariat). The savings and significantly reduced overhead costs give MACN a solid start in 2022 and MACN can plan for both in person regional workshops and a possible global member meeting. We can launch the new HelpDesk in Egypt despite no additional (donor) funding, and we can invest more in improving the operating environment and MACN’s collective action programs. We are also able to invest in further e-Learning development and compliance tools as highlighted in the recommended 2022 workplan.

In 2021, MACN received increased funding from DANIDA and the Siemens Integrity Initiative to launch projects in South Asia and expand MACN’s work in Ukraine. The end-of-year result will be presented closer to end year but the initial results indicate the following:

Unrestrictive reneue (USD)	2021	Actual	
Member revenue	1 178 000	1 265 300	7.33% above 14% unpaid invoices Expected end year result: 565 000
Collective action fund	70,000	105,000	50% above
Restricted revenue	2021/2022		
Grant funding	1,516,300	Danida, Siemens, TK Foundation, Orient and Lauritzen Foundation	
New grants	997,000	Danida and Siemens	

Agenda Item 4 - Any other business

No other business has been brought to the attention of the Board.

A conversation with senior leaders on how to tackle maritime corruption

Speakers:

Arthur English, CEO G2 Ocean

Arthur English joined G2 Ocean on its formation in 2017 as Chief Commercial Officer and was appointed Chief Executive Officer in January 2020. Prior to his current role, Arthur held a number of commercial roles in the breakbulk, dry, terminal, combination carrier and tanker sectors with Gearbulk in Asia, Europe, the Middle East and Africa, having joined the organisation in 1994. He started his career in the shipping industry as Shipbroker in 1990 after graduating with a bachelor's degree in Agricultural Economics from the University of Reading. Arthur also holds an MBA from the University of Nottingham and is a Fellow of the Institute of Chartered Shipbrokers. Arthur applies his deep understanding of the shipping industry in joint ventures at both management and board level.

Tim Ponath, CEO, NSB Group

In 2005, Tim Ponath joined REEDEREI NSB. He ran through different steps by taking over responsibility: Newbuilding Management, Fleet Management and Technical Management & Services. In 2014 he was appointed to the management as COO and in 2019 he took over as CEO. He was and is the main driver of developing and executing our company's vision. This comprises a comprehensive reorganization process from REEDEREI NSB, a German ship management company mainly operating German KG vessels, to an international fleet management & maritime service provider under the brand NSB GROUP with headquarter in Germany and subsidiaries in China, Philippines, Singapore, Korea, and Sri Lanka. Tim Ponath has studied business engineering and mechanical engineering and is a skilled industrial mechanic.

Captain Rajesh Unni, CEO, Synergy

The founder and CEO of Synergy Marine Group, Capt. Unni's illustrious maritime career spans more than 30 years. Renowned for his innovative and forward-thinking leadership on technology and sustainability and his ability to forge thought and technical partnerships with like-minded companies. A passionate marathoner, Rajesh is also the founder and joint CEO of Alpha Ori Technologies, which is transforming ships and all related parts of the logistics value chain to operate as a DIGITAL enterprise. SMARTShip™, its patented digital platform, with AI enabled applications is a highly successful product in the shipping industry and is known for enabling fuel savings, predictive maintenance and hull efficiency.

Rajesh is also a vocal supporter of shipping's net zero emissions ambition by 2050. He is a leading business creator, committed family man and determined philanthropist.

How to prepare for this session:

Come prepared with questions for senior management.

MACN's Local Collective Action Partners

Speakers:

Fernando Felipe Basch (Brochou), Soji Apampa (CBi), Anil Devli, (INSA), Artem Serhiiovych Volkov (ANK), Ms. Nada H. Eldib (Eldib Pandi), Shabnam Siddiqui (UNGC India), Shahamin Zaman (UNGC Bangladesh), Fasihul Karim Siddiqi (UNGC Pakistan), Vivek Menon (MACN), Martin Benderson (MACN)

MACN's Collective Action partners will provide an update on the latest progress and what lies ahead in each of MACN's Collective Action countries. We will also hear comments and testimonies from MACN members currently engaged in the collective action initiatives and learn about their experiences of using MACN's HelpDesk.

- Ukraine, Artem Serhiiovych Volkov (ANK) – We will hear from our local partner on the progress made over the last six months in Ukraine in terms of Local HelpDesk and government outreach.
- Nigeria, Soji Apampa (CBi) - We will hear from our local partner on the progress made and the challenges faced over the last six months in Nigeria with reference to the Local HelpDesk and government collaboration. We will also be joined by one of our members who will share their experiences on the ground, how they prepare their vessel prior to and during port calls in Nigeria.
- Argentina, Felipe Basch (Brochou), – We will learn how MACN has established a local collective action alliance in Argentina, how the port agent community is driving the collective action, and why collective action is important to port agents.
- India, Anil Devli, (INSA) & Shabnam Siddiqui (UNGC India) – We will hear about MACN's new collective action initiative in India, and we will be introduced to our local project partners.
- Egypt, Ms. Nada H. Eldib (Eldib Pandi) – We will introduce and hear from our new Collective Action local partner in Egypt – Eldib Pandi. In this session we will share the plans for MACN's Local HelpDesk in Egypt, how members should use it, and our next steps in Egypt.

- Bangladesh, Shahamin Zaman (UNGC Bangladesh) – we will be introduced to our local project partners in Bangladesh and learn about the new collective action initiative MACN is launching.
- Pakistan, Fasihul Karim Siddiqi (UNGC Pakistan) - we will be introduced to our local project partners in Pakistan and learn about the new collective action initiative MACN is launching.

How to prepare for this session:

Members are requested to come prepared with questions for this panel of experts from our Collective Action countries and seek inspiration for the year to come.

Egypt Corruption Risks Survey - 2021:

In order to help MACN with its new Collective Action engagement in Egypt together with its new local partner we request 10 minutes of your valuable time in answering this [survey](#).

Compliance Trendspotting

Speakers:

Pascale Dubois, International Executive Advisor

Pascale is a leading expert on international corporate governance and risk management, international anti-corruption/anti-fraud. She works with major corporations, foreign and domestic governments, NGOs, and other organizations impacted by these issues. She has led multicultural teams responsible for complex investigations, as well as the adjudication of fraud and corruption allegations. One of her major accomplishments is leading the development and launch of an innovative anti-corruption tool that allowed firms who cooperated with the World Bank Group to receive meaningful remediation which resulted in better informed prevention measures and incentives for corporations to change the way they do business.

Her career has included holding prominent roles within the World Bank Group as well as two Fortune 500 companies and several prestigious law firms. She is an Adjunct Professor at Georgetown University Law Center, a frequent guest lecturer at several major academic institutions, including the International Anti-Corruption Academy in Vienna and HEC in Montreal, a public speaker at conferences, and an author of numerous articles published in various legal journals and publications.

Alison Taylor, Executive Director, Ethical Systems

Alison works on challenges at the intersection of corporate integrity, risk and responsibility. She is the Executive Director of Ethical Systems, which is part of NYU Stern School of Business and is a collaboration between leading academics working on behavioral science, systems thinking and organizational psychology. She is an Adjunct Professor at NYU Stern School of Business, where she teaches professional responsibility and leadership to undergraduate, MBA and Executive MBA students. She holds Senior Advisor roles at BSR and Wallbrook. She is a 2019-21 member of the World Economic Forum's Global Future Council on Transparency and Anti-Corruption and a member of the UK government's Business Integrity Initiative expert panel.

She has a long track record of consulting for large multinational companies, on strategy, sustainability, political and social risk, culture and behaviour, human rights, ethics and compliance, stakeholder engagement, ESG, and anti-corruption. She regularly speaks and writes on all these subjects, including articles in Harvard Business Review, WSJ, Quartz, Reuters, and Forbes, quotes in the New York Times, Financial Times, Axios, NBC News, Strategy + Business, and Politico, and guest lectures for sustainability, business, public policy, political science and law graduate students.

Gemma Aiolfi, Head of Compliance, Corporate Governance and Collective Action, Basel Institute on Governance

Gemma Aiolfi has been the Head of Compliance, Corporate Governance and Collective Action at the Basel Institute on Governance since July 2013.

Prior to that she was Legal Counsel to the Integrity Department and the internal Office of Special Investigations at ABB AG in Oerlikon Zurich, focusing on advising on internal corruption allegations in connection with the US Deferred Prosecution Agreement. Gemma was Global Head of Anti-Corruption at UBS AG in Zurich, and also worked in the Group Money Laundering Prevention Unit. Whilst employed by the OECD's Working Group on Bribery in International Business Transactions she was seconded to work at the University of Basel, where she helped to establish the Basel Institute on Governance and worked with the Chairman of the OECD Working Group, Prof. Mark Pieth.

Gemma also served as an advisor to the UN Independent Inquiry Commission on the Iraq Oil-for-Food Programme. Having studied Law at the London School of Economics, she was called to the bar of England and Wales and practised in London before relocating to Switzerland. Postgraduate law studies were undertaken at Basel and Stockholm Universities. She is a member of the board of Ethics and Compliance Switzerland and served as an external council adviser to the board of Graña y Montero, Peru.

How to prepare for this session:

Come prepared with questions for this panel of experts and seek inspiration for the year to come.

Annex/Appendix I: MACN Anti-Trust Compliance Policy

The Maritime Anti-Corruption Network (MACN) is an international business-led initiative in the maritime industry created to share and develop best practices, including policies and approaches, in the field of anti-corruption to enable fair trade to the benefit of society at large.

The Members of MACN believe that the objectives of MACN can best be advanced through collaborative efforts. MACN and its Members acknowledge and understand that their activities must always be undertaken in compliance with all applicable laws and regulations, including but not limited to laws and regulations relating to antitrust and competition. These laws are intended to preserve and promote free, fair and open competition. Failure to abide by these laws can potentially have extremely serious consequences for MACN and its Members.

The policy of MACN and its Members is, therefore, to conduct all its activities in strict compliance with all applicable antitrust and competition laws, to facilitate legitimate pro-competitive and other activities that help advance the objectives of the initiative, but which excludes any prohibited activities.

It is therefore against the policy of MACN to sponsor, encourage or tolerate any discussion, communication of any kind, information sharing or agreement that would violate applicable antitrust or competition laws. Any discussion, communication of any kind or agreement relating to commercially sensitive information, including but not limited to the following, therefore must always be strictly avoided:

- Prices, including but not limited to actual prices, pricing policies, bids, discounts, promotions, terms of sale or credit, royalties or license fees;
- Time charters, voyage charters, contracts of affreightment, relets, bareboat arrangements or spot freight contracts, excluding anti-corruption contract provisions which may be discussed;
- Customer lists;
- Production volumes;
- Costs, profits or turnover of individual companies, products or services;
- Offers or sales volumes to customers or territorial markets;
- Sharing or division of any product market or geographical market;
- Strategy or marketing plans;
- Production quotas, output and capacity, including fleet capacity, utilization rates, or inventory;
- Purchased volumes and demand;
- Boycotts and refusals to deal with companies or groups;
- Agreements concerning individual company decisions on whether to produce certain products, adopt certain product designs or carry out specific product release dates or cycles;
- Risks;
- Investments and disposals, including vessel new-building plans or arrangements, acquisition or the disposal of second hand vessels; or
- Technologies and R&D programs and their results.

Each Member will ensure that its representative(s) who attend MACN meetings or are otherwise involved with MACN will have received adequate training in compliance with anti-trust law with reference to dealings with competitors and trade associations, including exchange of information, and will have reviewed the MACN Anti-Trust Compliance Policy.

No discussion, communication or agreement of this type should occur during, in or around MACN meetings or calls, whether written, oral, formal, informal, by act or omission, in social settings or “off the record.” Each MACN Member is required to stop any discussion that violates this policy and report any violations to its own appropriate counsel.

While an important objective for MACN will be the development of shared principles for anti-corruption as well as aligned approaches to anti-corruption, it is stressed that such principles, policies, or associated approaches will only be passed in strict compliance with the applicable antitrust or competition laws and upon legal review by appropriate counsel. In any event, such principles, policies, and approaches are not intended to limit any company's

freedom or discretion to make its own business decisions, to prevent the manufacture or sale of any product not conforming to such a specified standard, or to have the effect of restraining competition, including amongst suppliers and sub-contractors to the Members of MACN. Additionally, no activity will include any discussion or action that might be construed or interpreted as an agreement or understanding to refrain from purchasing (or limiting the prices paid for) any raw materials, semi-finished products, equipment, services, or other supplies from any supplier.

Furthermore, while an important objective for MACN will be the sharing of best practices, such sharing must be generic and must omit information that could identify specific parties or details, including names and dates, and must comply with the present anti-trust compliance policy. MACN commits to developing a separate, detailed policy on information sharing as an integral part of this anti-trust compliance policy.

For each meeting, agenda and minutes will be prepared, reviewed by an internal legal counsel of a MACN Member company, subsequently shared with all participants and approved by participants at the subsequent meeting in MACN. (*Paris, 2012*)