



International Oil Pollution
Compensation Funds

Agenda Item 6	IOPC/NOV24/6/3	
Date	22 August 2024	
Original	English	
1992 Fund Assembly	92A29	●
1992 Fund Executive Committee	92EC83	
Supplementary Fund Assembly	SA21	●

RE-APPOINTMENT OF THE EXTERNAL EXPERT OF THE JOINT AUDIT BODY

Note by the Chair of the 1992 Fund Assembly

Summary:

The joint Audit Body of the 1992 Fund and the Supplementary Fund is composed of seven members elected by the 1992 Fund Assembly: six named individuals nominated by 1992 Fund Member States and an external expert with expertise and experience in financial and audit matters who is not related to the organisations (an 'external expert').

In accordance with the Composition and Mandate of the Audit Body, the external expert is elected on the recommendation of the Chair of the 1992 Fund Assembly, for a period of three years, twice renewable.

At its November 2021 meeting, the 1992 Fund Assembly decided to appoint Mrs Alison Baker as the external expert of the joint Audit Body for a term of three years from 1 January 2022 to 31 December 2024 (document [IOPC/NOV21/11/2](#), paragraph 6.1.6).

The first term of office of the present external expert, Mrs Alison Baker, will expire on 31 December 2024. The Chair of the 1992 Fund Assembly has recommended that Mrs Alison Baker be re-appointed for a second three-year term, until 31 December 2027.

Action to be taken: 1992 Fund Assembly

On the recommendation of the Chair of the 1992 Fund Assembly, the Assembly is invited to re-appoint Mrs Alison Baker as the external expert of the Audit Body for a second three-year term, until 31 December 2027.

Supplementary Fund Assembly

The Supplementary Fund Assembly is invited to take note of the information and of the decision of the 1992 Fund Assembly in respect of the external expert.

1 Introduction

- 1.1 At their October 2001 sessions, the governing bodies decided to establish, in line with best corporate governance practice, a joint Audit Body to provide expert advice and enhance the effectiveness of Member States' oversight in the key areas of internal control, financial reporting and risk management (document [92FUND/A.6/28](#), paragraph 12.5). The first election of members of this Audit Body was held in October 2002.

- 1.2 In accordance with the Composition and Mandate of the Audit Body, the joint Audit Body is composed of seven members elected by the 1992 Fund Assembly for three years: six named individuals nominated by 1992 Fund Member States, and one named individual not related to the organisations with expertise and experience in financial and audit matters (an 'external expert'), nominated by the Chair of the 1992 Fund Assembly. The external expert shall hold office for three years, twice renewable.
- 1.3 At its November 2021 meeting, the 1992 Fund Assembly decided to appoint Mrs Alison Baker as the external expert of the joint Audit Body for a term of three years from 1 January 2022 to 31 December 2024 (see document [IOPC/NOV21/11/2](#), paragraph 6.1.6).
- 1.4 The first term of office of the present external expert, Mrs Alison Baker, will expire on 31 December 2024. Based on the valuable experience Mrs Baker has gained during her first three-year term and the need to facilitate a smooth transition for the new External Auditor in 2026, the Chair of the 1992 Fund Assembly has recommended that Mrs Alison Baker be re-appointed for a second three-year term, until 31 December 2027. Mrs Alison Baker's curriculum vitae is at the Annex.

2 Action to be taken

2.1 1992 Fund Assembly

On the recommendation of the Chair of the 1992 Fund Assembly, the Assembly is invited to re-appoint Mrs Alison Baker as the external expert of the Audit Body for a second three-year term, until 31 December 2027.

2.2 Supplementary Fund Assembly

The Supplementary Fund Assembly is invited to take note of the re-appointment of Mrs Alison Baker as the external expert of the Audit Body for a second three-year term, until 31 December 2027.

* * *

Alison Baker

Profile

Non Executive Director, Senior Board Advisor and Mentor.

An experienced Non-Executive Director, Audit Chair and Board advisor with a portfolio of appointments in both listed (FTSE 100, 250 and TSX) and growth businesses.

Extensive emerging markets experience in assurance and complex and transformational cross-border transactions, combining expertise in scenario and risk planning with understanding of commercial imperatives and cultural sensitivities.

Former UK & EMEA Head of Oil & Gas at PwC with Board level experience from entrepreneurial businesses to FTSE10 with international or global reach.

Expertise

- Governance – Audit Committee Chair experience and over 25 years advising on technical accounting and exchange requirements, risk management, and anticipating regulatory change. Experienced in design and implementation of governance best practices
- Stakeholder management – Dealing with challenging situations inside and outside the boardroom through building effective relationships, strong communication skills and cultural sensitivity
- Commercial and networked professional – Advising multinational companies over a 25 year career, using strong connections to benefit clients in Energy & Mining, Brewing, Hospitality, Retail and Transportation sectors
- Business change and leadership development – Helping others thrive and develop by providing challenge and support; working as a coach and mentor with current C Suite, Partners and Next Generation
- Complex cross border transactions – Capital market transactions including demergers, M&A including public to private, hostile bids and bid defence, IPOs, secondary fundraising and restructuring

Career Summary

Current Non Executive Directorships

External Expert of the Audit Body IOPC Funds - (10 days per annum) **Jan 2022 - present**

- External Expert of the Audit Body of two intergovernmental organisations which provide compensation for oil pollution damage resulting from spills of persistent oil from tankers

Non Executive Director Helios Towers plc - (20 days per annum) **Sept 2019 - present**

- Senior Independent Director (from May 2023)
- Chair of Audit Committee and member of Remuneration Committee

Non Executive Director Rockhopper Exploration plc - (10 days per annum) **Sept 2018 - present**

- Senior Independent Director (from May 2019)
- Chair of Audit & Risk Committee (from May 2019) and member of Nomination and Remuneration Committees

Non Executive Director Endeavour Mining Corporation - (25 days per annum) **March 2020 - present**

- Senior Independent Director (from September 2023)
- Chair of Audit Committee and member of Rem and Corp Gov & Nom Committee (from September 2023). Former member of ESG committee

Non Executive Director Capstone Copper Corporation - (25 days per annum) **March 2022 - present**

- Chair of Audit Committee (from 1 August 2022) and member of HRC Committee

Former Non Executive Directorships

Non Executive Director KAZ Minerals plc **Oct 2017 - May 2021**

- Chair of Audit Committee and member of Nomination Committee

Non Executive Director Centamin plc **Feb 2018 - August 2019**

- Chair of HSES Committee and member of Nomination Committee

Non Executive Director and Chair of Audit Committee Helios Towers plc **Feb 2018 - Mar 2018**

- Pre IPO board appointment plc board disbanded when IPO aborted

Other roles

Board Advisor Emperor - (4 days per annum) **Oct 2017 - present**

- One of the UKs largest stakeholder communications company

Board Advisor Buchanan - (4 days per annum) **June 2018 - June 2024**

- London based financial PR firm

Member Audit Committee Chairs Independent Forum

- Chair TCFD (Climate Change) steering group

PwC Assurance Partner **2012-2017**

- UK & EMEA Head of Oil & Gas responsible for all services to clients and industry thought leadership
- Established and led the mid-market Energy, Utilities and Mining practice with extensive emerging markets experience (Clients included Central Asia Metals, JKX and Sedibelo)
- Founder member of Partner coach network

EY Assurance Partner **2005 - 2011**

- Global client service partner for multinational FTSE 100 and FTSE 250 companies (including BP, Bass/InterContinental and National Express)
- Lead Partner of the Energy, Utilities and Mining Assurance practice
- Lead Partner sponsor and developer of the Accelerated leadership programme and EY Degree (Lancaster University in conjunction with ICAS)

EY Audit Trainee through to Senior Manager **1993 - 2005**

- Advising clients in Consumer led businesses across Brewing, Hospitality, Retail and Transportation (listed, government owned and entrepreneurial/owner managed)

Other Activities & Personal

- EMCC coach and accredited coach (Henley Business school) April 2018
- Married to Anders for 26 years. Both keen golfers and avid Saints FC fans. Former international golfer and British junior champion

Education

Practical Certificate in Coaching - Henley Business School **2017 - 2018**

Chartered Accountant - ICAEW **1993 - 1996**

BA Hons. Mathematical Sciences & Sports scholar - University of Bath **1989 - 1993**
