



***Hosted under the patronage of the Right Honourable Hage Geingob,
Prime Minister of the Republic of Namibia***

4th Meeting of the SOE Network for Southern Africa

“Towards a Regional Consensus”

- Agenda -

18-19 November 2013

**Location:
Swakopmund Hotel and Entertainment Centre
Swakopmund, Namibia**

Hosted and Sponsored by:



Office of the Prime Minister
SOE Governance Council Secretariat

With the financial support of the Norwegian Government.

Background

Since 2007, in response to the need for improving the governance of state-owned enterprises (SOEs) in the region, the OECD has been working with local partners to build the SOE Network for Southern Africa. The Network held its first meeting in Cape Town, South Africa in May 2008, its second meeting in 2009 in Maputo, Mozambique, and was re-launched in 2012 in Midrand, South Africa thanks to funding support from the Norwegian Ministry of Trade and Industry.

The Network is the first regional cooperation of its kind to focus on SOE governance in the region and mainly covers the member economies of the SADC region. The Network aims to support reformers and policy makers in the region to enhance the performance of SOEs through governance improvements, while also taking into consideration structural policy challenges and pressing development priorities.

Objectives

After last year's popular re-launch meeting, the Network will reconvene around the theme, "Towards a Regional Consensus". The meeting will serve to:

1. Reach a consensus on the *Southern African Guidelines on the Governance of State-Owned Enterprises*, a regional instrument mandated by the Network and developed by a Taskforce of delegates;
2. Work towards developing company guidance on anti-corruption and corporate ethics in SOEs; and,
3. Agree on priorities on the governance of SOEs in the infrastructure sector.

Meeting Format and Participation

This two-day high-level meeting will be hosted under the Patronage of the Prime Minister of the Republic of Namibia, by the Namibian State-Owned Enterprise Governance Council Secretariat and the OECD with sponsorship from the Agricultural Bank of Namibia and Namport. The meeting will involve approximately 60 participants. A director of events will be in charge of event management. The first day will focus on the regional SOE Guidelines; while the second day will focus on the two thematic areas.

Governmental and other relevant organisations (e.g. international organisations; corporate governance institutes; civil society) are invited from the policy making community, including the owners and overseers of SOEs. Participation is also broadened to include representatives of large state-owned enterprises and, where relevant, private enterprises in the discussions.

Social Events and Tour

A welcome "dinner in the desert" will be hosted by Namport and presided over by the Governor of the Erongo Region at on Monday, 18 November in the evening. A tour of Namport (a local SOE) has been arranged by the hosts for the afternoon of Tuesday, 19 November. All registered participants are invited to attend the welcome dinner and tour of Namport.

Meeting documentation

- Theme 1: *Southern African Guidelines on the Governance of State-Owned Enterprises (First Draft)*
- Theme 1: *State-Owned Enterprise Governance: A Stocktaking of Reforms and Challenges in Southern Africa*
- Theme 2: *Concept Note: Company Guidance on Anti-Corruption and Ethics for State-Owned Enterprises*
- Theme 3: *Discussion Paper: Note on the participation of SOEs in infrastructure provision*
- Summary Record: *SOE Guidelines Taskforce Meeting, 22-23 April 2013, Gaborone, Botswana*
- Summary Record: *SOE Network for Southern Africa, 3rd meeting, 8-9 October 2012, Midrand, South Africa*

Day 1: 18 November 2013

8:30 am	Registration
9:00 am	Introductory Remarks <ul style="list-style-type: none"> – Mr. Frans Tsheehama, Executive Director of the State-Owned Enterprise Governance Council Secretariat, Office of the Prime Minister, Republic of Namibia – Mr. Arto Honkaniemi, Senior Financial Counsellor, Ownership Steering Department, Office of the Prime Minister, Finland
9:30 am	Keynote Speech: Mr. Tjekero Tweya, Deputy Minister for Trade and Industry on behalf of the Right Honourable Hage Geingob, Prime Minister of the Republic of Namibia
Theme 1: Towards a consensus on the Southern African Guidelines on the Governance of State-Owned Enterprises	
10 -10:30 am	Presentation by the Chair of the SOE Guidelines Taskforce <ul style="list-style-type: none"> – Mr. Kgotla Ramaphane, CEO, Public Enterprises Evaluation and Privatisation Agency (PEEPA), Botswana Presentation of Regional stocktaking report <ul style="list-style-type: none"> – Mr. Hans Christiansen, Senior Economist, OECD Secretariat
10:30 - 11:30 pm	Chapter 1 : An Effective Legal and Regulatory Framework for State-Owned Enterprises This item will focus on the first chapter of the regional guidelines which covers the legal and regulatory framework for SOEs. An introductory presentation will be made by the lead discussant on the recommendations and corresponding annotations followed by a roundtable discussion. Delegates are invited to comment on the language of the draft, and suggest additions, exclusions or modifications to the recommendations and corresponding annotations. <i>Lead Discussant:</i> Mr. Apolinario Panguene, Chairman, State Shares Management Agency (IGEPE), Mozambique Discussion
11:30 - 12:30 pm <i>*Note change in order to accommodate speaker's flight schedule.</i>	Chapter 6: SOE Board Practices This item will focus on the final chapter of the regional guidelines which covers SOE board practices. An introductory presentation will be made by the lead discussant on the recommendations and corresponding annotations followed by a roundtable discussion. Delegates are invited to comment on the language of the draft, and suggest additions, exclusions or modifications to the recommendations and corresponding annotations. <i>Lead Discussant:</i> Mr. Mumba Kapumpa, former President, Institute of Directors, Zambia Discussion

12:30 – 1:30 pm	<i>Lunch break</i>
1 :30 – 2:15 pm	<p>Chapter 2: Purpose of Ownership and the State Acting as an Owner This item will focus on the second chapter of the regional guidelines which covers the purpose of ownership and the state acting as an owner. An introductory presentation will be made by the lead discussant on the recommendations and corresponding annotations followed by a roundtable discussion. Delegates are invited to comment on the language of the draft, and suggest additions, exclusions or modifications to the recommendations and corresponding annotations.</p> <p><i>Lead Discussant:</i> Mr. Richard Kakona, Acting Director, State-Owned Enterprise Governance Council Secretariat, Namibia</p> <p><i>Discussion</i></p>
2 :15 - 3 pm	<p>Chapter 3: Equitable Treatment of Shareholders and other Outside Investors This item will focus on the third chapter of the regional guidelines which covers the equitable treatment of shareholders and other outside investors. An introductory presentation will be made by the lead discussant on the recommendations and corresponding annotations followed by a roundtable discussion. Delegates are invited to comment on the language of the draft, and suggest additions, exclusions or modifications to the recommendations and corresponding annotations.</p> <p><i>Lead Discussant:</i> Mr. Abilio Inguane, Manager Planning and Corporate Affairs, State Shares Management Agency (IGEPE), Mozambique</p> <p><i>Discussion</i></p>
3 - 3:15 pm	<i>Coffee/Tea Break</i>
3:15 – 4pm	<p>Chapter 4 : Relations with Stakeholders and Anti-Corruption and Ethics This item will focus on the fourth chapter of the regional guidelines which covers relations with stakeholders, and anti-corruption and ethics. An introductory presentation will be made by the lead discussant on the recommendations and corresponding annotations followed by a roundtable discussion. Delegates are invited to comment on the language of the draft, and suggest additions, exclusions or modifications to the recommendations and corresponding annotations.</p> <p><i>Lead Discussant:</i> Mr. Thomas Scott, Chief Economist, Development Bank of Southern Africa, South Africa</p> <p><i>Discussion</i></p>

<p>4 - 4:45 pm</p>	<p>Chapter 5: Transparency, Disclosure and Accountability</p> <p>This item will focus on the fifth chapter of the regional guidelines which covers transparency, disclosure and accountability. An introductory presentation will be made by the lead discussant on the recommendations and corresponding annotations followed by a roundtable discussion. Delegates are invited to comment on the language of the draft, and suggest additions, exclusions or modifications to the recommendations and corresponding annotations.</p> <p><i>Lead Discussant:</i> Mr. Otlametse Rakwadi, Manager, Performance Monitoring, PEEPA, Botswana</p> <p><i>Discussion</i></p>
<p>4:45 - 5:30 pm</p>	<p>The way forward on regional guidelines :</p> <p>This item will discuss the way forward on the regional guidelines. In particular, discussants will be invited to provide their views on how to move forward on endorsement of the guidelines in 2014. A number of options will be discussed, including endorsement of the Guidelines through a SADC ministerial process. The Secretariats of various regional organisations will be invited to present their views. The OECD Secretariat will also be available to describe how the process could be organised, including through a series of consultative meetings throughout the region to involve stakeholders and to build awareness of the regional instrument.</p> <p><i>Moderator:</i> Mr. Kgotla Ramaphane, CEO, PEEPA, Botswana and Chair of the SOE Guidelines Taskforce</p> <p><i>Representatives of regional organisations:</i></p> <ul style="list-style-type: none"> – Dr. Moustapha Mekideche, Eminent Corporate Governance Panel Member, Africa Peer Review Mechanism – Mr. Anthony Ademola Taylor, Economic Affairs Officer, UN Economic Commission for Africa, Sub-regional Office for Southern Africa
<p>5:30 – 5: 45</p>	<p>Wrap up Session</p> <ul style="list-style-type: none"> – Mr. Kgotla Ramaphane, CEO, PEEPA, Botswana and Chair of the SOE Guidelines Taskforce – Mr. Hans Christiansen, Senior Economist, OECD Secretariat
<p>7 - 9:30pm</p>	<p>Welcome Dinner – Sponsored by Namport</p> <p>Venue: Desert excursion</p>

Day 2: 19 November 2013

Theme 2: Developing a company guidance for SOEs - Anti-corruption and corporate ethics

8:30 – 10:30 am

SADC economies are increasingly examining the issue of corruption and ethics in SOEs. SOEs can be both passive and active actors when it comes to corruption. Commercial SOEs may be under pressure to bribe for business, especially where such practices are commonplace among private competitors and in certain industries. Like private companies, SOEs can also be victims of abuse and fraud by their own employees. SOEs officials can also be bribed by private companies to obtain lucrative contracts and other abusive business practices. SOEs may also be prone to corruption through privatisation processes or in their public procurement practices. Thus, addressing the issue of anti-corruption and ethics is multidimensional and it necessarily starts with good SOE governance practices at the level of the SOEs-themselves.

This panel will explore the corruption challenges and good governance practices which seek to curb corruption and reinforce corporate ethics in SOEs in the region. These include stakeholder consultations to identify the corruption risks and opportunities; the role of boards of directors and their respective committees; codes and policies on company ethics; competitive public procurement and privatisation practices; and reporting, disclosure and compliance practices. Delegates will be asked to comment on the tabled proposal to develop a project in this area and to consider various options for the project coverage and scope.

Moderator: Ms. Orcilla Ruthnam, Chief Director: Governance, Department of Public Enterprises, South Africa

Discussant:

- Mr. Regan Mwazi, Manager: Marketing and Communication, Agricultural Bank of Namibia

Roundtable discussion and discussion of the project coverage and scope

10:30 - 10:45 am

Coffee/Tea Break

Theme 3: Agreeing on priorities on the governance of SOEs in the infrastructure sector

10:45 - 12:15 pm

Infrastructure is crucial to achieving regional integration and development goals among SADC countries. Most infrastructure projects are characterised by an interdependency of SOEs and private sector actors, who are either acting as mutual partners and sometimes competitors. Given the important role of SOEs in infrastructure development, this panel will discuss the main obstacles to efficient operation of SOEs in the infrastructure sector. Delegates are invited to consider the tabled proposal to develop a white paper on the governance of SOEs in the infrastructure sector.

Moderator: Ms. Annely Haiphene, Chief National Advisor, National Planning Commission, Namibia

Discussants:

- Mr. Thomas Scott, Chief Economist, Development Bank of Southern Africa
- Mr. Immanuel Hanabeb, Representative, Namport, Namibia

Roundtable discussion and deciding on the project scope and coverage

12:15 – 12:30 pm

Concluding Remarks

- Mr. Regan Mwazi, Manager, Agricultural Bank of Namibia
- Mr. Arto Honkaniemi, Senior Financial Counsellor, Ownership Steering Department, Office of the Prime Minister, Finland
- Mr. Frans Tsheehama, Executive Director of the State-Owned Enterprise Governance Council Secretariat, Office of the Prime Minister, Republic of Namibia

1:00 -2:30 pm

Lunch break

Tour of Namport SOE

2:30 – 4:30 pm

Tour of Namibian Port Authority facilities run by Namport (an SOE) in Port of Walvis Bay - Namibia's largest commercial port