

MINUTES OF THE CHS ALLIANCE BOARD

1 Feb 2019

PRESENT:

Anne Cathrine Seland (ACS), Samah Bassas (SB), John Beverley (JB, treasurer), Matthew Carter (MC), Rezaul Chowdhury (RC), Nick Guttman (NG), Jacqueline Koster (JK), Shama Mall (SM Vice Chair), Marina Skuric Prodanovic (MSP), Robert Sweatman (RS), Robert Tickner (RT, Chair), Anne de Riedmatten (AdR), Thea Hillhorst (TH), Makena Mwobobia (MM), Allan Calma (AC)

IN ATTENDANCE:

Tanya Wood (TW, Executive Director/ED), H  l  ne Maillet (HM, minutes only)

ABSENCE:

Osama Ezzo (OE),
Martha Nemera Woyessa (MN)

INVITEES:

Patrick Hartmann (PH, Head of Finance and Administration)

1. APOLOGIES, WELCOME, DECLARATIONS OF INTEREST AND BOARD FORMALITIES (paper 1)

The Chair welcomed the Board members and declared that the meeting had been convened according to the Statutes. Absences were noted. The meeting was quorate. There was no declaration of interest.

The Chair acknowledged **Shama Mall's election as Vice-Chair** in December 2018 by the General Assembly, according to our Statutes. He also welcomed two new board members also elected in December 2018, namely **Makena Mwobobia and Allan Calma**.

The agenda was approved.

2. ACTION ARISING NOT APPEARING ELSEWHERE ON THE AGENDA (paper 2)

The actions arising document was noted. It was suggested to add timelines for outstanding actions.

Action:

- ◆ *timeline to be added for outstanding action – HM/ TW*

3. MINUTES OF LAST BOARD MEETINGS: 27/28 September 2018 (paper 3)

There was a mistake in the title used for Anne de Riedmatten.

Actions:

- ◆ *Correction of the title of Anne - HM*

The minutes of 27/28 September Board meeting were adopted as true and correct records of the meeting.

4. EXECUTIVE DIRECTOR (ED) REPORT (paper 4)

4.1. ED Report (paper 4)

The ED explained that the 2019 workplan presented to the Board at its September 2018 meeting was revised and reformatted following requests from donors. The main changes consist of a clearer articulation about what the Alliance will do around the dissemination of the CHS, the verification and membership collaboration.

The ED provided an overview of the workplan and reporting structure, using traffic light code. A discussion followed on the PSEA plans, clarity on membership offer vis a vis Sphere's membership offer and the need for more diverse tools for training.

The new workplan has required a new staffing structure to be put in place. **ED underlined the support and patience of the CHS Alliance team in those times of HR changes and restructuration.** The Board requested an updated budget to reflect this new structure. This will be presented to the April Board meeting.

Actions:

- ◆ *Share an updated org chart with the Board (and larger membership at a later stage) – TW/HM*

Board noted the very comprehensive workplan overview and explanations given by the ED.

4.2. ED KPIs

The proposed KPIs have been signed off by the Chair, Vice-Chair and Treasurer, but it is clear that the entire Board should be happy with them. It was suggested that some were quite broad and general and would benefit from more clarity. ED will reflect on this and share an updated version with the Chair, Vice-Chair, Treasurer.

Actions:

- ◆ *ED to make some of the KPIs more specific, for sign off by Chair, Vice Chair and Treasurer - TW*

4.3. Risk matrix

The risk matrix had been updated for information. However, it requires updating and a Risk Management Workshop is planned on April 10.

The Board noted the current risk matrix and noted the Board workshop on April 10.

The Board noted the whole report and thanked ED for the comprehensive reporting.

5. VERIFICATION SCHEME (paper 5)

5.1. Verification review ToR

The ED provided an overview of the different workstreams connected to the Verification Scheme and the proposed review.

There have been a number of initiatives regarding the verification scheme from the commitment of Board at its September meeting to research the potential for new certification bodies, further discussion on the agreement with HQAI, complexity around the kitemark for recognising organisations who have conducted verification, a letter from the DEC asking for further clarity on the CHS Alliance Verification scheme and a recognition that the scheme needs updating.

A Board Verification Working Group was formed in November 2018, which has been working with the Secretariat on these issues. This group included SM, RT, RS, MC, JK, and NG.

As such a ToR has been produced which requires Board endorsement before being advertised.

- There was a suggestion that the review needed to consider scoring. *“A scheme that has clear externally understood, realistic and consistently applied scoring model (where minimum requirements for certification are defined)”* This would be added to the briefing document for the consultants.

Motion 1: The TOR are endorsed by the Board and ED to develop a briefing paper including the sentence suggested above.

Actions:

- ◆ *Include scoring in the scope of the review by adding the above sentence into the briefing document - TW*

The Board noted the DEC letter dated 17th January 2019 and it was agreed that the Executive Director would respond within the time frame requested.

5.2. Alignment Statements

RS suggested an additional sentence to clarify the background part of the CHS Alignment Statement for New Members, as follows:

“In the even that a prospective member has already committed to one the four verification schemes, then the submission of an organisationally approved review / assessment / audit report from the scheme replaces the need for the submission of a CHS Alignment Statement”

The Board endorsed the CHS Alignment statements with inclusion of the above sentence.

6. FINANCE, RISK AND AUDIT COMMITTEE (FRAC) UPDATE (PAPER 6)

The Treasurer presented the documents with a particular note to the following areas.

- Website revamping – due diligence completed. Work has started on this.
- Extra-help has been bought into the finance team
- Audit scheduled for w/c 18 February. There will be a meeting FRAC/auditors and then a brief Board call to approve the accounts.
- Members invoices have been sent.
- Risk management process: risk assessment workshop planned for April.

TH left the meeting. Meeting still quorate.

The Board endorsed the expenditures for the website revamping granted by the FRAC.

Board member suggested that more details are provided in the budget when changes occur.

Update on funding pipelines: no longer Irish Aid contribution. The ED is following up on other donors' proposals submitted end of last year.

7. MEMBERSHIP & NOMINATIONS COMMITTEE (MNC) UPDATE (PAPER 7)

7.1. Membership applications

Four applications have been received and submitted to the Board for its approval. MNC has reviewed them and recommends them to the Board.

A discussion followed regarding the criteria for membership application, suggesting that the CHS Alliance improves the due diligence regarding membership applications.

The Board approved the four applications submitted and requested the MNC to give further consideration as to whether or not the current due diligence process with membership applications is sufficient or requires improvement.

Action:

- ◆ *MNC to look at the due diligence issue as requested by the Board*
- ◆ *Publish on the website the new CHS Alignment Statements.*

8. INTERNAL POLICIES (paper 8)

8.1. Safeguarding policy

The Safeguarding policy was resubmitted to the Board following further research regarding splitting the Protection of children and vulnerable adults' policy. The Secretariat consulted various HR professionals and submitted this policy (paper 8) renamed "Safeguarding policy" to the Board.

The Board approved the policy.

8.2. Recruitment policy

There was a discussion on police checks and possible of other pre-employment checks with a request for further work to strengthen pre-employment checks and ensure that the CHS Alliance reflects best practices in the sector re safeguarding issues.

AC left the meeting. Meeting still quorate.

The Board requested the ED to consider the concerns expressed by the Board on pre-employment checks and bring the policy back to the Board for approval by email.

Action:

- ◆ *Review the pre-employment checks part of the Recruitment Policy and bring it back to the Board by email.*

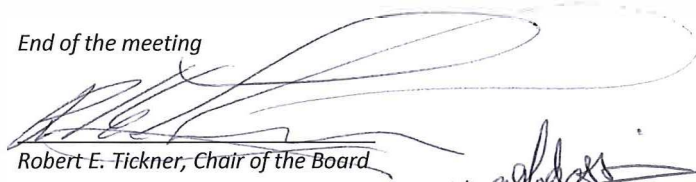
9. GOVERNANCE CALENDAR (paper 9)

Suggestion to add times of meetings to facilitate flight bookings.

Action:

- ◆ *Amend the calendar to include times for all meetings.*

End of the meeting



Robert E. Tickner, Chair of the Board



Hélène Maillet, minutes' taker



Matthew Carter, member of the Board