

Minutes of the first General Assembly of the CHS Alliance held on 3 November 2016 at the CICG, Geneva, Switzerland

Attended by: See Annex 1, for the list of participants

1. Opening and welcome by the Chair

The Chair of the Interim Board, Robert Tickner, welcomed the attendees. He thanked the Interim Board members and the Executive Director and Secretariat team for their work, and explained that the biggest challenges for the Board so far have been the completion of the merger process between People in Aid and HAP International, and the formation of a secure funding base for the Alliance. He introduced the independent returning officer for the elections, Joan Coyle, and explained that, as the Chair, he would not be exercising proxies except where the organisation concerned had given specific instructions as to how their vote should be used. He thanked those who had put themselves up for the election of the Board, highlighting the diverse and talented the pool of candidates standing for the Board.

Robert commented on the high level of recognition that the Core Humanitarian Standard has achieved within a short time. Noting that donor governments realise that changing practice on the ground can involve significant cultural change within organisations, he highlighted the crucial role of networks such as the Alliance in promoting the Core Humanitarian Standard and supporting its implementation. The World Humanitarian Summit emphasised the importance of not only informing and consulting people affected by crisis, but putting them at the centre, treating them as partners rather than as beneficiaries. Local people must have the capacity, strength and resilience to deal with crises and disasters, and he challenged the CHS Alliance to increase its capacity to support the localisation agenda concretely.

Robert thanked the donor governments of Switzerland, Australia, Denmark, Sweden, Luxembourg, Ireland, Germany, the UK and the US for their invaluable support.

He finished by introducing the guest speaker, Arno Wicki, Deputy Head of Swiss Humanitarian Aid and Head of Multilateral Division at the Swiss Agency for Development and Cooperation.

2. Keynote speech by Arno Wicki, Swiss Agency for Development & Cooperation

Arno Wicki compared the state of the humanitarian sector during his time with the Swiss Permanent Mission in Geneva in the 1990s with how it looked when he returned to the sector in 2013 to take up his post with the Swiss Agency for Development and Cooperation. Now there are many more actors, a much larger sector, and larger UN funding appeals. The humanitarian sector faces challenges including fragmentation, failure to put people at the centre of our activities effectively, quality issues and mixed motives. In his view, the Core Humanitarian Standard provides a strategic answer to some of the issues we face. He highlighted, in particular, the opportunity it presents for much-needed self-regulation. In tandem with the Humanitarian Quality Assurance Initiative, there is the potential to achieve systemic change. From the perspective of governments, the Core Humanitarian Standard can be understood by the lay person, it can be communicated, and it provides essential guidance for

organisational change and development. He envisioned a critical mass of organisations and governments involved, and warned against working in silos. The big players, such as the UN and the largest agencies, need to be behind it, and it will be important to move ahead with optimism and ambition. He reminded the attendees that the Core Humanitarian Standard is not an end in itself, that the goal is the improved outcomes for the people in communities. He invited those present to consider the current state of the world and the very high level of need in it, and to reflect on how large the gap is between our vision and the reality.

3. Adoption of the 2015 General Assembly minutes and the 2016 agenda

The minutes of the constitutive General Assembly held in Nairobi on 9 June 2015 and the agenda for the current meeting were both adopted with no objections.

4. Motions for amendments to the Statutes

Motion 1: Membership criteria

Article 7 of the Statutes will be amended as follows (new text is underlined):

An organisation is eligible to be made a full member of the CHS alliance if:

- a) It is an organisation whose core activities, or whose members' core activities, work towards assisting and protecting vulnerable people and crisis-affected communities. They can be Non-Governmental Organisations (NGOs), NGO networks, global NGO Secretariats, or NGO Consortia, Red Cross and Red Crescent Societies, IFRC and ICRC, and UN agencies.

Rationale: Currently, the Red Cross and Red Crescent Movement and UN agencies are excluded from full membership by the eligibility criteria. National Societies of the RCRC Movement have a special status and role as auxiliaries to their respective country's public authorities in the humanitarian field; therefore, they are not NGOs. However, some societies had been full members of People in Aid and HAP, and, as a result, were automatically transferred to full membership of the CHS Alliance. The Interim Board believes that Article 7 of the Statutes should be amended to include the RCRC movement, ICRC, IFRC and UN agencies (as long as they fulfill the membership eligibility criteria as specified in Article 7)

The motion was moved, seconded, and opened for discussion. Some concerns were expressed about including UN agencies in membership, in terms of balance and neutrality. Others countered that the Core Humanitarian Standard is for the whole sector, and that, therefore, including the UN agencies will help to ensure that it is implemented as widely as possible. When moved to a vote, there was a clear majority in support of the motion, and it was therefore carried.

Motion 2: Frequency of Board elections

- a) Article 21 of the Statutes will be amended as follows (new text is underlined):

12. Board elections shall be held every 18 months by a vote of the General Assembly, either via electronic media or in person.

b) The first term of office of Interim Board Members who stood for election in November 2016 shall be 18 months instead of three years.

Rationale: The Board had been concerned about the necessity for a large election every three years caused by the new Board being elected in November 2016, all with the same term of office. In addition, the Statutes were silent about the election cycle. The Membership and Nominations Committee had considered ways in which the process could be staggered, namely through an election cycle of 18 months and a tenure of 18 months for Interim Board Members standing for election to the new Board in November 2016. After this time, they would be eligible for re-election for a three-year term as per the Statutes. In addition, they would have served nearly three years at the end of their first term, taking the Interim Board tenure into account.

The motion was moved, seconded, opened for discussion, and carried unanimously.

Motion 3: Nomination of Board candidates

Article 21 of the Statutes will be amended as follows (new text is underlined):

3. Each Full or Associate Member may nominate one independent representative for election by the General Assembly, however, only Full Members can vote.

Rationale: The Statutes as of now do not provide any guidance regarding how many independent representatives each Full or Associate Member can nominate for Board elections. The Board suggests limiting this number to one nominee per organisation, as for the full member representatives.

The motion was moved, seconded, opened for discussion, and carried unanimously.

Motion 4: Quorum at Board meetings

Article 21 of the Statutes will be amended as follows (new text is underlined):

13. The quorum for decision-making at the Board meeting shall be 40 per cent of the Board members.

Rationale: The Statutes as of now do not provide any guidance regarding the quorum for decision-making at Board meetings.

The motion was moved, seconded, opened for discussion, and carried unanimously.

Motion 5: Interim CHS Alliance governance arrangements

Article 34 will be deleted from the Statutes.

Article 34: Interim CHS Alliance governance arrangements

An Interim Governing Board will be formed to enable HAP International and People in Aid to transition in their alignment. The Interim Governing Board will act as the interim governance body for

all matters relating to the future CHS Alliance, for the period 09 June 2015 to, at the latest, 01 December 2016, including, but not limited to:

Full transition of all systems, policies and resources from HAP and People in Aid to the CHS Alliance

- *Membership renewal for CHS Alliance*
- *Financial oversight of CHS Alliance*
- *Communications, branding and marketing*
- *Strategic planning and operations*
- *Committees*

The Interim Governing Board will remain in place until the membership of the CHS Alliance is renewed and confirmed and until such time as elections of the Governing Board are held, but no later than 01 December 2016.

The Board office bearers, the Chair, Vice Chair(s) and Treasurer, acting together, can make decisions in accordance with approved board delegations on behalf of the board in between formal board meetings.

Rationale: Article 34 regulated the governance of the Alliance during the transition period from People in Aid/HAP International to the CHS Alliance. After the elections for the Governing Board in November 2016, the Interim Board will be dissolved and no longer functional. Therefore article 34 can be deleted from the Statutes.

The motion was moved, seconded, opened for discussion, and carried unanimously.

5. Election of the Board

Joan Coyle, returning officer, expressed her gratitude that so many talented people were standing for election to the Board. She pointed out the provision in the Statutes for ensuring that the Board was diverse, and she expressed the hope that this would also be reflected in terms of the gender, geographical representation and types of organisations who would be elected. She confirmed that she was satisfied that the online electronic voting system was robust, and she then opened the voting.

Once the voting was completed, the successful candidates were confirmed as:

Full members

- Rezaul Karim Chowdhury, Executive Director, COAST Trust
- Jules L Frost, International Director, Medair
- Nick Guttman, Head of Humanitarian Division, Christian Aid
- Jacqueline Heany, Head of People and Performance, CAFOD
- Sayeda Tahya Hossain, Chief People Officer, BRAC
- Takeshi Komino, Deputy Director, Community World Service Asia
- Jacqueline Koster, Regional Disaster Response, World Renew
- Bijay Kumar, Executive Director, ActionAid International Kenya
- Robert Sweatman, Head of Performance and Accountability, British Red Cross

- Martha Namera Woyessa, Executive Director, Women Support Association

Independents

- Samah Bassas, CEO, Syria Relief Network
- John Edward Beverley, Independent
- Osama Ezzo, Independent,
- Dorothea Hilhorst, Professor, International Institute of Social Studies, The Hague
- Robert Edward Tickner, Independent

According to the statutes, Finances and auditors

6.1. Report of the treasurer

The Treasurer reported that a Finance, Risk & Audit Committee (FRAC) had been established to oversee CHS Alliance's financial accountability and to ensure that the organisation had adequate resources to carry out its functions.

Members of the Committee had been:

- Nick Guttman (Christian Aid)
- Jacqueline Heaney (CAFOD)
- Anne DeRiedmatten (Swiss Agency for Development and Cooperation)
- John Beverley (Tropical Health & Education Trust/Independent)

and others attending were:

- Robert Tickner (Chair)
- Judith Greenwood (Executive Director)
- Patrick Hartmann (Finance Manager)
- Esther Hamilton (Fundraising Manager)
- Victoria Gronwald (Governance & Events Officer)

The FRAC had held ten meetings since October 2015. The main item on each agenda had been the review of the management accounts, balance sheet and cashflow. They had also reviewed the fundraising pipeline and the risk register on regular basis. In the early part of the period (Jun 2015 – Mar 2016) their main concern had been membership fees, fundraising and cashflow. In the later period (Mar 2016 onwards), the success of the fundraising effort had allowed them to focus more on membership renewals and with migrating the membership, staff, assets and liabilities of the two established organisations (People in Aid and HAP International) into the new organisation, CHS Alliance, a process that was still ongoing. Staff had also delivered a comprehensive Finance Policy & Procedures Manual.

The Finance, Risk & Audit Committee confirmed, that:

- Staff were operating at a high level of professionalism.
- Systems were in place that ensured the highest levels of probity.
- The assets of the organisation were properly safeguarded.
- The reserves of the new organisation were made up of balances transferred from People in Aid and HAP plus a modest surplus of income over expenditure.
- The target at the start of the period had been that reserves should be at a level of three months' operating costs. The Committee and Board believed this to be a prudent level.
- The forecast for the accounting period to Dec 2016 showed that that level will have been reached. This was due to significant effort by the Executive and gives confidence to the Board and Membership of CHSA's organisational resilience.

Still to be addressed by the Committee:

- To develop improved risk management processes
- To develop the link between membership fees and organisational strategy.
- As the Alliance has not been operational for a full year, the accounts have not yet been audited. Audited accounts will be available in March 2017.

The Treasurer highlighted that as this was the first year of operations for the CHS Alliance, audited accounts from June 2015 – December 2016 will be presented to the CHS Alliance Board in April 2016.

6.2. Re-appointment of auditors

The proposal to re-appoint Berney Associates as CHS Auditors was proposed, seconded and agreed unanimously.

6. Election of the Chair

Robert Tickner was elected, unopposed, as Chair of the Board.

7. The future strategy of the Alliance

7.1 Achievements of the CHS Alliance so far

The Executive Director presented the CHS Alliance's achievements so far, as follows:

Putting people at the centre - the CHS is more than a standard

- A/71/353 Outcome of the World Humanitarian Summit report – Secretary-General's report to the member states.

The CHS Alliance: The merger of People in Aid and HAP was signed on April 12th 2016 and the CHS Alliance is fully operational.

Membership and training

- Our interim board held seven meetings (three face-to-face) ensuring the successful merger of HAP and People in Aid and leading us to today;
- The CHS Alliance members have been engaged throughout the interim period and actively engage in the election process – 22 nominations for the 10 full member positions on the Board (plus nine for the five independent positions);
- IN terms of new membership, there two new members, and five in the pipeline;
- Commitment to the CHS by our members – involvement in the development of the verification scheme, piloting it and helping to make it user friendly;
- Members have started to carry out self-assessments helping to further promote the CHS that really puts affected communities at the centre.
- More than 4500 people have been trained on the CHS, by CHS Alliance staff and approved trainers, including NGO networks in Kenya, Ethiopia, Somaliland, Haiti, Ireland, Canada, Germany and Denmark.

Policy, advocacy and learning

- UN global clusters, DEC, UNICEF have adopted the CHS.
- The Self-assessment tool includes indicator on prevention of sexual exploitation and abuse (PSEA), gender and diversity, and localisation;
- A Community of Practice has been established

Human resources and people management

- Led the research for the report, The State of Surge Capacity in the Humanitarian Sector 2015, and launched a portal CHS Surge Online for HR professionals supporting humanitarian responses;
- Developed and ran a global coaching scheme under the Talent Development Project of the Start Network, with more than 100 coaches supporting the project's efforts to build national capacity to respond to humanitarian crises in four countries. Revised the Core Humanitarian Competency Framework for use in this project, and by humanitarian agencies more widely;
- Humanitarian Human Resources conference took place in Barcelona in July 2016, and a conference on Protection from Sexual Exploitation and Abuse in Bangkok in September 2016, involving more than 100 participants altogether.

Financial support/stability

The Alliance has three sources of funding

- Donors: Australia, Denmark, Germany, Ireland, Luxembourg, Sweden, Switzerland, UK, USA, Cigna, Birches Group, Canton of Geneva, Western Union;
- Membership;
- Cost recovery.

7.2 Strategic planning session

The participants of the General Assembly worked in groups to give input to the future strategy of the Alliance, using the headings below to guide their discussions:

- How to build on the momentum already created
- How to ensure that the CHS commitments are embedded in day-to-day practice
- How to mobilise CHS Alliance members as advocates for the Core Humanitarian Standard
- Where the focus of the CHS Alliance should be

A separate, detailed report of this session is available from the CHS Alliance upon request.

8. Election of the Vice-Chair & Treasurer

There were three candidates for the position of Vice-Chair of the Board. A vote was taken using hand-held electronic devices, and Jules Frost of Medair was elected.

John Beverley was elected, unopposed, as Treasurer.

9. Date of the next General Assembly

The next General Assembly will be held before the end of 2019. Consideration will be given to the option of holding it somewhere other than Geneva.

10. Closing of the General Assembly 2016

Robert Tickner thanked the Interim Board for the work they had done, and congratulated and welcomed the new Board. He expressed his appreciation to the members attending the General Assembly, and acknowledged the donors for the event, who were Birches Group, Sigma, the Canton of Geneva and Western Union Business Solutions. He then declared the Assembly closed.

Drafted by:

Karen Glisson

Operations and membership services manager

Approved and signed by:

Robert Tickner

Chair

Jules Frost

Vice Chair

Annex 1: List of participants at the first General Assembly of the CHS Alliance

Note on the quorum: The total number of CHS Alliance members in good standing at the date of the General Assembly was 125. According to the Statutes, a quorum comprises 40% of these, which would be a total of 50 members. The total number of members voting at the General Assembly was 66 (48 directly, 18 by proxy), and a quorum was, therefore, achieved.

First name	Last name	Job title	Organisation
Mahmoud	Almadhoun	HR & Operations Director	Islamic Relief Deutschland
Gudrun	Bertinussen	Head of Humanitarian Division	Norwegian Church Aid
John	Beverley	Independent	
Amran	Bin Mahzan	Acting Executive Director	MERCY Malaysia
Matthew	Brimble	Operations Support Manager	Tearfund
Affan	Cheema	Head of Programme Quality	Islamic Relief Worldwide
Rezaul Karim	Chowdhury	Executive Director	COAST Trust
Bolette	Christensen	CEO	BØRNEfonden
Maxine	Clayton	Regional Representative	CHS Alliance
Joan	Coyle	Global HR Director, International Programs	Save the Children International
Geneviève	Cyvoct	Senior Quality & Accountability Officer	CHS Alliance
Mohamed	Dahir	Executive Director	Humanitarian Initiative Just Relief Aid (HIJRA)
John	Damerell	Chief Operations Officer	Lutheran World Federation
Véronique	de Geoffroy	director of operations	Groupe URD
Kassem	El Saad	Chairman / General Director	Developmental Action without Borders (Naba'a)
Petra	Feil	Programme Officer for Quality Assurance and Accountability	Lutheran World Federation
Jules	Frost	International Director	Medair
Karen	Glisson	Membership Services Manager	CHS Alliance
Judith	Greenwood	Executive Director	CHS Alliance
Victoria	Gronwald	Governance & Events Officer	CHS Alliance
Nick	Guttmann	Head of Humanitarian Division	Christian Aid
Esther	Hamilton	Senior Fundraising Manager	CHS Alliance
Linda	Hammarberg	Humanitarian Advisor	Diakonia
Roland	Hansen	Senior Program Advisor	Malteser International
Patrick	Hartmann	Head of Finance & Admin	CHS Alliance
Jacque	Heany	Head of People and Performance	CAFOD
Roslyn	Hees	Senior Advisor	Transparency International
Kjell Magne	Heide	Advisor accountability and administration	Norwegian Church Aid

Lisa	Henry		DanChurchAid
Dorothea	Hilhorst	Professor of humanitarian aid and reconstruction	Institute of Social Studies, Erasmus University Rotterdam
Sayeda Tahya	Hossain	Chief People Officer, Human Resource and Learning Division	BRAC
Jim	Ingram	CEO	Medair
Lisa	Isler	Managing Director	Cinfo
Erik	Johnson	Head of Humanitarian Response	DanChurchAid
Sophie	Jordi	Finance Officer	CHS Alliance
Julius N.	Kaberere		
Sarah	Kambarami	Head of Alliance Development	ACT Alliance
Wassim	Khemadja	Humanitarian Manager	Human Appeal International
Inez	Kipfer-Didavi	Policy Advisor	Johanniter-Unfall-Hilfe e.V.
Edith	Kolo Favoreu		
Takeshi	Komino	Deputy Director Regional Programs and Resource Mobilisation	Community World Service Asia
Uwe	Korus	Monitoring Evaluation Accountability Coordinator	CARE International Secretariat
Jacqueline	Koster	Regional Program Manager, Central, East and Southern Africa	World Renew
Bijay	Kumar	Executive Director	ActionAid International
Aarno	Lahtinen	Organisational Quality Manager	Finn Church Aid
John	Lakeman	Monitoring & Evaluation Advisor	Danish Refugee Council
Gul	Lalai	Director Programmes	Khwendo Kor
David	Loquercio	Head of policy, learning and advocacy	CHS Alliance
Shama	Mall	Deputy Director for the Development and Capacity Enhancement Program	Community World Service Asia
Lauren	McWilliams	Events and Projects Officer	CHS Alliance
Naseer	Memon	Chief Executive	Strengthening Participatory Organization
Isacko Jirm	Molu	Director	Catholic Diocese of Marsabit
Carol	Morgan	Regional Director	Concern Worldwide
James	Munn	Director, NRC Geneva/Humanitarian Policy	Norwegian Refugee Council
Victoria	Murtagh	Humanitarian Advisor - Accountability	Christian Aid
Martha	Nemera Woyessa	Executive Director	Women Support Association (WSA)
Joanne	O'Flannagan	Humanitarian Manager - Technical	Trócaire

Donal	O'Leary		
Siobhan	O'Shea	Communications Manager	CHS Alliance
Jacobo	Ocharan	Head of DRR and CCA	Plan International
Evans	Onyiego	Director	Caritas Maralal
Pierre-Henri	Pingeon	Partner	KPMG
Lindsey	Reece-Smith	International Services Manager	Tearfund
Nik	Rilkoff	Project Manager, Listen Learn Act	DanChurchAid
Angela	Rooney		cigna
Hanna	Saarelainen	Director of Administration	Finn Church Aid
Johny	Sarker	Manager, Humanitarian Assistance	Christian Children's Fund of Canada
Mudasser	Siddiqui	Deputy Country Director	Plan International
Nirmal	Singh	Head of Emergency	Church's Auxilliary for Social Action
Ronald Neil	Sison	Deputy Executive Director/Director for Finance and Admin	Community and Family Services International
Catherine	Skehan	Accountability and Participation Advisor	CAFOD
Anne	Smith Pedersen	Operations and Program Development Director	BØRNEfonden
Victoria	Stodart	Senior Officer - Inter Agency Coordination	IFRC
Anne	Street	Senior Humanitarian Policy Advisor	CAFOD
Robert	Sweatman	Head of Performance and Accountability	British Red Cross
Robert	Tickner	Chairman	CHS Alliance
Daniele	Timarco	Humanitarian Director	Save the Children International
Emily	Tulloch	Communications Officer	CHS Alliance
DANIEL	WARD	Director Africa & Middle East	Medical Teams International
Sonya	Wellhausen	Accountability Advisor	Welthungerhilfe
Hannah	Wichterich	Evaluations and Knowledge Sharing Officer	Action Against Hunger UK
Karin	Wierenga	CHS & Gender Coordinator	ZOA
Aneeta	Williams	Head of Programme Quality	War Child UK
Jeff	Wright	Senior Humanitarian Advisor	World Vision International USA