

MINUTES OF THE CHS ALLIANCE BOARD 11-12 April 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 – part of meeting), Robert Sweatman (RS), Robert Tickner (RT, Chair), Anne de Riedmatten (AdR – late arrival), Thea Hilhorst (TH), Makena Mwobobia (MM), Allan Calma (AC)

IN ATTENDANCE:

Tanya Wood (TW, Executive Director/ED), H el ene Maillet (HM, minutes)

APOLOGIES:

Martha Namera Woyessa (MW), Marina Skuric Prodanovic (MSP- part of the meeting)

ABSENCE:

Osama Ezzo (OE),

INVITEES:

Merete Skjelsbaek, Geir Sundet – KPMG consultants

Rosa Argent (RA, Head of Membership & Communications), Patrick Hartmann (PH, Head of Finance and Administration), Adrien Muratet (AM, CHS Verification Manager), Bonaventure Sokpoh (BS, Head of Policy, Advocacy and Learning)

1. PROCEDURAL MATTERS (paper 01)

1.1. APOLOGIES, WELCOME, DECLARATIONS OF INTEREST AND AGENDA

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

TH asked for space to discuss a training and engagement opportunity she is convening at the Global Platform for Disaster Risk Reduction in May.

The **agenda was approved by consensus**.

1.2. ACTION ARISING NOT APPEARING ELSEWHERE ON THE AGENDA

The actions arising document **was noted**.

1.3. MINUTES OF LAST BOARD MEETINGS (1st FEBRUARY AND 28th MARCH)

It was requested that point 1 of 1 February minutes be amended to add last name of the person elected as vice-chair to avoid confusion.

Action:

- ◆ *HM to change the minutes of 1st February Board meeting*

The minutes of 01 February Board meeting were adopted as true and correct record of the meeting.

The minutes of 28 March Board meeting were adopted as true and correct record of the meeting.

2. EXECUTIVE DIRECTOR REPORT (paper 02)

2.1. 2019 WORKPLAN & ED KPIs REPORT

Highlights of TW's presentation:

Objective 1:

- Update on membership numbers and development of a clear membership proposition.
- Plans for taking the CHS to scale, with a particular focus on a country level approach.
- Trainings –more than 10,000 people have been trained. Training more Investigations trainers to help respond to the demand.

Objective 2:

- Verification scheme review is now ongoing.

Objective 3:

- People management –Humanitarian Human Resources (HHR)Conference to be held in October, a consultant will be recruited to lead this project, plus looking at members' code of conduct, etc.
- Accountability to affected populations – CHSA is engaging / leading a number of initiatives and will develop the longer-term strategy for this area of work.
- PSEA – a new PSEA Manager has been recruited and is developing an engaging portfolio of work to support the membership.

Action:

- ♦ ***Board Members to give contact point to PSEA Manager within your organisations to be part of the community of practice on this issue.***

Enabling environment:

- General Assembly to be held this year. This will include a revision of the Statutes
- Fundraising/donor relations – good situation this year, but need to work on plans for next year
- HR – TW underlined staffing changes that occurred since beginning of the year.

A discussion followed the presentation of the report. Main points are summarized below:

- Difference between people management and human resources: **In order to avoid confusion and have more consistency, it was suggested to use the wording “people management and development”**
- Terminology issue was raised with regards to AAP (accountability to affected populations) **It was suggested to have clearer understanding of where the CHS positions itself regarding terminology of AAP, in discussion with other organisations such as CDAC, Ground Truth Solutions.**
- **Relationship with the IASC** the CHS Alliance was not appointed as co-chair but will continue its advocacy work and find the connections between its work and the new Inclusion and Accountability Results Group.

- **Donor relations** - TW mentioned that work is currently done with the donors (current and potential) and that a Donors' roundtable on verification will be organized in May. **TW welcomed Board members suggestions for this meeting**
- **Follow-up on self-assessment & CHS alignments:** The new CHS Self-Assessment process and Alignment Statement has now been published, but needs follow up with members to complete it. Work will be done to make sure that members undertake verification or do the CHS alignment statement
- The work done on PSEA was welcomed by Board members, and it was emphasized that other cross-cutting issues are also given attention.
- **Online training** offered on the CHS could benefit from looking at possibilities to attract more participants. CHS Alliance will continue to review its training package.
- **Country approach** - there is a level of impatience shared by Board members and the secretariat team about how to systematically take the CHS to country / operation approach. CHS Alliance staff will continue to develop a proposal for this to happen.
- **CHS Alliance Complaints mechanism** – the CHS Alliance should promote its own complaints mechanism. A workshop on CHS Alliance work on complaints is planned for the 8th May.
- **Communications:** Board members appreciated the communication in the monthly newsletter, but requested more information to be better ambassadors for the Alliance.

Action:

- ♦ **Board members to promote the Alliance's monthly newsletter to their partners – encourage them to subscribe to it**
- ♦ **Board members to tell the Secretariat what type of info and how they would like to receive it (level of info they need)**

2.2. LOCALISATION PAPER

An updated paper was shared, revising the previous paper submitted to the Board. The updated version is linked to the Alliance's current objectives.

Board members made suggestions to the paper, including:

- Increasing the clarity on localisation versus partnership,
- Careful of the language used (not to use capacity development and definition of local v. national NGO),
- Shifting the power (going back to CHS' origins of giving a voice to affected populations.)

A motion was put forward to create a Board working group to look at the paper to refine some elements of it based on the above suggestions.

The Board approved the motion to create a localisation working group composed of TH, SB, RC, MC, MM, NG, RT and ACS.

Action:

- ◆ *TW to follow up with this Board group.*

2.3. 2018 ANNUAL REPORT

The Board welcomed the 2018 Annual report, with some suggestions for future editions, including adding more cases studies, photos from the field etc.

The Board endorsed the content of annual report and authorised publication.

MSP joined the meeting.

3. **FRAC REPORT (paper 03)**

Intro: The issue of ensuring quorums of meetings was highlighted by chair of the FRAC. Could an increase of the FRAC membership be a solution since there are only four members?

Audit - CHS Alliance is a Swiss entity, obliged to take an annual audit every year. The Board request a deeper audit than normally required. Since the creation of the Alliance, the quality of systems in place has increased. The quality of financial reports has also improved with increased level of detail.

Funding: an issue to think about in the coming months is the future funding pipeline, especially as some multi-year funding will end this year.

Intermittent members (paying every second year). We need to monitor this and discuss with the MNC what the procedure in this case should be.

Reserves: the current reserves exceed the reserve policy terms (3 months operating reserve). Therefore, this year's budget will spend some of these accumulated reserves to build up the future plans and financial stability for the Alliance.

Membership fees: it was recognized it is a challenge to get members to pay at the beginning of the year. There is a need to look at why they are not paying more promptly and what is the financial risk in the long term. **It was suggested creating an online survey to identify the reasons for delay in payment (or non-payment) in order to help respond to this.**

Risk assessment workshop: The risk assessment workshop took place the day before this Board meeting, with eight Board members attending alongside the senior management of the CHS Alliance. The outcome of the workshop was presented to the Board through a table (see annex). The discussion focused on the presentation of the document and the risk appetite.

It was suggested to:

- change the rating "risk averse" / "risk loving" to "low, medium, high"
- replace "importance" column by "impact"
- other changes were suggested

Action:

- ◆ *Finance team/JB to amend the risk table according to Board suggestions.*

AdR joined the meeting.

FRAC requested that the Board approves the reforecast 2019 budget. **The Board approved the 2019 reforecast budget by consensus.**

4. MNC REPORT (paper 04)

The challenge of reaching quorum for MNC meetings was raised. – **Samah Bassas volunteered to join and was appointed by the Board.**

4.1. Last MNC meeting's minutes

No comment.

4.2. Update on membership

There was a discussion on one organisation non-renewal of membership.

Action:

- ◆ ***TW will discuss with a number of Board members a d MNC to suggest a way to keep the member on board.***

4.3. Due Diligence for membership

Further to last Board meeting request, the MNC is working on this and will come back to the Board in June.

4.4. Reciprocal network arrangement

This was discussed by the MNC, and it was thought that at this stage there is no value in spending resources and efforts on this issue. The MNC will receive requests as they arise and go back to the Board on a case-by-case basis. **This was approved**

Action:

- ◆ ***OE to be removed from MNC membership – Board approved the substitution of Osama Ezzo by Samah Bassas by consensus.***

TH intervention: TH called on Board members who planned to attend the Global Platform on Disaster Risk Reduction on 15-17 May in Geneva to connect with her regarding work she is involved with on developing a course on DRR, which includes reference to the CHS.

5. VERIFICATION SCHEME REVIEW (paper 05)

RC shared with Board members the letter addressed by COAST to HQAI and CHS Alliance.

MSP left the meeting

Merete Sjkelsbæk and Geir Sundet from KPMG led an engaging discussion with the Board on the verification scheme review. The next steps will be ***follow-up interviews will be organized by KPMG with some Board members and a donor meeting will be held on 23 May*** organized by the CHS Alliance and hosted by SDC to discuss initial findings with the CHS Alliance.



DAY TWO

PRESENT: AC, RC, MSP, RS, SB, RT, JB, ACS, SM, NG, JK, MM, TH

APOLOGIES: MC, AdR, MW – Apologies were noted

ABSENT: OE

INVITEES: RA, Paul Skinner (consultant – Agency for the Future)

6. BOARD FUNCTIONING (PAPER 06)**6.1. Board KPIs & Board appraisal process**

The current Board KPIs need updating. The Chair reminded that Board KPIs should not repeat what is the ED responsibility, but rather things specific to Board functioning. e.g. attendance Board meetings; committee meetings; etc. It was also noted that Board appraisal was never done, but this shall be undertaken in the future.

Taking note of suggestions of Board members, the ED with Chair will prepare a redrafted set of Board KPIs for consideration and adoption by the Board, as well as to prepare a Board assessment process.

Action:

- ◆ *TW and RT to work on Board KPIs and Board appraisal process.*

6.2. Board Skills and Perspective review

Board members suggested some edits to the form and an updated version was shared with them for completion. For Board members not attending the meeting, the Secretariat will follow up and add their contribution.

Action:

- ◆ *HM to follow up with Board members not attending the meeting; results to be shared with MNC in view of end of the year Board elections.*

7. GENERAL ASSEMBLY PLANNING (PAPER 07)**7.1. Statutes revision**

RS flagged the issues to be proposed for the Statute revision at next GA. While some are small changes, some other changes will require further discussion. These are:

a. *Full & associate members*

The difference between these categories requires more clarity. The discussion involved questions about the benefits of both categories, the need for separate categories, the specific situation of UN organisations or others such as research institutes. **It was suggested keeping both categories while clarifying them and making sure all organisations/institutions can be included.**

b. *Frequency of General Assemblies*

The discussion emphasized the need to balance frequent interactions for building the network, exchanging, etc. among members but also with other stakeholders; while balancing cost and resource to bring everyone together. It was agreed to retain the Statute requirement to “hold an ordinary, physical meeting of the General Assembly of the membership at least once every three years.”

c. *Board composition*

The Board reached an agreement on reducing the minimum number of Board members to 12 to not require an election process in terms of resignations/loss of members between elections. The diversity of the Board needs to be considered in the Statute review

Action:

- ◆ **RS to consult with Board members and come back to the June Board meeting with concrete proposals for the Statutes revision.**

7.2. Draft agenda

Thoughts and suggestions on the agenda were welcome, in particular the ED called on views/ideas on keynote speaker and on ways to introduce nominees for Board elections.

Suggestions:

- no formal speech by Board nominees not to disadvantage nominees who can't travel to Bangkok
- have influential people attending the GA to enhance public relations
- introducing strategy review on day 1 to allow reflection overnight
- identifying potential sponsor for additional funding

Action:

- ◆ **Secretariat to take into account Board's suggestions in GA preparation**

8. CHS ALLIANCE STRATEGIC DIRECTION (paper 08)

8.1. Revising the CHS Alliance strategy

ED reminded that the current operational plan does not align directly with the current Strategy, based on the developments that have happened in the last few years and taking into account last year's External Evaluation findings. The question is the process that should be adopted to bring the strategy up to date to guide the organisation going forward. The Board voted on the following options:

- **Option 3 redrafted:** Use the opportunity of the GA to revise or refresh the strategy led by Board and Secretariat with a thorough process of consultation with members.
- **Option 2:** conduct light update at the end of 2019 led by Board, ED and CHS Alliance and using members' input at the GA noting that the final document may involve substantial changes

Results of the vote: Option 2 was adopted by a vote of 8 Board members against 3 votes for option 3 redrafted. There was one abstention.

8.2. Positioning the CHS Alliance

Paul Skinner, consultant hired by the Alliance to help define/clarify the value proposition, made a presentation on his findings.

AdR joined the meeting



Board members shared their feedback on the proposition made by Paul on “trust in aid”. Some felt this is too ambitious, while some others believed that the Alliance shall be ambitious. The main concern of Board members was not to lose the focus on the affected people voice.

JK left the meeting.

Action:

- ♦ **TW will continue to follow up with Paul and report back to the Board on better defining CHS Alliance purpose.**

8.3. Decentralizing CHS Alliance – towards a CHSA Ambassador Scheme

ED explained that the aim of the scheme is to get more visibility for the CHS, people promoting the CHS and/or the Alliance in countries and support members in their verification process. It was reminded that this paper was just an outline/start of the process.

Paper 8.2 describes possible roles and possible models for this scheme – the ED is committed to researching other network’s models to provide propositions for the next Board meeting.

Board’s comments were the following:

- reservation in having full-time staff in regions and avoid designating one member in one country too
- suggested to contact UN agencies who have ambassadors’ models
- this should not be limited to consultants but open to members of the Alliance
- other initiatives exist and there is a lot we can learn from this.

Action:

- ♦ **TW to come back to the Board with a clearer paper on this scheme.**

9. GOVERNANCE CALENDAR (paper 09)

No comment on the governance calendar.

End of the meeting


Robert E. Tickner, Chair of the Board
Hélène Maillat, minutes’ taker
Matthew Carter member of the Board