

MINUTES OF THE CHS ALLIANCE BOARD

25 June 2019

PRESENT:

Samah Bassas (SB), Anne Cathrine Seland (ACS), John Beverley (JB, treasurer), Matthew Carter (MC), Anne de Riedmatten (AdR), Nick Guttmann (NG), Jacqueline Koster (JK), Shama Mall (SM Vice Chair), Robert Sweatman (RS), Robert Tickner (RT, Chair), Thea Hilhorst (TH), Allan Calma (AC)

IN ATTENDANCE:

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

INVITEES:

Merete Skjelsbaek, Geir Sundet – KPMG consultants, Bonaventure Sokpoh (BS, Head of Policy, Advocacy and Learning), Adrien Muratet (AM, CHS Verification Manager)

APOLOGIES:

Rezaul Chowdhury (RC), Makena Mwobobia (MM), Marina Skuric Prodanovic (MSP)

ABSENCE:

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

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.

The **agenda was approved by consensus**.

1.2. MINUTES OF LAST BOARD MEETINGS (11-12 April 2019)

The minutes of 11-12 April Board meeting were adopted as a true and correct record of the meeting.

1.3. ACTION ARISING NOT APPEARING ELSEWHERE ON THE AGENDA

The actions arising document **was noted**.

2. EXECUTIVE DIRECTOR REPORT (paper 02)

TW presented her report. Points to note include:

Objective 1: knowledge & understanding

- Going well: promotion of the CHS, stronger messaging, a number of outreach opportunities during this last quarter. The work to revise the purpose of the CHS Alliance for the new website has been completed. **ED shared the main elements of this purpose and welcomed Board members' views on this.**
- Work in progress: ideas are developing on country/regional approach which will require further articulation in the updated strategy

Objective 2: accountability & learning

- Going well: The verification review has been completed.

- Work in progress: Good collaboration with HQAI to continue; heavy workload on the follow up on the Verification Scheme in preparation for the General Assembly

Objective 3: membership collaboration & thematic support

- Going well: thematic support with staff dedicated to AAP, PSEA and People Management. Good collaboration with Inter-Agency Standing Committee (IASC) Accountability and Inclusion Group.
- Work in progress: defining clearer thematic outcomes for the programmatic support. New Head of Programmes under recruitment.

Enabling environment

- Going well: General Assembly planning underway.
- Work in progress: future funding (donors' mapping underway); Alliance strategy revision for further discussion at the September Board meeting.

The presentation was followed by a discussion and some questions:

- ◆ What is the current donor commitment around the CHS? Donors commitment to the CHS is being closely followed by the CHS Alliance.
- ◆ Grand Bargain meeting on Thursday 27 June: ED requested Board members to let her know who is attending. The Alliance will be speaking at two side events advocating for further adherence to the CHS and verification.
- ◆ Regarding the observation that some organisations are adopting an AAP approach, but not the CHS, the ED responded that the Alliance keeps lobbying for adoption of the CHS as the common standard for effective organisational accountability to those we serve.

3. FRAC REPORT (paper 03)

JB, Chair of the FRAC, presented the report. Membership fees are at the same level as last year at same period. There is still work to secure the funding pipeline for next year.

On the risk matrix, there is a commitment to present an updated risk register at the September Board meeting.

*The FRAC requested the Board to approve the current risk matrix. **Resolution adopted by the Board by consensus.***

Action:

- ◆ Risk management plan to be presented to the Board in September.

The FRAC presented changes to the Board expenses policy and requested adoption of those changes. Clarity was requested about the terminology in the policy regarding booking tickets in advance.

The Board adopted the changes by consensus with clarification on the booking of tickets to be addressed by the CHS Alliance finance team

Action:

- ◆ Question about consistency in booking tickets to be considered by the CHS Alliance finance team

The FRAC requested that the following recommendation is presented to the General Assembly regarding the auditors. The FRAC recommends to the GA that the CHS Alliance continues with the same auditors, recognizing the good work done over the last three years. **The Board adopted the resolution by consensus.**

4. VERIFICATION SCHEME (paper 04)

KPMG consultants were invited to this session. The consultants presented their draft report.

The ED submitted a resolution to the Board on the next steps for the report: The Secretariat will share by July 12 a roadmap for next steps, in order to develop clear propositions for discussions at the Board meeting in September. This will enable a management response on the report to be released after the September Board meeting. **The Board approved by consensus.**

The ED requested that the final Review report could be released pending approval by the Board of the message and accompanying roadmap. **The Board approved by consensus.**

Action:

- ◆ Secretariat to share with the Board a roadmap on next steps for the report, along with a membership message on the verification scheme review by July 12

MC and TH left – meeting still quorate

5. GENERAL ASSEMBLY (paper 05)

The ED and MNC Chair presented the General Assembly draft agenda, noting that the session on Statutes revision will be moved to the morning of the second day

Action:

- ◆ Secretariat to amend the agenda of the GA

Keynote speakers for the GA and the CHS Exchange are requested.

The MNC submitted a resolution to the Board to hold electronic voting for Board members' elections prior to the physical GA from the 11-18 November 2019. The issue was researched with other similar organisations and the conclusion is that having elections prior to physical meeting did not compromise attendance. **The Board approved by consensus.**

The Chair of the MNC went through all the proposed changes in the Statutes. For article 18 bis, a new wording will be sent to Secretariat.

Action:

- ◆ RS to send new revised wording for article 18 bis.

The MNC requested the Board to approve the wording in paper 5.2 as motions to be submitted to the GA (except on articles 7 and 8). Additional changes (including on membership categories) will be submitted at the September meeting. **The Board approved by consensus.**

6. MNC REPORT (PAPER 06)

6.1. Elections process

The election process was shared with the Board. There was a question on why the nominations are closing so early. It was explained that this follows the schedule applied in earlier elections. The Board will review the nominations at the September board meeting and the profiles of the nominees will be shared with the membership one month prior to the elections.

6.2. Membership applications

The MNC requested the Board to approve two membership applications noting that Hungarian Charity Service of the Order of Malta (HCSOM) has committed to provide an updated Code of Conduct including prohibition of SEA within six months.

The Board approved the membership applications of:

- **Hungarian Charity Service of the Order of Malta – with the assurance that the MNC will follow up on the Code of Conduct update on PSEA.**
- **Direct Aid Society.**

7. BOARD PROCESSES (PAPER 07)

7.1. Governance Calendar

The governance calendar was reviewed. The timing for the September Board meeting was noted. The ED explained the lead for the Complaints Committee has changed to the PSEA Manager and the next complaints committee will need to be rescheduled.

7.2. Board appraisal

The ED submitted a resolution to the Board to adopt the Board appraisal tool which will be done through an anonymous survey monkey.

There was a discussion on the length and complexity of the document. However, the Board agreed to trial it as it was, with a suggestion for more detail on the rating scale.

The Board adopted the Board appraisal tool and agreed to complete it before the September Board meeting.

Action:

- ♦ *Board appraisal to be completed, with further guidance provided on the rating scale.*

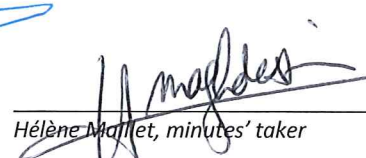
8. AOB

None

End of the meeting


Robert E. Tickner, Chair of the Board


Matthew Carter, member of the Board


Hélène Mallet, minutes' taker