

MINUTES OF THE CHS ALLIANCE BOARD

18-19 March 2020

Virtual Meeting via Zoom

PRESENT:

Mohamed Almasri (MA), John Beverley (JB, treasurer), Allan Calma (AC), Matthew Carter (MC), Yegana Guliyeva (YG), Nick Guttman (NG), Coleen Heemskerk (CH), Thea Hilhorst (TH), Rehema Kajungu (RK), Jacqueline Koster (JK), Makena Mwobobia (MM), Anne Cathrine Seland (ACS), Marina Skuric Prodanovic (MSP), Robert Sweatman (RS), Robert Tickner (RT, Chair)

IN ATTENDANCE:

Tanya Wood (TW, Executive Director/ED), Rosa Argent (RA, Head of Communications and Membership), H  l  ne Maillet (HM, minutes only)

APOLOGIES:

Shama Mall (SM Vice Chair)

INVITEES:

Bonaventure Sokpoh (BS, Head of Policy, Advocacy and Learning), Adrien Muratet (AM, CHS Verification Manager), Patrick Hartmann (PH, Head of Finance and Administration)

1. PROCEDURAL MATTERS (paper 01)

The Board is requested to approve minutes of November Board meeting and General Assembly.

1.1. Apologies, welcome, declarations of interest and agenda

The Chair welcomed the Board members, especially the new members (elected in November 2019)

- ◆ **Coleen Heemskerk**, International Director of Strategic Planning, Act Church of Sweden
- ◆ **Rehema Kajungu**, Deputy Country Director, TPO Uganda
- ◆ **Mohamed Zahid Almasri**, Independent, Director of International Coordination and Missions, Physicians Across Continents
- ◆ **Yegana Guliyeva**, Independent, Cofounder & Former Institutional Development Adviser, Agra Information Centre (AIM-Azerbaijan)

The Chair acknowledged the exceptional circumstances of this Board moving to an online meeting due to COVID-19.

He declared 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 (18-19 September 2019 and 8 November 2019)

Minutes of 18-19 September 2019 Board meeting were noted (approved by email in October 2019).

There was no comment on or changes to the minutes of 8 November 2019 ad hoc Board meeting.

The minutes of 8 November 2019 (ad hoc) Board meeting were adopted as true and correct record of the meeting.

There was no comment on or changes to the minutes of the General Assembly meeting 20-21 November 2019.

The minutes of 20-21 November 2019 General Assembly were adopted as true and correct record of the meeting.

1.3. Action arising not appearing elsewhere on the agenda

Item 209: The Board appraisal tool was to be discussed at this Board meeting but due to the agenda being moved online, this issue has been postponed to a later meeting.

Item 188: Localisation – referred back to the Executive Director for a decision on the CHS Alliance engagement and direction on the localisation agenda.

The actions arising document **was noted**.

2. EXECUTIVE DIRECTOR REPORT (paper 02)

The Chair acknowledged the work achieved by the ED in the past months and thanked her for this. TW provided an updated on the work of the Alliance since the General Assembly in November 2019

2.1. ED report

Objective 1: Knowledge & understanding

Going well:

- **Promotion & Recognition of the CHS** – there has been a number of positive indications of donors recognising of the CHS; Humanitarian Network Partnership Week (HNPW) session, launch of a consultant's piece on donors' Partnership Capacity Assessment (PCA).
- **Training** – Ran 26 training courses in 2019, the majority being focussed on investigation training.

Work in Progress:

- **Humanitarian Accountability Report (HAR)** – work underway. The launch has been moved from June to September. The ED clarified that the HAR will now be structured around the Nine Commitments and therefore will be much more focused on the CHS.
- **Revision of the CHS** – there is a proposition with the CHS management group to agree on the processes for revision in 2020, launch the revision process in 2021 and publish the revised CHS at the end of 2022. The CHS Steering Committee meeting has been postponed until a face-to-face meeting is possible.
- **New Member drive** – improved membership offer, plans in place for outreach, numbers of applications are steadily coming in.

Objective 2: Accountability and learning

Going well:

- **New Verification Scheme developed** – clearer, good base for further changes that will be needed over time, includes:
 - Reduced to 3 options with a complementary approach between them
 - New Self-Assessment tool
 - Clearer roles and responsibilities including development of Verification Advisory Panel

Work in Progress:

- **Country / Collective Accountability** – some positive developments of how measuring the CHS application in operations. Engaging with IASC. TOR are being developed for three country reviews this year. These will obviously be postponed due to the COVID-19 situation. TH offered her and her institute's engagement on this.

Objective 3: Membership collaboration & support

Going well:

- **3 Communities of Practice** up and running.
- **Regional Exchange** – great turn out and energy in Bangkok. Nairobi plans underway, though being reviewed in light of COVID-19.
- **Humanitarian Human Resources Conference (HHR)** – successful meeting in Antwerp (number of people, costs recovered, engaging sessions, feedback). Another one is planned for Bangkok in October.
- **Launch of Compassionate & Caring Organisations** – baseline report launched, funding provided by Luxembourg.

Work in Progress - number of thematic projects:

- **PSEA Ombudsman** – engaged on Jordan visit with Netherlands and working on a proposal for continued engagement on this.
- **Continuation of the Chad project** – the project, based on perception surveys informing the Humanitarian Response Plans (HRP), has got one more year of funding. Challenge is to work on a sustainability plan for this.
- **Improving Investigations** – a proposal has been submitted to DFID to develop this further.

Objective 4: Enabling environment

Going well:

- **GA 2019 went according to plan** – we reached quorum, elected new Board members, updated the Statutes and held a productive discussion on future strategy with members.
- **2019 budget** - completed 2019 within budget.

Work in Progress:

- **2020** – cautious optimism on 2020 funding. Donor PCA work is an opportunity for more donor outreach. It was noted that the current COVID-19 situation requests a watching-brief on challenges and opportunities linked to our 2020 workplan.

3. HUMAN RESOURCES (paper 03)

The Board is requested to approve the revision plan for the HR policies.

3.1. HR update (in camera)

3.2. HR policies revision

The ED submitted a plan for the revision of the Alliance's HR policies.

The Board approved the recommendation to update the current HR policies into Staff Rules and Regulations that would be approved at the next Board meeting.

MSP has left the meeting – meeting still quorate.

4. **VERIFICATION SCHEME (paper 08)**

BS and AM joined the meeting.

The Board is requested to approve the new Verification Scheme and the ToR for the Verification Advisory Panel.

Main changes to the Verification scheme are:

- ◆ Peer review is no longer an option in the verification scheme. Options remaining - self-assessment, independent verification and certification
- ◆ Purpose of, and complementarity between, each option has been better defined
- ◆ Claims and stamp for external recognition have been developed
- ◆ Role and responsibilities of each stakeholder have been clarified, with addition of CHS Verification Advisory Panel
- ◆ The self-assessment tool has been revised with simplified methodology, more accessibility and more detailed and actionable results

Board members noted the following:

- Emphasising the learning purpose of verification needs to be stronger;
- MoUs will be drafted and signed with HQAI and any future conformity assessment body
- Need to consider the appeal mechanisms for the Certification bodies

TH and ACS left the meeting – meeting still quorate.

The Chair adjourned the meeting - this issue be continued the next day.

DAY TWO.

Present: RT, JB, JK, RS, CH, TH, YG, MC, NG, AC, MSP, ACS, MM, RK

Apologies: SM, MA (joining the meeting later)

In attendance: TW, RA, HM

Invitees: BS, AM

Discussion continued on the verification scheme.

The ED presented the claims related to the stamp suggested by the Secretariat. Board members suggested that the wording is revised.

Board members discussed the proposed Verification Advisory Panel. This is an expert body to oversee the scheme, which will make recommendations to the Board. Board members suggested that this verification advisory panel stay connected to the Board.

MA joined the meeting.

Action:

- ◆ *ED/Policy team to redraft parts of the Verification Scheme – including the claims for recognition and the Verification Advisory Panel and resubmit to the Board for electronic approval.*

5. 2020 WORKPLAN AND UPDATED STRATEGY (paper 05)

The Board is requested to approve the updated strategy and 2020 workplan.

ED gave an overview of the contingency plans for the Alliance in relation to the COVID-19 situation.

- The Alliance will be working on guidance for the CHS' relevance in the COVID-19 crisis
- We will be adapting our training approach, particularly around further development of online training
- We will continue to promote and encourage members to join the Alliance's communities of practice
- The launch of the HAR has been moved to September and need to consider the feasibility of continuing with the CHS Exchange due to take place Nairobi in September.

Board members suggested that the Secretariat develops more written material, more digital tools, e-training, and simplify some existing materials.

On the updated strategy and workplan, Board members welcomed the work achieved. The following suggestions were made:

- Emphasize the work the CHS Alliance is doing with the people affected (e.g. Chad project).
- A question if more could be done around AAP and data protection. The ED clarified that there was the intention, but it was a matter of resourcing priorities.
- The review of the Alliance's complaints mechanism is a critical element (identified in the 2020 workplan) and needs to make sure this is prioritised.
- Include the reference to the work with the other CHS copyright holders in the strategy.

Regarding the KPIs, there was a concern raised that targets are too high, especially in light of the COVID-19 situation. In that regard, it was requested the Secretariat review the indicators. Board members requested that indicators under objective 3 are refined to make them more measurable.

The Chair suggested to endorse the workplan and strategy with these considerations taken into account.

The Board endorsed the workplan and the updated strategy by consensus, noting the above suggestions

Action:

- ◆ ED to integrate comments from the Board into updated strategy and workplan and resubmit to the Board for approval.

6. FRAC REPORT (paper 06)

The Board is requested to approve the 2019 audit report and financial statements and to approve the 2020 budget.

6.1. 2019 financial statements

Treasurer (JB) presented the 2019 audit document. The Alliance closed the year within budget and with healthy reserves. It was a positive audit with some recommendations that the Secretariat will be following up on.

The Treasurer on behalf of the FRAC thanked the finance team for their hard work.

The FRAC recommended the Board to approve the audit report of the financial statements and notes for 2019, noting that the report is unqualified.

The Board approved by consensus the 2019 audit report and financial statements.

6.2. 2020 budget

The FRAC had approved the 2020 budget on behalf of the Board at the November 2019 FRAC meeting. It was presented to the Board for final approval. There were no major comments on the budget.

The Board approved by consensus the 2020 budget.

6.3. Funding pipeline

The Treasurer explained that the expectation is positive in terms of funding for budget in 2020, though noting the funding challenges there maybe with COVID-19 and the strengthening Swiss Franc. The Secretariat provided the cash flow forecast to the auditors, with a worst-case scenario.

TH has left the meeting, meeting still quorate.

The funding pipeline was noted by the Board.

6.4. Risk matrix

The risk matrix was presented to the Board.

The risk matrix was noted by the Board.

7. COMPLAINT REVIEW (paper 05)

The Board is requested to take decision regarding the complaint appeal and the revision of the Complaints Policy.

7.1. Complaint appeal

A complainant had appealed to the Board. The CHS Alliance requested an independent review of the process. The Board received the independent review report and accepted the recommendations of the report. This will be communicated to the complainant and the member organisation.

7.2. Complaint policy revision

It was suggested that a drafting team composed of Board members will work with the Secretariat on the Complaints Policy. Volunteers were JK, JB and ACS.

The following actions were agreed

1. Establish Complaint Policy Sub-Committee (JB, JK, ACS)
2. Review options in Board paper 4.2. All Board to feedback by Monday 23 March
3. Sub-Committee to develop ToR for review and development of new Complaints Policy
4. Present 'final' options paper to Board and for Board to agree direction of Complaints Policy development. Extraordinary Board meeting to agree.
5. Development of Complaints Policy
6. Board sign off at the Next Board meeting

8. MNC REPORT (PAPER 06)

The Board is requested to approve removal of the following members and approve the addition five membership applications.

8.1. Removal of members

A list of members was submitted to the Board according to article 13 c) of the Alliance's Statutes.

- Aga Khan Foundation Afghanistan
- American Refugee Committee
- Agency for Co-operation and Research in Development
- Church's Auxilliary for Social Action
- Dhaka Ahsania Mission (DAM)

- Human Relief Foundation
- JP Haitian Relief Organisation
- Khwendo Kor
- Network for Information Response
- Réseau National de Défense des Droits Humains (RNDDH)
- And Preparedness Activities on Disaster

The Board approved the removal of the above-mentioned members.

Action:

- ◆ Membership team to process changes accordingly.

8.2. Membership applications

RS, Chair of the MNC, presented five membership applications and confirmed that they were all responding to the Alliance's criteria.

The Board approved membership applications of:

- PEP Africa
- WASDA
- ICCO foundation
- Caritas Home Bay
- Kerk in Actie.

Action:

- ◆ Membership team to inform the members accordingly.

9. BOARD PROCESSES (PAPER 07)

The Board is requested to approve change in MNC ToR and to appoint nominees to the MNC and FRAC.

9.1. Committees' members appointment

The MNC requested the Board to appoint the following people to the committee:

CHS Alliance Board members

- ◆ Makena Mwobobia (Action Aid Kenya)
- ◆ Yegana Guliyeva (Independent)
- ◆ Rehema Kajungu (TPO Uganda)

Non-Board/Independent

- ◆ Annerose Buche (Islamic Relief Germany)

The MNC also requested to endorse RS as continuing chair of the MNC.

The Board appointed the four nominees to the MNC and endorsed Robert Sweatman as continuing chair of the MNC.

The MNC requested that the MNC ToR is amended from "no more than 4 Board members" to "no more than 5 Board members" to serve on the MNC committee.

By approving the new committee members, the Board approved the change in the MNC ToR by inference.

The FRAC requested the Board to appoint one nominee as member of the FRAC. The nominee was Coleen Heemskerk, Board member (Act Church of Sweden).

The Board appointed Coleen as member of the FRAC.

9.2. Governance Calendar

The next meeting will revert to the initial date of 28 May for an online Board meeting. The secretariat will revert on timing. The Board agreed that an extraordinary Board meeting on the complaint issue is scheduled before the next (regular) Board meeting.

Action:


- ◆ *HM to resend outlook invite for May meeting.*

10. AOB

Chair thanked everyone for their attendance.

End of the meeting



Robert E. Tickner, Chair of the Board

Helene Maillet, minutes' taker

Matthew Carter, member of the Board