

## MINUTES OF THE CHS ALLIANCE BOARD

16 and 18 March 2021

Virtual Meeting via Zoom

### PRESENT:

John Beverley (JB, treasurer), Allan Calma (AC), Matthew Carter (MC), Yegana Guliyeva (YG), Coleen Heemskerck (CH), Thea Hilhorst (TH), Rehema Kajungu (RK), Jacqueline Koster (JK), Shama Mall (SM Vice Chair), Anne Cathrine Seland (ACS), Marina Skuric Prodanovic (MSP), Robert Sweatman (RS, interim Chair)

### IN ATTENDANCE:

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

### APOLOGIES:

Thea Hilhorst (TH) (joining later on Day 2)

### ABSENT:

Mohamed Almasri (MA)

### INVITEES:

Rosa Argent (RA, Director of Communications, Membership and Outreach), Patrick Hartmann (PH, Director of Support Services/CFO), Adrien Muratet (AM, Verification Lead), Gergey Pasztor (GP, Head of Strategic Planning and Development), Bonaventure Sokpoh (BS, Senior Advisor to the CHS and outreach)

*Note: this is the last meeting of Dorothea (Thea) Hilhorst and Anne-Cathrine Seland who are not running for re-election to the Board.*

## 1. PROCEDURAL MATTERS (paper 01)

*The Board is requested to approve the agenda and minutes of December Board meeting.*

### 1.1. Apologies, welcome, declarations of interest and agenda

The interim Chair, RS, welcomed Board members and declared the meeting had been convened according to the Statutes.

Apologies were noted. The meeting was quorate. There was no declaration of interest.

In his introduction, the interim Chair reminded us about the challenges the world is facing and in particular the humanitarian sector (COVID-19 pandemic, 10<sup>th</sup> anniversary of Syria crisis, funding challenges in the UK and elsewhere, etc.) and underlined that the mission of the CHS Alliance remains very relevant in this context.

RS also mentioned the meeting review (done after the December 2020 Board meeting) and confirmed comments had been taken into account (in sending documents for the Board; use of the poll function today, etc.).

The agenda was approved by consensus

### 1.2. Minutes of last Board meeting (3-4 December 2020)

There were no changes to the minutes of 3-4 December 2020 Board meeting as circulated in paper 01.

**The minutes of 3-4 December 2020 Board meeting were adopted as a true and correct record of the meeting.**

1.3. Action arising not appearing elsewhere on the agenda

One action not covered in the document (item 243 on Board elections results) will be covered by the poll organised later.

The actions arising document **was noted.**

**2. EXECUTIVE DIRECTOR REPORT (paper 02)**

2.1. 2021 KPIs & ED update

The report focused on the updated KPIs as requested by Board members at last meeting, including PSEAH work, localisation, CHS revision, etc.

**The ED report was noted.**

**The Board approved the 2021 KPIs by consensus.**

**3. MNC report (paper 03)**

*The Board is requested to approve a motion to be submitted to the GA on the extension of tenure of the Interim Chair, Robert Sweatman.*

RA attended the session.

3.1. GA and Chair recruitment update

There was a discussion on the extension of the interim Chair's tenure and a proposal that, in absence of an identified candidate, the role of interim Chair of Robert Sweatman is extended, if necessary up to 31 December 2021.

*RS left the meeting during the discussion, meeting still quorate.*

**The Board approved the following motion: "In order to allow the Board more time to identify the next Chair of the CHS Alliance, the General Assembly agrees to extend the allowable period for an interim Chair from nine months to sixteen months. »**

It was clarified that while there is no remuneration as such for the role of Chair, CHS Alliance travel costs are fully covered for an independent Chair.

**Action:**

- ♦ *motion on interim Chair's role extension to be added to the GA voting in March 2021.*
- ♦ *clearly add this motion in the next communications to the members about the elections.*

**It was agreed that for the upcoming elections, individual results will not be disclosed, but disclosure of future results will be discussed by the MNC.**

**Action:**

- *keep item 243 on action arising document.*

### 3.2. Membership survey 2020 results

RA presented the survey results. Key takeaways are:

1. Increase localisation outreach efforts
2. Improve and articulate membership benefits
3. Look at costs. Can we make it cheaper and easier for national orgs to join and undertake verification?

Board members discussed the results, including how to best promote all the verification options (including self-assessment) to local/national NGOs.

JB took the floor to thank Anne Cathrine and Thea who will be leaving the Board as not running for re-election.

### 4. “Localising” the CHS (paper 04)

BS and RA attended the session. BS presented an overview of how the Alliance plans to bring the CHS closer to people affected by crisis, articulated around three main areas:

1. increase engagement with national member organisations
2. understand better the opportunities and challenges regarding CHS verification with national NGOs
3. advocate for increasing donor’s recognition for CHS verification.

Based on the Boards’ feedback to the paper and presentation, it was recognised that the paper needs to evolve further based on the national consultation workshops. The paper will therefore be reformatted as a discussion paper that will evolve based on hearing the views from the national NGO workshops. This proposal was agreed by the Board.

### 5. CHS revision (paper 05)

The CHS revision process is being discussed by three copyright holders and the CHS Steering Committee. The ED summarised the situation regarding the proposals to date and requested views from Board members on the way forward.

*ACS left the meeting – meeting still quorate*

### **DAY TWO.**

- TH joined late
- MA absent

No declaration of interest on Day 2.

*MSP left the meeting – meeting still quorate*

## 6. Board processes (paper 06)

### 6.1. Board yearly evaluation

RS summarized the key findings of the evaluation:

- better link discussions in meetings to vision and mission of the CHS Alliance
- check how we are using stakeholder feedback to inform our strategy and allocate our resources
- emphasis to be made on new Board members joining soon and drawing them into discussions
- continue to be willing to seek out external resources if needed
- make use of this Board evaluation.

Induction of new Board members will be planned for April before next Board meeting.

Question was raised on how to triangulate the responses with the member's views. The General Assembly is an opportunity to hear from members regarding their views / suggestions for Board functioning.

#### **Action:**

- *Schedule induction for newly elected Board members in April.*

### 6.2. Governance calendar

**The Governance calendar was noted.**

## 7. Verification update (paper 07)

AM attended the session and presented an update on verification issues.

### 7.1. Update

The ED thanked AM for the work done. Regarding accessibility of the self-assessment tool: confirmed its being translated into French and Arabic, and depending on funding could be translated into more languages.

### 7.2. Increasing donor recognition of the CHS

Act Church of Sweden announced that ECHO accepted a HQAI CHS audit as part of their ECHO FPA process. This is of significance as it offers a potential harmonised approach between ECHO FPA and CHS, a further opportunity for CHS recognition by donors and a significant cost saving for COS

Also, discussions with START network are progressing for a joint session at HNPW for further promoting harmonisation of donor due diligence processes.

### 7.3. Update on VAP (verification advisory panel)

Tim Boyes Watson has been appointed chair of the VAP. The chair of the VAP needs to report to the Board annually, so will plan this for the September meeting.

The VAP recently held their second meeting, which focussed mainly on the development of the online portal. Further information to come to the board on this initiative at a later date.

**The proposition that VAP minutes come to the Board in the same way that MNC and FRAC minutes do was agreed by the Board.**

Additionally, the ED reported that the MoU with HQAI is being finalised and will be presented at the June Board meeting.

## **8. FRAC REPORT (paper 08)**

*PH attended the session*

### 8.1. Audit and 2020 update

JB reminded everyone of the Board, FRAC and Secretariat's respective roles regarding the finances and the budget of the CHS Alliance and thanked them for their work.

He underlined that the Alliance has very good results for 2020 given the worldwide situation.

The FRAC will be meeting the auditors on Tuesday 23 March – all Board members are invited to attend. The FRAC recommends approving the audit report.

### 8.2. 2021 update

For 2021, there are currently no issues arising with pipeline income, cash flow and payment of membership fees.

#### **Action:**

- ★ *PH to send invites to all Board members for FRAC meeting with auditors.*

## **9. DEVELOPING THE NEW STRATEGY**

*The Board is requested to agree on the process to develop the new strategy.  
GP and RA attended the session.*

*MSP joined the meeting*

### 9.1. Overview on key strategic issues

Views of Board members were sought on various issues reflecting their appetite for change and directions for the Alliance. The Board were given a series of questions to gauge their interest and advice on a number of key strategic areas. This feedback will be used to feed into the next stage of the strategy development process.

### 9.2. Process

GP presented an overview of the proposed process. Conscious of deadlines and ambition of the plan, Board members requested that a quick report is provided at key milestones so the Board can follow progress against the plan. GP proposed to give another look at the timeline in June.

#### **Action:**

- ♦ *prepare report on strategy development and share progress and review timeline at next meeting in June.*

#### **10. RISK MATRIX (paper 10)**

Agenda item postponed to next meeting in June

*Thea and Anne Cathrine both took the space to say goodbye and provide thanks for their time with the Board.*

#### **11. AOB**

It was reminded that the FRAC-auditors meeting which is open to all Board members will take place on Tuesday 23 March – link to be shared after the meeting.

Other reminders:

- Board meeting review – survey to be sent after the meeting
- Board elections next week (22-26 March 2021)
- GA webinar on Monday 29 March at 2.00pm CEST.

The interim Chair thanked everyone before ending the meeting.

*End of the meeting*

  
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Robert Sweatman, Interim Chair of the Board

  
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Matthew Carter, member of the Board

  
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Hélène Maillet, minutes' taker