

MINUTES OF THE CHS ALLIANCE BOARD
5th December 2023: 10.00am – 13.00pm – 7th December 2023: 13.00pm – 16.00pm
Virtual Meeting via Zoom

PRESENT:

Shahid Ali (SA), Allan Calma (AC), Lola Gostelow (LG, Chair), Yegana Guliyeva (YG), Coleen Heemskerk (CH), Sarah Pelicarić (SPe), Carly Sheehan (CS), Michael Wickham Moriarty (MWM), Eoin Wrenn (EW), Rehema Kajungu (RK), Gloria Soma (GS), Meg Sattler (MS), Michael Barnett (MB)

IN ATTENDANCE:

Tanya Wood (TW, Executive Director/ED), Steven Parkinson (SJP, Chief Operating Officer)

APOLOGIES:

Shama Mall (SM, Vice-Chair): 05.12.2023 and 07.12.2023
Susan Otieno (SO): 05.12.2023 and 07.12.2023
Rehema Kajungu (RK): 07.12.2023 from 14:00pm
Allan Calma (AC): 07.12.2023 from 15:00pm
Carly Sheehan (CS): 07.12.2023
Lola Gostelow (LG, Chair): 07.12.2023
Meg Sattler: 05.12.2023 from 15:00pm
Marina Skuric Prodanovic (MSP): 05.12.2023 and 07.12.2023
Michael Barnett: 05.12.2023
Meg Sattler: 05.12.2023

ABSENCE:

Gloria Soma: 05.12.2023

MINUTE TAKER:

Charleen Kagan (CK, HR & Governance Manager)

INVITEES:

Rosa Argent (RA, Director of Communications, Membership and Outreach), Matthew Carter (MC, Board Representative on CHS Steering Committee), Martina Broström (MB, Closing Accountability Gap Manager, Audrey Rudny (AR, Finance Manager)

1. INTRODUCTION AND PROCEDURAL MATTERS (paper 01)

1.1. Welcome, apologies, declarations of interest and agenda

The meeting was **quorate** and had been convened according to the Statutes. Apologies were noted.

There was no declaration of interest.

LG thanked everyone for attending. Attendees updated on latest developments in their areas of work.

1.2. Approval of agenda – for approval

The agenda was approved by consensus.

1.3. Minutes of September 2023 Board meeting – for approval

The September 2023 Board meeting minutes were adopted as a true and correct record of the meeting.

1.4. Minutes of Ad Hoc Board meeting – for approval

The Ad Hoc Board meeting minutes were adopted as a true and correct record of the meeting.

RK joined the session.

1.5. Action arising not appearing – for information

The actions arising document **was noted**.

It was discussed that point 323 (*It was agreed a joint meeting of the PCC and the Complaints Committee should take place at the end of 2023, to ensure coordination on internal and external complaints procedure*) may no longer be necessary.

Action

- ◆ *AC and SPe: connect bilaterally to determine whether such a meeting is required.*

TW reminded Board members on action point 310 (*Board members asked to share any initiatives to support national partners, with secretariat directly so these efforts can be tracked*), and explained that this subject would be addressed in greater detail next year.

2. EXECUTIVE DIRECTOR REPORT (paper 02)

LG expressed appreciation for the ED's report, noting the significant progress made against objectives.

Q&A session on the ED report

Deliverable 2.4. RK expressed appreciation that the percentage of new members continues to be high (75% against a target of 50%).

Deliverable 2.6. AC enquired on the status of engagement with IASC. TW updated that significant efforts are underway, with CHSA leading the workstream regarding engagement with donor. This is working closely with the Grand Bargain to consider the GB Commitments and associated targets. An IASC donor meeting is planned in the first Quarter of 2024. This offers potential for the relationship with the CHS with the wider constituents of IASC agencies and donors.

Deliverable 3.3. LG enquired on the latest positioning of CHS Alliance on reduced duplication of donor due diligence processes required of national NGOs, and the available evidence to launch a stronger advocacy campaign on this. TW noted this is a priority in 2024. Ultimately, the demand for reduced duplication and fast track processes would be best driven by members coming together and advocating directly to donors. Mechanisms to encourage this have been built into the LOCALED strategy.

Deliverable 3.6. In response to a question on feedback on the CHS Commitment Tracker since launch, TW explained that initial member response has been positive. Further work is now underway to improve the user experience, and promote the Tracker in order to drive engagement and uptake.

Deliverable 3.7. A discussion was held on the latest situation on commitments from key long term donors.

MC joined the session.

TW thanked the board for their feedback and endorsement of the revised CHS, and updated on the latest Steering Committee discussions underway to reach a final version. Final sign off from the Steering Committee is expected to be achieved within 7-10 days.

The ED report was noted.

3. MNC (paper 03)

RA attended the session.

3.1. New members - for approval

RA presented four new prospective members for the Board's consideration, following the recommendation of the MNC. The Board unanimously approved the admission of each of these organizations:

- Fiji Council of Social Services
- Gargaar Relief and Development Organization (GREDO)
- Nusaned NGO
- OurLoop Stichting

AC noted the positive development of the CHS Alliance achieving its first member in Fiji, and also a different type of organization, in OurLoop Stichting.

The following organisations are no longer members of CHS Alliance.

Resignation:

- Tearfund Australia
- Sustainable Environment & Ecological Development Society (SEEDS)
- Dwelling Places Uganda
- Mission East

To be discontinued for non-payment:

- Centre for Peace and Development Initiatives (CPDI)
- Rural Empowerment and Institutional Development (REPID)
- Strengthening Participatory Organization (SPO)

CHS Alliance will still have more than 200 members at the end of 2023.

3.2. Membership survey 2023 headlines – for information

RA presented the annual membership survey results, indicating that 64 organizations participated, comprising 33 National NGOs, 25 INGOs, and 6 others. Survey responses reveal that most organizations are satisfied with the support received from the secretariat, including organized events, engagement throughout the year, technical support and communication efforts such as newsletters and updates.

Areas for improvement include additional support on verification processes, support on how to use the CHS with partners, translation of tools and materials into French and Arabic, and providing more training sessions and Communities of Practices for peer learning.

A discussion followed on how the CHS Alliance can ensure optimal support to organisations undergoing external verification process, and the need for the value proposition for verification to be as compelling as possible, as member budgets come under pressure.

RA left the session.

4. **Governing Well and Governance Calendar 2024 (paper 04)**

4.1. Follow up on Board's values – for discussion

The planned discussion on Board Values was postponed until the next meeting in March 2024.

4.2. Board Evaluations

LG updated that the annual board evaluation questionnaire has been revisited with SJP, and will be issued after this Board meeting. She also explained that the broader Secretariat guidance document on annual board evaluations will be reviewed and she will revert with suggestions for the process moving forward. MM highlighted that in the UK, governance protocols require a deep review of board performance every three years. He will share related information.

In response to a question, it was agreed that exit interviews be conducted systematically for departing board members.

Action

- ◆ *Secretariat: Share the link of the annual board evaluation survey*

4.3. 2024 Governance Calendar, including General Assembly and elections - for discussion

The governance calendar featuring the dates for 2024 board meetings and committees was presented (Complaints Committee and FRAC dates yet to be finalized).

Action:

- ◆ *Secretariat: Send zoom invitations for board and committee 2024 meetings*

LG gave an update on the matter of board members' terms ending in 2024. She has already inquired with board members completing their first term in 2024 if they wish to extend for a second term.

However, three other members are concluding their second term next year and, as per Alliance Statutes, cannot be renewed.

A discussion was held on the pros and cons of a face-to-face versus virtual General Assembly in 2024. A face-to-face event was recognised to be clearly beneficial in terms of engagement and depth of discussion, as well as delivering learning and networking opportunities for our members globally. Equally recognised were the financial and staff resources required to organise such an event as a face to face General Assembly is not currently budgeted in 2024 financials. Further consideration on this issue will take place in the coming months.

5. Technology & Data Protection (paper 05)

5.1. IT and Data Protection policies – for approval

SJP presented the two policies to be approved by the Board at this meeting.

Data Protection policy

This policy has been updated from to reflect the new Swiss Federation Act on Data Protection that came into effect on 1 September 2023. The opportunity of the update was also used to revisit the policy with key “data users” in the organisation, simplify where possible and ensure internal processes will fully comply with it. The next steps for this updated policy will include providing training to all staff members and for staff to sign their commitment to it.

The Data Protection Policy was **approved by the board**.

IT policy

This is a new policy recommended by our auditors to ensure that we have the right IT practices in place, along with necessary IT security systems and infrastructure. Employees are not required to sign this document; its purpose is to inform the secretariat’s approach.

The IT Policy was **approved by the board**.

Meeting ended 13:00pm, 5th December 2023

MWM chaired in the absence of LG (chair) and SM (vice chair)

Meeting resumed 13:00pm, 7th December 2023

6. LOCALED (paper 06)

MB attended the session.

6.1. Updated Framework - for discussion

TW expressed gratitude to the Board for their feedback and comments on the LOCALED concept note, noting that these had served to support the further evolution of the framework. She explained the recent addition of clarity around the linkages between AAP and localization.

A discussion followed on how the LOCALED framework links to and can learn from existing models in the sector, the potential need for additional content on the role of regional committees, and on the definition of local actors. It was noted that insights derived from LOCALED could provide valuable evidence to support survivor and community lead response initiatives.

MB and RK left the session.

7. FRAC (paper 07)

7.1. Updated 2023 Funding pipeline and Budget – for information

AR attended the session.

MWM gave an overview of Alliance finances as at Q4 2023. He noted that the year-end reserve position will be better than predicted. MVM and several other board members expressed appreciation to the Secretariat for this result. MWM reaffirmed his view that the Alliance's approach to focus on income growth while also minimising costs had been the right approach. He also underlined the importance to rebuild the reserves moving forward.

MC joined the session.

8. 2024 Plan (paper 08)

8.1. Plan and Budget 2024 - for approval

With the prior understanding that board members had reviewed the 2024 work plan and budget in advance of the meeting, this agenda item moved to questions and comments.

Workplan

MS emphasised the importance of engagement with the sector beyond members. TW agreed, and highlighted some of the key planned 2024 initiatives to build the broader network – including peer to peer support, the development of the CHS commitment tracker, the recruitment of a network engagement manager and the further advancement of the LOCALED initiative.

CH emphasised the importance of the evolution of verification options for members. TW agreed, and highlighted the recruitment underway for a senior quality assurance manager to lead on this in 2024 and beyond.

Budget

AC noted that 64% of income is confirmed for 2024, an encouraging figure. He also underlined the importance of regular checks on resources and cash inflows. MVM confirmed that checks take place with the Secretariat periodically.

MVM noted that several investments are not currently budgeted for 2024 - for example, a new ERP system - until additional funds are secured. He stressed the need to rebuild Alliance reserves, but not at the expense of delivering on key 2024 priorities.

Board members expressed enthusiasm about the plans presented. The 2024 Workplan and budget were **approved by the board**.

AR and AC left the session.

9. Verification (paper 09)

9.1. Update – for information

TW announced the departure of our Verification Lead, Adrien Muratet, after seven years with the organisation. A key element of his tenure was the support to self assessment and the development of the CHS Commitment Tracker. The Tracker platform has been well-received and is providing valuable assistance to organizations undergoing self-assessment and granting access to important verification-related statistical insights.

Recruitment for a new lead, with an adapted role, is at an advanced stage. This role will lead the oversight and strategy for verification going forward.

9.2. Reflections for feedback to HQAI - for discussion

A discussion was held on the new strategy of HQAI and related opportunities, synergies and ideas that could inform deeper collaboration with HQAI in furthering our respective missions.

10. PCC (paper 10)

10.1. Updated Organigram – for information

SJP presented the updated organizational chart.

10.2. Updated Code of Conduct – for approval

The Code of Conduct presented to board members for approval had already been shared for comment in the last meeting. Members were thanked for their previous feedback, which has been incorporated into this latest version. The document has also been shared with staff members and the PCC to gather their input, with relevant adjustments made. Key changes included a clearer explanation of reporting

mechanisms, an adjustment to the Executive Director's letter and the paragraph on values removed to directly link to the organisation's website on this matter.

CH requested the redrafting of one clause relating to engagement in personal relationships. Once this reformulation is agreed by the board, the Code of Conduct will be considered **approved by the board**.

Action:

- ◆ *Secretariat: propose to the board for approval a revised Code of Conduct incorporating the reworded clause relating to personal relationships.*

10.3. Updated Safeguarding Policy – for approval

The updated Safeguarding Policy was presented to board members for approval. It has been through the same prior steps as the Code of Conduct referred to above.

The Safeguarding Policy was **approved by the board**.

The meeting ended with MWM thanking all the participants for their presence during this very busy week.

Meeting ended 15:33pm, 7th December 2023



Lola Gastelow, Chair of the Board



Allan Calma, member of the Board

Charleen Kagan

Charleen Kagan (Jan 24, 2024 09:18 GMT+1)

Charleen Kagan, minutes' taker












2023.12 December Board Meeting Minutes

Final Audit Report

2024-01-24

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